

THE HONEST COMPANY, INC.

**CHARTER OF THE NOMINATING AND CORPORATE GOVERNANCE COMMITTEE
OF THE BOARD OF DIRECTORS**

PURPOSE

The purpose of the Nominating and Corporate Governance Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of The Honest Company, Inc. (the “*Company*”) is to:

- identify, review, evaluate and communicate with candidates qualified to become Board members or nominees for directors of the Board consistent with criteria approved by the Board;
- recommend that the Board select the director nominees for the next annual meeting of stockholders or fill any vacancies or newly created directorships that may occur between such meetings;
- oversee the Company’s corporate governance functions and develop, recommend to the Board and update as necessary a set of corporate governance guidelines applicable to the Company and monitor compliance with such guidelines;
- oversee the Company’s environmental, social and governance (“*ESG*”) activities;
- oversee the evaluations of the Board, its committees, and Board members;
- identify directors qualified to serve on the various committees of the Board and recommending to the Board qualified nominees for membership on each such committee;
- oversee succession planning for the Board and key leadership roles on the Board and its committees; and
- make other recommendations to the Board relating to the directors of the Company.

COMPOSITION

The members of the Committee, including the chair of the Committee (the “*Chair*”), will be members of the Board appointed by, and will serve at the discretion of, the Board. Vacancies occurring on the Committee will be filled by the Board. Resignation or removal of a Committee member from the Board for any reason will automatically constitute resignation or removal from the Committee.

The Committee will consist of at least two members of the Board, and each member of the Committee will satisfy (i) the independence and other requirements imposed by applicable law and listing requirements of the Nasdaq Stock Market (the “*Exchange*”) and (ii) any other qualifications determined by the Board.

AUTHORITY

The Committee will have access to all Company books, records, facilities and personnel as deemed necessary or appropriate by any member of the Committee in carrying out its responsibilities. If the

Committee concludes that it must retain legal, accounting or other outside advisors (including director search firms), it may do so and determine compensation terms for those advisors at the Company's expense. The Committee may also pay any ordinary administrative expenses it deems appropriate in carrying out its duties at the expense of the Company. The Committee will have authority to require that any of the Company's personnel or outside advisors attend any meeting of the Committee or meet with any member of the Committee or any of its advisors.

The Board may designate the Chair. In the absence of that designation, the Committee may designate the Chair by majority vote of the Committee members, provided that the Board may replace any Chair designated by the Committee at any time. The Chair will preside over all regular sessions of the Committee. In the absence of the Chair, the Committee shall select another member to preside. The Chair shall have the delegated authority to act on behalf of the Committee in connection with (1) approval of the outside consultants, legal counsel or other advisers to be retained by the Committee (including negotiation and execution of their engagement letters) and (2) as may otherwise be determined by the Committee.

The Committee also may form and delegate authority to one or more subcommittees consisting of one or more of its members and may delegate to such subcommittees such power and authority as the Committee deems appropriate, to the extent allowed under applicable law and Exchange listing requirements. By delegating an issue to the Chair or a subcommittee, the Committee does not surrender any authority over that issue. Although the Committee may act on any issue that has been delegated to the Chair or a subcommittee, doing so will not limit or restrict future action by the Chair or subcommittee on any matters delegated to it. Any action or decision of the Chair or a subcommittee will be presented to the full Committee at its next scheduled meeting. By approving this Charter, the Board delegates authority to the Committee with respect to these responsibilities.

RESPONSIBILITIES

The Committee's responsibilities are for oversight, as described under "Purpose" above. The members of the Committee are not employees of the Company, and they do not perform management's functions. The Committee relies on the expertise and knowledge of management in carrying out its oversight responsibilities. The Committee shall have the following responsibilities; *provided, however*, that this list of responsibilities is intended to be a guide and to remain flexible to account for changing circumstances and needs. Accordingly, the Committee may depart from or supplement such responsibilities, and establish policies and procedures, to the extent consistent with the Committee's purpose and permitted by applicable law and Exchange listing requirements. The Committee may also carry out any other responsibilities delegated to it by the Board from time to time. The Board will retain the right to act on all such matters without limiting the Committee's authority, subject to compliance with applicable law and Exchange listing requirements.

1. Director Criteria. The Committee will periodically determine the qualifications, qualities, skills, certifications and other expertise required to be a director of the Company and will develop, and recommend to the Board, criteria to be considered in selecting nominees for director (the "***Director Criteria***")

2. Director Nominations. The Committee will identify, review, evaluate and communicate with candidates, including nomination of incumbent directors for reelection and nominees recommended by stockholders, to serve on the Board. The Committee will use Director Criteria, including consideration of any potential conflicts of interest, director independence and other requirements. The Committee will monitor and evaluate the composition, organization and size of the Board. The Committee will also have the power and authority to establish any policies, requirements, criteria and procedures relating to its activities, and will make recommendations to the Board regarding nominees for director at the next annual

meeting. The Committee will also have the power and authority to make any disclosures required by applicable law in the course of exercising its authority.

3. Board and Committee Self-Evaluation. The Committee will annually oversee a self-evaluation of the Board and its committees to determine whether the Board and its committees are functioning effectively. As appropriate, the Committee will make recommendations to the Board for areas of improvement. The self-evaluation shall include evaluation of (a) the Board's and each committee's contribution as a whole and effectiveness in serving the best interests of the Company and its stockholders, (b) specific areas in which the Board and management believe that the performance of the Board and its committees could be improved and (c) overall Board composition and makeup. The factors to be considered shall include whether the directors can and do provide the integrity, experience, judgment, commitment, skills, diversity and expertise appropriate for the Company. In assessing the directors, both individually and collectively, the Committee may consider the current needs of the Board and the Company to maintain a balance of knowledge, experience, diversity and capability in various areas. The Committee will also consider the independence of directors and the requirements imposed by applicable law and Exchange listing requirements.

4. Board Committee Membership. The Committee will oversee the Board's committee composition, structure and operations, including authority to delegate to subcommittees and committee reporting to the Board. The Committee will evaluate individual directors' interests and both current and prospective director independence, experience and the independence and requirements imposed by applicable law and Exchange listing requirements and recommend to the entire Board annually the chairmanship and membership of each committee.

5. Stockholder Communications. The Committee shall periodically review and make recommendations to the Board regarding the Company's process for stockholder communications with the Board and make such recommendations to the Board with respect thereto as the Committee deems appropriate.

6. Stockholder Proposals. The Committee shall review any stockholder proposals submitted for inclusion in the Company's proxy statement and recommend to the Board any statements by the Company in response. The Committee shall consider stockholder nominees for election to the Board at the Company's annual meeting of stockholders.

7. Review Independence and Possible Conflicts of Interest. The Committee shall consider questions of independence and possible conflicts of interest of officers and directors as set forth in the Company's Code of Business Conduct and Ethics, review and make a determination regarding any requests for authorization for potential or actual conflicts of interest from officers and directors, including reviewing, as necessary, any officer's request to accept a directorship position with another company, and make recommendations to the Board to prevent, minimize or eliminate such conflicts of interest.

8. Certificate of Incorporation and Bylaws. The Committee shall review the adequacy of the certificate of incorporation and bylaws of the Company and recommend to the Board, as conditions dictate, proposed amendments to the certificate of incorporation and bylaws.

9. Orientation and Continuing Education. The Committee may implement an orientation process for new directors and may institute plans or programs for the continuing education of directors, as it deems appropriate.

10. Governance Developments. The Committee shall evaluate developments in corporate governance and shareholder engagement, and review the Company's governance documents, disclosures and other actions related thereto.

11. Corporate Governance Guidelines and Code of Business Conduct and Ethics. The Committee will periodically review and assess the adequacy of the Company's Corporate Governance Guidelines and Code of Business Conduct and Ethics, as appropriate, will recommend any proposed changes to the Board for its consideration and approval.

12. Leadership Structure. The Committee shall consider the Board's leadership structure, including the separation of the chair of the Board and Chief Executive Officer roles, whether the chair of the Board is also an employee director or a non-independent director, and/or appointment of a lead independent director of the Board, either permanently or for specific purposes, and make such recommendations to the Board with respect thereto as the Committee deems appropriate.

13. Management Succession. The Committee will periodically review and evaluate with the Board and the Chief Executive Officer the succession plans for the Company's executive officers and make recommendations to the Board with respect to the selection of appropriate individuals to succeed these positions.

14. ESG Oversight and Steering Committee. The Committee shall generally oversee the Company's ESG activities and make recommendations to the Company to further its ESG goals. The Committee may appoint and oversee the activities of an ESG Steering Committee, composed of company leaders from across the Company and/or directors of the Company, to advance the Company's ESG goals.

15. Procedures for Information Dissemination. The Committee will periodically review the processes and procedures used by the Company to provide information to the Board and its committees and the scope of such information and make recommendations to the Board and management for improvement as appropriate.

16. Committee Self-Assessment; Charter Review. The Committee will annually evaluate its performance, including by reviewing its compliance with this Charter. The Committee shall also review and assess the adequacy of this Charter annually and shall recommend any proposed changes to the Board for its consideration and approval.

17. General Authority. The Committee shall perform such other functions and have such other powers as may be necessary or appropriate in the discharge of any of the foregoing.

MEETINGS AND MINUTES

The Committee will meet whenever its members deem a meeting necessary or appropriate. The Committee will determine where and when to meet to perform its duties and responsibilities under this Charter. The same procedural rules concerning notice of meetings, actions by unanimous consent or telephonic meetings and meetings held by other means of remote communication, and other procedural matters, shall apply to Committee meetings as apply to meetings of the Board under the Company's bylaws and other governing documents. Unless otherwise determined by the Committee, each regularly scheduled meeting will conclude with an executive session that excludes members of management. From time to time, or when requested by the Board, the Chair of the Committee will report to the Board.

The Committee will maintain written minutes of its meetings and regularly report to the Board on its actions and recommendations. The Committee may act by unanimous written consent (which may

include electronic consent) in lieu of a meeting in accordance with the Company's bylaws. The Chair, in consultation with the Committee members and members of management, will determine the frequency and length of Committee meetings and develop the Committee's agenda. All non-management directors that are not members of the Committee may attend meetings of the Committee but may not vote. Additionally, the Committee may request any officer or employee of the Company, the Company's outside counsel or other advisors, and such other persons as it deems appropriate in order to carry out its responsibilities, to attend a Committee meeting. The Committee may also exclude from its meetings any persons it deems appropriate in order to carry out its responsibilities.

PUBLICATION

The Company shall make this Charter freely available to stockholders on request and, provided that the Company is subject to the periodic reporting requirements of the Securities Exchange Act of 1934, as amended, shall publish it on the Company's website.

Approved by the Board of Directors: March 8, 2024

Effective: March 8, 2024