

[Last Revised October 2021]
[Prepared by Legal and Compliance Department]

CORPORATE GOVERNANCE GUIDELINES

A. Introduction

The Board of Directors (the “**Board**”) of Perimeter Solutions, SA (the “**Company**”) adopt these Corporate Governance Guidelines (these “**Guidelines**”) to assist the Board in the exercise of its responsibilities and to serve best the interests of the Company and its shareholders. These Guidelines should be interpreted in the context of applicable laws and the Company’s Amended and Restated Memorandum and Articles of Association (the “**Articles**”), and other corporate governance documents. These Guidelines are intended to serve as a flexible framework within which the Board may conduct its business and not as a set of legally binding obligations. The Board may modify these Guidelines from time to time.

B. Primary Functions of the Board

The Board shall, with the assistance of its several committees:

- Review and approve the Company’s annual operating plan
- Review corporate performance and periodically affirm the Company’s strategic direction;
- Oversee and evaluate management’s systems for internal controls, financial reporting and public disclosure;
- Establish and oversee corporate governance;
- Oversee and evaluate senior management performance and compensation;
- Plan for the effective succession of the chief executive officer and senior management;
- Periodically review Board composition and director qualifications;
- Set the tone for a climate of corporate trust and confidence; and
- Undertake an annual performance evaluation of the Board.

C. **Board Composition and Director Qualifications**

Composition and Size of the Board

The Nominating and Corporate Governance Committee (the “**Nominating Committee**”) is responsible for reviewing with the Board, on an annual basis, the mix of skills and characteristics of Board members as well as the composition of the Board as a whole, including members’ independence, diversity, age, strategic and financial skills, international background and industry and other experience in the context of the needs of the Board as a whole. Directors should represent the balanced, best interests of the shareholders as a whole rather than special interest groups or constituencies. When searching for new directors, the Board will seek out highly qualified women and individuals from minority groups to include in the pool from which Board nominees are chosen. Nominees for the Board will be selected by the Nominating Committee in accordance with the policies and principles in its charter.

The total number of directors will be fixed from time to time by a resolution of a majority of the Board.

Tenure Policy

Because the Board has not established a limit on the number of terms directors may serve, it is possible for a director to serve the Company for several consecutive terms. Before nominating each incumbent director for an additional term, the Board, with the assistance of the Nominating Committee, will review each director’s overall performance by assessing each director’s attendance, experience, qualifications, contributions to and insight in the Company.

Director Independence

The Board will be comprised of a majority of directors who qualify as independent directors under the listing standards of the New York Stock Exchange (“**NYSE**”). The Board will review annually the relationships that each director or nominee has with the Company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the Company), and only those directors or nominees whom the Board affirmatively determines have no material relationship with the Company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the Company) prohibited under the listing standards of the NYSE will be considered independent. The basis for any determination that a relationship is not material will be disclosed in the Company’s annual proxy statement.

Membership on Other Boards

The role of a director and the time commitment attendant to such membership is demanding. Each nominee must carefully evaluate his or her existing demands before accepting his or her position on the Board and each director must evaluate his or her existing demands before accepting a position on any committee of the Board, any other

public company board or committee or any board of any non-public company or charitable organization. The number of public boards on which directors may sit may be reviewed from time to time. Directors should advise the Chairman of the Board and the chairperson of the Nominating Committee before he or she accepts an invitation to serve on the board of another public company.

Additional Requirements for the Members of the Audit and Compensation Committee

The members of the Audit Committee shall satisfy the additional independence requirements set forth by the Sarbanes-Oxley Act of 2002, the Securities and Exchange Commission (the “SEC”) and the NYSE. All members of the Compensation Committee shall satisfy the independence requirements of the NYSE.

The Company does not limit the number of audit committees on which its members may serve. Therefore, if any Audit Committee member simultaneously serves on the audit committee of more than three public companies, the Board must conclude by the affirmative vote of a majority of its members that such simultaneous service would not impair the ability of such member to effectively serve on the Company’s Audit Committee.

D. Director Responsibilities

The basic responsibility of the directors is to exercise sound business judgment to act in what they believe, in good faith, to be in the best interests of the Company and its shareholders. In discharging this obligation, directors may reasonably rely on the honesty and integrity of the Company’s management as well as that of its independent auditors and counsel. Directors and management shall be entitled to indemnification as set forth in the Articles and any indemnification or other agreements entered into between the Company and individual directors or members of management.

In order to oversee effectively the management of the Company, the directors are expected to attend in person (or by other legally permissible means) all Board meetings and all meetings of committees on which they serve. Information that is important to the Board’s understanding of the business to be conducted at a Board or committee meeting will generally be distributed in advance of the meeting. Each member of the Board should review such materials in advance of the meeting.

The Chairman, in consultation with the Board, shall establish the schedule of Board meetings each year. The Chairman will establish the agenda for each Board meeting. Board members may suggest the inclusion of matters for the agenda. Board members may raise at any Board meeting subjects that are not on the agenda for that meeting.

Executive Sessions of the Non-Management and Independent Members of the Board

To the extent required by the applicable NYSE listing standards, the non-management directors will meet in executive sessions without the management directors and the independent directors will meet in executive sessions. The director who presides at these meetings will be chosen by the non-management or independent directors, as

applicable, and his or her name will be disclosed in the annual proxy statement, to the extent required by applicable rules of the SEC or by NYSE listing standards.

Communications with the Company

The Chairman of the Board, the President and Chief Executive Officer, General Counsel, and Chief Financial Officer are responsible for establishing effective communications with the Company's various constituencies (such as shareholders, customers, employees, suppliers, community groups and governmental authorities). The Board believes that management should speak for the Company. Except as required by law, NYSE listing standards or a Board committee charter, it is expected that Board members would meet or otherwise communicate with the Company's constituencies only with the knowledge of management and, absent unusual circumstances or as contemplated by committee charters, only at the request of management.

In cases where shareholders wish to communicate directly with our non-management directors, messages can be sent to our [Title] at [Address]. The General Counsel, in consultation with the Executive Committee as necessary, shall review all incoming shareholder communications (except for mass mailings, product complaints or inquiries, job inquiries, business solicitations and patently offensive or otherwise inappropriate material) and, if appropriate, will route such communications to the appropriate director(s) or, if none is specified, to the Lead Independent Director.

Board Committees

The Board will maintain an Audit Committee, a Compensation Committee, a Nominating and Corporate Governance Committee, an Executive Committee, and such other committees as it determines appropriate. Committee members and committee chairs will be appointed by the Board upon recommendation of the Nominating Committee. Consideration should be given to rotating committee members and committee chairs periodically, but the Board does not have a formal policy of rotating committee assignments or committee chairs.

Each committee will have its own charter. The charters will set forth the purposes, duties, goals and responsibilities of the committees as well as qualifications for committee membership, if any, procedures for committee member appointment and removal, committee structure and operations and committee reporting to the Board.

The chairperson of each committee, in consultation with the committee members, will determine the frequency and length of the committee meetings consistent with any requirements set forth in the committee's charter. The chairperson of each committee, in consultation with the appropriate members of the committee and management, will develop the committee's agenda.

The Board and each committee will have the power to engage, at the Company's expense, independent legal, financial or other advisors as they may deem necessary, without consulting or obtaining the approval of any officer of the Company in advance.

The Board may, from time to time, establish or maintain additional committees as necessary or appropriate.

E. Director Access to Officers and Employees

Directors have full access to management and, as necessary and appropriate, independent advisors. Directors are entitled to expect management to be responsive to requests for information from directors. Meetings or contacts with management that a director wishes to initiate should generally be arranged through the President and Chief Executive Officer, General Counsel, the Chairman of the Board, or the Chief Financial Officer. Information disclosed to a director based on meetings or contact shall be shared with the entire Board. The disclosed information shall be acted upon only by the Board, not by an individual director. The directors will use their judgment to ensure that any such contact is not disruptive to the business operations of the Company and will, to the extent not inappropriate, copy the President and Chief Executive Officer, the General Counsel and Chief Compliance Officer or Chief Financial Officer on any written communication between a director and a non-officer employee of the Company.

F. Director Compensation

The form and amount of director compensation will be recommended by the Compensation Committee of the Board and determined by the Board in accordance with the policies and principles set forth in its charter. The Compensation Committee will evaluate periodically compensation for members of the Board and its committees and review and approve changes in such compensation and plans relating to director compensation.

G. Director Orientation and Continuing Education

Directors are encouraged to participate in orientation and continuing education programs.

H. Management Succession

The Nominating Committee and Executive Committee will work with the Board to nominate and evaluate potential successors to the position of Chief Executive Officer. The Chief Executive Officer should at all times make available his recommendations and evaluations of potential successors, along with a review of any development plans recommended for such individuals.

I. Annual Performance Evaluation

The Board and each committee of the Board will conduct an annual self-evaluation to determine whether it and its committees are functioning effectively. The Nominating

Committee will establish and maintain a process that will facilitate input from all directors and will report annually to the Board with an assessment of the Board's performance. The assessment will focus on the Board's contribution to the Company and specifically focus on areas in which the Board or management believes that the Board could improve.

J. Availability

A copy of these Guidelines, as well as the charters of the Audit Committee, the Compensation Committee and the Nominating Committee are available on the Company's website at [www.perimeter-solutions.com]. Copies of the foregoing documents are also available in print to any shareholder who requests such information. Shareholders may request such information by writing to Perimeter Solutions, SA, Attention: [Secretary], [12E rue Guillaume Kroll, L-1882 Luxembourg Grand Duchy of Luxembourg].