



Envestnet, Inc.

Strategy Committee Charter

(Last Amended by the Board of Directors – April 20, 2022)

STRATEGY COMMITTEE CHARTER

1. PURPOSE OF THE STRATEGY COMMITTEE

The Strategy Committee (the “**Committee**”) was created by the Board of Directors (the “**Board**”) of Envestnet, Inc. (“**Envestnet**”) to provide oversight and leadership, and make recommendations to the Board, with respect to the certain strategic initiatives of Envestnet. The Committee shall have the authority and membership and shall operate according to the procedures provided in this Charter.

2. AUTHORITY OF THE STRATEGY COMMITTEE

- a. The Committee shall have the authority (without seeking Board approval) to investigate any matter brought to its attention with full access to all books, records, facilities, and personnel of Envestnet and to retain financial, legal or other consultants to advise and assist the Committee.
- b. The Committee may request that any director, officer or employee of Envestnet, or Envestnet’s outside counsel, attend one or more meetings of the Committee or meet with any members of, or advisors to, the Committee.
- c. The Committee shall have available appropriate funding from Envestnet as determined by the Committee for payment of:
 - i. compensation to any advisers employed by the Committee; and
 - ii. ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.
- d. The Committee may form and delegate authority to subcommittees and management when appropriate, provided such delegation complies with applicable laws, rules and regulations, including any applicable rules of the Securities and Exchange Commission, the New York Stock Exchange (“**NYSE**”), or other applicable governmental or self-regulatory organization.

3. STRATEGY COMMITTEE COMPOSITION

- a. The Committee shall consist of no fewer than three members, at least a majority of whom shall be determined by the Board to be independent within the meaning of the rules of the NYSE as such requirements are interpreted by the Board in its business judgment.
- b. The Nominating and Governance Committee shall recommend to the Board nominees for appointment to the Committee annually and as vacancies or newly created positions occur. Committee members shall be appointed by the Board and may be removed by the Board at any time. The Nominating and Governance

Committee shall recommend to the Board, and the Board shall designate, the Chair of the Committee.

4. DUTIES AND RESPONSIBILITIES OF THE STRATEGY COMMITTEE

In furtherance of the Committee's purpose, and in addition to any other responsibilities that may be properly assigned by the Board to the Committee, the Committee shall have the following authorities and responsibilities:

- a. Review management's plans with respect to Envestnet's strategic initiatives and make recommendations and provide feedback to management on behalf of the Board.
- b. Review and make recommendations to the Board regarding specific strategic initiatives, including but not limited to: acquisitions, divestitures, joint ventures, and strategic alliances; provided, however, that the Committee shall not have the authority, absent further delegation by the Board, to approve any such initiative.

5. REPORTING RESPONSIBILITIES

- a. The Committee shall keep a record of its proceedings.
- b. The Committee shall report to the Board periodically.
- c. At least annually, the Committee shall evaluate its own performance and report to the Board on such evaluation.
- d. The Committee shall periodically review and assess the adequacy of this Charter and recommend any proposed changes to the Board.

6. PROCEDURES

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter. The Chair of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this Charter.