

ODDITY TECH LTD.

NOMINATING, GOVERNANCE AND SUSTAINABILITY COMMITTEE CHARTER

(As of June 22, 2023)

I. Purpose

The purpose of the Nominating, Governance and Sustainability Committee (the “Committee”) of the board of directors (the “Board”) of ODDITY Tech Ltd. (the “Company”) is to, among other things, identify individuals qualified to become Board members consistent with criteria approved by the Board, recommend that the Board select the director nominees for the next annual meeting of shareholders, establish and maintain effective corporate governance policies and practices, oversee the Company’s sustainability strategies, policies and practices, and assess the performance of the members of the Board.

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements of the Nasdaq Stock Market LLC (“Nasdaq”), subject to any available exception. Committee members will be appointed and may be removed, with or without cause, by the Board. Unless a Chair of the Committee is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership. In the event the Company is subject to the external director rules of the Companies Law 5759-1999 (the “Companies Law”), one of the members of the Committee shall be an “external director” (as defined under the Companies Law).

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Companies Law or the Company’s Amended and Restated Articles of Association, as in effect from time to time (the “Articles of Association”).

The Committee has sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve such search firm’s fees and other retention terms. The Committee also has the authority to retain any other advisors that the Committee believes to be desirable and appropriate and has the authority to approve related fees and retention terms. The Company must provide for appropriate funding, as determined by the Committee, for payment of compensation to any advisor retained by the Committee and for payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Articles of Association and applicable Nasdaq rules.

The Committee has the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it deems appropriate, including the authority to request any officer, employee or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.

IV. Duties and Responsibilities

1. *Director Nominees.* The Committee will identify individuals qualified to become members of the Board and ensure that the Board has the requisite expertise and that its membership consists of persons with sufficiently diverse and independent backgrounds. The Committee will also recommend to the Board the nominees for election to the Board at the next annual meeting of shareholders and director candidates to fill vacancies occurring between annual meetings of stockholders.

2. *Criteria for Selecting Directors.* The criteria to be used by the Committee in recommending directors and by the Board in nominating directors are as set forth in the Company's corporate governance guidelines.

3. *Board Committee Structure and Membership.* The Committee will annually review the Board committee structure and recommend to the Board for its approval directors to serve as members of each committee.

4. *Corporate Governance Guidelines.* The Committee will develop and recommend to the Board a set of corporate governance guidelines applicable to the Company. The Committee will, from time to time as it deems appropriate, review and reassess the adequacy of such guidelines and recommend any proposed changes to the Board for approval.

5. *Environmental, Social, and Governance Matters.* The Committee will oversee the Company's sustainability strategies, policies and practices.

6. *Board and Board Committee Evaluation.* The Committee will oversee the periodic self-evaluations of the Board and its committees.

7. *Reports to the Board of Directors.* The Committee will report regularly to the Board regarding the activities of the Committee.

8. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.

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

V. Delegation of Duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.