

**COMPENSATION, CORPORATE GOVERNANCE AND NOMINATIONS
COMMITTEE CHARTER
OF BETTER HOME & FINANCE HOLDING COMPANY**

Committee Membership:

The Compensation, Corporate Governance and Nominations Committee (the “Committee”) of the Board of Directors (the “Board”) of Better Home & Finance Holding Company (the “Company”) will be composed of two (2) or more directors, each of whom shall satisfy the definition of “independent” under the listing standards of the Nasdaq Stock Market LLC (“Nasdaq”) and meet all other applicable independence standards for members of compensation committees and nomination committees. The Committee shall consist solely of “independent directors,” *i.e.*, those directors who the Board has determined (a) are not, and have not been within the past three (3) years, officers or employees of the Company or its subsidiaries; (b) do not have a relationship which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director; (c) otherwise qualify as “independent” under the Nasdaq rules as applied to compensation committee members; and (d) meet the requirements of any other applicable laws and regulations, as applied to compensation committee members. In affirmatively determining the independence of any director for purposes of serving on the Committee, the Board must consider all factors specifically relevant to determining whether a director has a relationship to the Company that is material to the director’s ability to be independent from management in connection with the duties of a member of the Committee, 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; and (ii) whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

Members shall serve at the pleasure of the Board and for such term or terms as the Board may determine.

Committee Purpose:

The purpose of the Committee is to carry out the responsibilities delegated by the Board (i) relating to the review and determination of executive and director compensation, (ii) relating to the Company’s director nominations process, and (iii) to develop and maintain the Company’s corporate governance policies. The Committee will also perform any and all duties required of it under this charter (the “Charter”), any applicable law, regulation, directive, guideline or regulatory or judicial precedents or authorities and orders of any applicable governmental authority.

Committee Authorities and Responsibilities:

The Committee shall have the authority and direct responsibility to:

1. *CEO Evaluation and Compensation.* Review and recommend for approval by the Board corporate goals and objectives relevant to the compensation of the Company's Chief Executive Officer ("CEO"). The Committee will evaluate the CEO's performance in light of these goals and objectives and, based upon this evaluation, recommend to the Board for determination the CEO's compensation level. In recommending the long-term incentive component of CEO compensation, the Committee shall consider, among other factors as it may deem relevant, the Company's performance and relative shareholder return, the value of similar incentive awards to CEOs at comparable companies, the awards given to the CEO in past years and the results of the most recent shareholder advisory vote on executive compensation required by Section 14A of the Exchange Act, if any. The CEO may not be present during voting or deliberations on his or her compensation.
2. *Other Executive Officer Evaluation and Compensation.* Review and recommend for approval by the Board corporate goals and objectives relevant to the compensation of each employee designated by the Board as an "executive officer" under Rule 3b-7 or Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended. Review and determine whether to recommend for approval by the Board the CEO's recommendation for the compensation of all other executive officers.
3. *Director Compensation.* Periodically review and recommend for approval by the Board the compensation of the Board, including expense reimbursement policies.
4. *Incentive and Equity Compensation.* The Committee will review and approve or make recommendations to the Board regarding the Company's incentive compensation and equity-based plans and arrangements (the "Plans"). The Committee has full authority to administer the Plans (except to the extent the terms of a Plan require administration by the full Board), and to make grants of cash-based and equity-based awards under the Plans.
5. *Risk Assessment.* In coordination with the Audit Committee, review and approve the Company's incentive compensation arrangements 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.
6. *Executive Officer Employment and Severance Agreements.* Review and recommend for approval by the Board employment agreements, severance agreements and change in control provisions/agreements, and any amendments to or terminations of such agreements, for executive officers. Review and recommend for approval by the Board any severance or similar termination payments proposed to be made to any

current or former executive officers that are not part of a previously approved employment or severance agreement or arrangement.

7. *Compensation Committee Report.* Prepare or review and approve the Compensation Committee Report, to the extent required, for inclusion in the Company's annual proxy statement.

8. *Compensation Disclosure.* Review and recommend that the Board approve executive and director compensation disclosures to be included in the public filings of the Company with the Securities and Exchange Commission, the listing exchange and any other regulatory bodies.

9. *Shareholder Proposals.* Review and make recommendations, as necessary or appropriate, to the Board regarding (i) the Company's responses to shareholder proposals related to compensation matters, and (ii) other proposals by the Company relating to executive compensation and incentive compensation plans for inclusion in the Company's annual proxy statement.

10. *Stock Ownership Guidelines.* Determine executive officer stock ownership guidelines for the CEO and executive officers and, if adopted, oversee compliance with such guidelines.

11. *Clawback Policy.* Oversee and recommend for approval by the Board any compensation recovery or recoupment policy applicable to the Company's CEO and executive officers that may be adopted or amended by the Company from time to time.

12. *Board Leadership and Composition.* Periodically review and make recommendations to the Board from time to time as to changes that the Committee believes to be desirable with respect to the structure, size, diversity and leadership of the Board or any committee thereof.

13. *Director Nominees.* Identify and evaluate individuals believed to be qualified to become Board members (including individuals recommended by stockholders in accordance with the Company's bylaws and/or annual proxy statement), consistent with criteria approved by the Board, and to select, or recommend to the Board, the nominees to stand for election or re-election as directors at the annual meeting of stockholders or, if applicable, at a special meeting of stockholders. In the case of a vacancy in the office of a Board director (including a vacancy created by an increase in the size of the Board), the Committee shall recommend to the Board an individual to fill such vacancy either through appointment by the Board or through election by stockholders. In selecting or recommending candidates, the Committee shall take into consideration the criteria approved by the Board, which are set forth in the Company's Corporate Governance Guidelines and such other factors as it deems appropriate. These factors may include judgment, skill, expertise, industry knowledge, diversity (including, but not limited to, racial and gender diversity), education, diversity of opinion, achievements, experience with businesses and other organizations, the interplay of the

candidate's skills and experience with the skills and experience of other Board members, the extent to which the candidate would be a desirable addition to the Board and any committees of the Board, and contacts relevant to the Company's business. The Committee shall consider all candidates recommended by the Company's stockholders in accordance with the procedures set forth in the Company's bylaws and/or annual proxy statement. The Committee may consider candidates proposed by management, but is not required to do so.

14. *Material Relationships. Develop* and recommend to the Board standards to be applied in making determinations as to the absence of material relationships between the Company and a director.

15. *Resignation Consideration.* For directors who tender an irrevocable resignation effective upon failure to receive the required vote for reelection in accordance with the Company's bylaws, make a recommendation to the Board as to whether to accept or reject the resignation, or whether other action should be taken. *Corporate Governance Guidelines.* Develop and recommend to the Board a set of corporate governance guidelines and policies applicable to the Company (including any policies with regard to diversity on the Board). The Committee will, from time to time as it deems appropriate, review and reassess the adequacy of such corporate governance guidelines and recommend any proposed changes to the Board for approval.

16. *Stockholder Proposals.* Review and make recommendations with respect to any stockholder proposal made by a stockholder eligible to submit a proposal under Rule 14a-8 under the Securities Exchange Act of 1934, as amended. To the extent that a stockholder proposal relates to a matter that is overseen by another committee of the Board, then the input of such other committee shall be solicited.

17. *Social Responsibility and Sustainability Oversight.* Oversee the Company's strategy on corporate social responsibility and sustainability and to develop and recommend to the Board for approval strategies, policies, related disclosures in public documents and other communications to stakeholders.

18. *Director Orientation.* Develop and oversee a Company orientation program for new directors and a continuing education program for current directors, periodically review these programs and update them as necessary.

19. *CEO Succession Planning.* Develop and recommend to the Board for approval a CEO succession plan (the "Succession Plan"); review the Succession Plan periodically with the CEO, as may be needed; develop and evaluate potential candidates for CEO and recommend to the Board any changes to and any candidates for succession under the Succession Plan.

20. *Director Succession Planning.* Periodically review and oversee director succession planning, including succession plans for key leadership positions on the

Board (such as the chairperson of the Board, the lead independent director (if one has been appointed) and the chair of each committee).

21. *Board Composition.* Assess annually whether the composition of the Board as a whole reflects the appropriate and/or required balance of independence, sound judgment, business specialization, technical skills, diversity and other desired qualities, and recommend any appropriate changes to the Board.

22. *Reports to the Board.* Report to the Board on a regular basis.

23. *Other Duties and Responsibilities.* Perform any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to the Company's compensation programs.

24. *Review of this Charter.* The Committee must annually review and assess this Charter and submit any recommended changes to the Board for its consideration.

Committee Structure and Operations:

Unless a chairperson is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership. In the absence of the chairperson at any meeting of the Committee, a majority of the members of the Committee present at such meeting may designate one (1) of its members to serve as the chairperson of the meeting. The Committee shall meet at least twice a year, and perhaps more frequently if circumstances dictate, in conjunction with regularly scheduled meetings of the Board at regularly scheduled times and places determined by the Committee chairperson, with further meetings to occur, or actions to be taken by unanimous written consent, when deemed necessary or desirable by the Committee or its chairperson.

A majority of the members of the Committee shall constitute a quorum. At every meeting of the Committee at which a quorum is present, the vote of a majority of the members of the Committee present shall be the act of the Committee. In the event of a tie vote on any issue, the chairperson's vote shall decide the issue.

In carrying out its responsibilities, the Committee, and each member of the Committee in his or her capacity as such, shall be entitled to rely, in good faith, on information, opinions, reports or statements, or other information prepared or presented by (i) officers and other employees of the Company or its subsidiaries whom such member believes to be reliable and competent in the matters presented and (ii) counsel, public accountants, consultants, advisors or other persons with respect to matters that the member believes to be within the professional competence of such person.

Delegation:

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee consisting of one (1) or more members. In particular, the Committee may delegate the approval of certain transactions

to a subcommittee consisting solely of members of the Committee who are “Non-Employee Directors” for the purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended from time to time.

To the extent permitted by applicable law and the applicable Plan, the Committee also may delegate to one or more executive officers of the Company the authority to grant, and make determinations and administer the applicable Plan with respect to equity-based awards under such Plan to employees and consultants of the Company who are not executive officers or directors of the Company.

Performance Evaluation:

The Committee shall conduct and review with the Board an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this Charter. The performance evaluation shall also recommend to the Board any improvements to the Charter deemed necessary or desirable by the Committee. The performance evaluation by the Committee shall be conducted in such manner as the Committee deems appropriate. The report to the Board may take the form of an oral report by the chairperson of the Committee or any other member of the Committee designated by the Committee to make this report.

Resources and Authority of the Committee:

The Committee shall have the resources, funding and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate and approve the fees and other retention terms of any compensation consultants, outside legal counsel or other advisors to the Committee (each, an “Advisor”), as it deems appropriate, and will consult with the Board if such funding would exceed \$250,000 per year. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Advisor it retains. To the extent required by Nasdaq rules, the Committee may select or receive advice from an Advisor only after taking into consideration the following factors:

- the provision of other services to the Company by the person that employs the Advisor;
- the amount of fees received from the Company by the person that employs the Advisor as a percentage of that person’s total revenue;
- the policies and procedures of the person that employs the Advisor that are designed to prevent conflicts of interest;
- any business or personal relationship of the Advisor with a member of the Committee;

- any business or personal relationship of the Advisor or the person employing the Advisor with an executive officer of the Company; and
- any stock of the Company owned by the Advisor.

Although the Committee is required to consider these factors, it is free to select or receive advice from an Advisor that is not independent.

The Company will provide for appropriate funding, as reasonably determined by the Committee, in its capacity as a committee of the Board, for payment of:

- compensation to any Advisor(s) employed by the Committee; and
- ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.