

OLAPLEX HOLDINGS, INC.

COMPENSATION COMMITTEE CHARTER

I. **PURPOSE**. The purpose of the Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Olaplex Holdings, Inc. (the “Company”) is to assist the Board in fulfilling its responsibilities relating to (i) oversight of the compensation and benefits of the Company’s officers, employees and directors, (ii) assessing the adequacy of the Company’s compensation principles and philosophy and (iii) oversight of the Company’s compensation, benefit and equity-based plans by exercising its rights and responsibilities as specified in this Charter. The Committee reports to the Board. The Committee shall fulfill these functions primarily by carrying out the activities enumerated in Section IV of this Charter. In order to fulfill these functions, the Committee members shall, within the scope of their duties, have complete access to Company personnel and documents. In performing its responsibilities hereunder, the Committee may consider information provided by the Company’s management, as appropriate.

II. **COMPOSITION**.

1. **Number**. The Committee shall consist of no fewer than two members of the Board, appointed to the Committee by the Board, taking into account the recommendations of the Nominating and Corporate Governance Committee. Members of the Committee may be removed at the Board’s discretion.
2. **Independence**. Except as otherwise permitted by applicable phase-in rules and exemptions, each member of the Committee shall meet any applicable independence requirements of the Nasdaq Stock Market (the “Nasdaq”). In addition, except as provided in the immediately succeeding sentence or as determined by the Board, each member of the Committee shall qualify as a “non-employee director” within the meaning of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). In the event the Board determines that a director who does not qualify as a “non-employee director” should nevertheless serve on the Committee, appropriate arrangements may be made for a subcommittee of the Committee to act on behalf of the Committee (or for the full Board to act) to the extent necessary to satisfy any applicable requirements of Rule 16b-3. In determining the independence of any director who will serve on the Committee, the Board will consider all factors specifically relevant to determining whether a director has a relationship with the Company that is material to that director’s ability to be independent from management in connection with the duties of a Committee member, including, but not limited to: (i) the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the Company to such director, as well as whether the director receives compensation from any person or entity that would impair his or her ability to make independent judgments about the Company’s executive compensation and (ii) whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company, as well as whether any such affiliate relationship places the director under the direct or indirect control of the Company’s senior management.

3. Chairperson. Unless a Chairperson is elected by the Board, the members of the Committee shall designate a Chairperson by majority vote of the full Committee membership. The Chairperson shall lead the Committee, including preparing the agenda, presiding over the meetings, making subcommittee assignments and reporting to the Board on the Committee's behalf.
4. Determinations Regarding Membership. The Board will make all determinations regarding satisfaction of the membership requirements described above and will review, at least annually, the Committee's compliance with such requirements.

III. PROCEDURES AND ADMINISTRATION.

1. Meetings. The Committee shall hold regularly scheduled meetings and such special meetings as circumstances dictate. Any two members or the Chairperson of the Committee may call a meeting of the Committee upon due notice to each other member at least 24 hours prior to the meeting. Action may be taken by the Committee without a meeting if all of the members of the Committee indicate their approval thereof in writing or by electronic transmission.
2. Quorum. A majority of the Committee members shall constitute a quorum. The Board may designate one or more directors as alternate members of the Committee, who may replace any absent or disqualified member at any meeting of the Committee, provided that such alternate members satisfy all applicable criteria for membership on the Committee. In the absence or upon the disqualification of a member of the Committee, and in the absence of a designation by the Board of an alternate member to replace the absent or disqualified member, the member or members present at any meeting and not disqualified from voting, whether or not he, she or they constitute a quorum, may unanimously appoint another member of the Board to act at the meeting in the place of any absent or disqualified member, provided that such other member satisfies all applicable criteria for membership on the Committee.
3. Voting. Action may be taken by the Committee upon the affirmative vote of a majority of the members present, provided that a quorum is present at the time such action is taken.
4. Annual Self-Evaluation. The Committee shall review, discuss and assess its performance as well as its role and responsibilities at least annually. Changes in role and/or responsibilities, if any, shall be recommended to the full Board for approval.
5. Subcommittees. The Committee shall have the authority to delegate to subcommittees of the Committee any of the responsibilities of the full Committee and to officers of the Company such responsibilities of the full Committee as may be permitted by applicable laws, rules or regulations and in accordance with the listing standards set forth by the Nasdaq.
6. Charter. The Committee shall review and reassess the adequacy of this Charter at least annually and recommend any proposed changes to the Board for approval.

IV. RESPONSIBILITIES AND POWERS. The Committee has direct responsibility and power to perform the following duties:

- review and establish the Company’s overall compensation strategy, including base salary, incentive compensation and equity-based grants, to provide for appropriate rewards and incentives for the Company’s management and employees, taking into account whether such rewards and incentives encourage undue or inappropriate risk taking by such personnel;
- review and approve corporate goals and objectives relevant to the compensation of the Chief Executive Officer (“CEO”), officers of the Company who report directly to the CEO and all officers who are “insiders” subject to Section 16 of the Exchange Act (collectively, the “executive officers”), evaluate the performance of the CEO and other executive officers in light of those goals and objectives and, based on this evaluation, either as a committee or together with the other independent directors (to the extent directed by the Board), determine and approve the compensation, including, as applicable, annual base salaries, short and long-term (including cash-based and/or equity-based) incentive awards and opportunities, and perquisites or other personal benefits (except to the extent such benefits apply to Company employees generally), of the CEO and the other executive officers of the Company based on this evaluation, with the deliberations and approval on the CEO’s and any other executive officer’s compensation to be conducted without the CEO or such executive officer present. In determining the long-term incentive component of the CEO and the other executive officers’ compensation, the Committee shall consider, among other factors, the results of the most recent stockholder advisory vote on executive compensation required by Section 14A of the Exchange Act, the Company’s performance and relative stockholder return, the value of similar incentive awards to executive officers at comparable companies, the awards given to the executive officers in past years, and other factors considered relevant by the Committee;
- review, assess and make recommendations to the Board regarding the compensation and benefits of the members of the Board;
- oversee the Company’s cash and equity-based plans and management incentive compensation plans, grant awards under such plans and make recommendations to the Board about amendments to such plans and the adoption of any new employee incentive compensation plans and equity-based plans that are subject to Board approval;
- review, consider and select, to the extent determined to be advisable, a peer group of appropriate companies for purposes of benchmarking and analysis of compensation for executive officers and/or non-employee directors and report on such analysis to the Board;

- review and approve all employment contracts and other compensation, severance and change-in-control arrangements, agreements or terms for current and former executive officers;
- recommend to the Board any stock ownership guidelines for executive officers and non-employee directors, oversee compliance with these guidelines, and periodically assess these guidelines and recommend revisions as appropriate;
- produce, if required, a compensation committee report on executive compensation for inclusion in the Company's Annual Report on Form 10-K and/or its annual proxy statement in accordance with the Securities and Exchange Commission proxy and disclosure rules;
- monitor the Company's compliance with the requirements under the Sarbanes-Oxley Act of 2002 prohibiting personal loans to directors and officers, and with all other applicable laws affecting employee compensation and benefits;
- oversee the Company's compliance with applicable rules and regulations promulgated by the Securities and Exchange Commission regarding stockholder approval of certain executive compensation matters, including advisory votes on executive compensation, the frequency of such votes, and the requirement under the Nasdaq rules that, with limited exceptions, stockholders approve equity compensation plans;
- review the Company's compensation policies and practices to determine whether they encourage excessive risk-taking, review and discuss at least annually the relationship between risk management policies and practices and compensation and evaluate compensation policies and practices that could mitigate any such risk; and
- report its actions and any recommendations to the Board on a periodic basis.

V. **AUTHORITY AND RESOURCES OF THE COMMITTEE.** The Committee shall have the authority, in its sole discretion, to select, retain and obtain the advice of a compensation consultant as necessary to assist with the execution of its duties and responsibilities as set forth in this charter. The Committee shall set the compensation, and oversee the work, of the compensation consultant. The Committee shall have the authority, in its sole discretion, to retain and obtain the advice and assistance of outside legal counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this charter. The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to its compensation consultants, outside legal counsel and other advisors. However, the Committee shall not be required to implement or act consistently with the advice or recommendations of its compensation consultant, outside legal counsel or other advisor to the Committee, and the authority granted in this charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this charter.

Before retaining or seeking advice from compensation consultants, outside legal counsel, and other advisors (other than the Company's in-house counsel), the Committee must take into consideration all factors relevant to the independence of such consultant, legal counsel, or other advisor from management, including the factors set forth in the Nasdaq rules then in effect and any other applicable laws, rules or regulations.

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It is acknowledged that all of the above listed tasks and focus areas may not be relevant to all of the matters and tasks that the Committee may consider and act upon from time to time, and the members of the Committee in their judgment may determine the relevance thereof and the attention such items shall receive in any particular context.

Effective: January 18, 2023