

ARES MANAGEMENT CORPORATION

Nominating and Governance Committee Charter

(Adopted on July 27, 2021)

I. Statement of Policy

The function of the Nominating and Governance Committee (the “Committee”) is to assist the Board of Directors (the “Board”) of Ares Management Corporation, a Delaware corporation (the “Company”), in fulfilling its responsibilities by:

- (i) developing, reviewing and, as appropriate, updating certain policies regarding the nomination of directors and recommending such policies or any changes in such policies to the Board for its approval;
- (ii) identifying individuals qualified to become directors;
- (iii) evaluating and recommending to the Board nominees to fill vacancies on the Board or a committee thereof or to stand for election by the stockholders of the Company;
- (iv) from time to time, reviewing the Company’s “Corporate Governance Guidelines” (and any other of the Company’s policies relating to corporate governance) and recommending any changes in such policies to the Board;
- (v) from time to time, reviewing the composition of the Board and developing a succession plan for the Board to ensure that the Board has appropriate expertise and diversity; and
- (vi) overseeing the evaluation of the Board (including its leadership structure) and the Board’s committees.

II. Composition

The Committee shall be comprised of two or more directors. As a “controlled company,” the Company is excluded from certain corporate governance requirements of the New York Stock Exchange (“NYSE”) Listed Company Manual, including that the Board have a fully independent nominating/corporate governance committee. The Committee is therefore not required to be composed entirely of independent directors. If at any time the Company ceases to be a “controlled company,” this Nominating and Governance Committee Charter (this “Charter”) would need to be revised.

The members of the Committee shall be appointed by the Board and may be removed by the Board at any time. Unless a chairperson of the Committee (the “Chairperson”) is elected by the full Board, the members of the Committee may designate a Chairperson by majority vote of the full Committee membership.

III. Meetings

The Committee shall meet periodically as circumstances dictate. The Committee may ask officers of the Company, counsel or others to attend meetings and provide pertinent information as necessary or desirable. The Committee may adopt such procedures as it deems appropriate and necessary to carry out the duties and responsibilities of the Committee, subject and subordinate to the Company's certificate of incorporation. The Committee shall report to the Board from time to time, as requested by the Board, or as the Committee deems appropriate.

A quorum for the transaction of business at any meeting of the Committee shall require a majority of the then total number of directors, which must also include Antony Ressler, if he is a director.

IV. Committee Advisers

The Committee shall have the authority, to the extent the Committee deems necessary or appropriate in its sole discretion, to carry out its responsibilities to obtain advice and assistance from, and to retain and terminate, search firms, legal or accounting advisors or other consultants, with the cost of such search firms, legal or accounting advisors or other consultants to be borne by the Company; and to approve fees and other retention terms of any such search firms, legal or accounting advisors or other consultants.

V. Responsibilities and Duties

- (i) The Committee shall develop, and recommend to the Board for approval, policies regarding:
 - (A) specific, minimum qualifications for director nominees;
 - (B) the process for identifying and evaluating director nominees and for evaluating and renominating existing directors; and
 - (C) consideration of any director nominee candidates recommended by the Company's stockholders.

The Committee shall from time to time review any existing policies noted above, the size and composition of the Board as a whole and the size and composition of the Board's committees and review and recommend to the Board for its approval any changes in such policies, the size and composition of the Board or its committees. In connection with the foregoing, the Committee shall consider the requisite expertise for the Board and its committees, and whether their membership consists of persons with sufficiently diverse and independent backgrounds.

- (ii) The Committee shall identify individuals qualified to become Board members and consider and evaluate candidates (including candidates identified by other directors and by stockholders of the Company) to fill positions on the Board and to fill vacancies on committees of the Board, pursuant to the policies adopted under clause (i) above.
- (iii) The Committee shall recommend to the Board nominees to fill vacancies on the Board or a

committee thereof or to stand for election by the stockholders of the Company.

- (iv) The Committee shall consider stockholder recommendations for possible nominees for election as director when such recommendations are submitted in accordance with the Company's bylaws, this Charter and any applicable, law, rule or regulation regarding director nominations.
- (v) The Committee shall from time to time review the Company's "Corporate Governance Guidelines" (and any other of the Company's policies relating to corporate governance) and recommend any changes in such policies to the Board.
- (vi) The Committee shall review and reassess the adequacy of this Charter annually, and recommend any proposed changes to the Board for its approval.
- (vii) The Committee shall have the authority to create subcommittees with such powers as the Committee shall from time to time confer.
- (viii) The Committee shall review the independence and other qualifications of the Board members and director nominees.
- (ix) The Committee shall review the effectiveness of director compensation in supporting the Company's ability to attract, retain and motivate qualified directors and, if appropriate, recommend changes in such compensation to the Board.
- (x) Notwithstanding anything to the contrary in this Charter, if the Company is required by contract or otherwise to provide a party with the ability to nominate one or more directors, the selection and nomination of such directors shall not be subject to review or approval by the Committee.
- (xi) The Committee shall oversee and coordinate an annual self-assessment of the Board and its committees (including the Committee) and report the results to the Board. The assessments shall be conducted in such manner as the Committee deems appropriate.

The Committee may diverge from the specific activities outlined throughout this Charter as appropriate if circumstances or regulatory requirements change. In addition to these activities, the Committee may perform such other functions as necessary or appropriate under applicable laws, regulations, NYSE rules, the Company's certificate of incorporation and bylaws and the resolutions and other directives of the Board.

This Charter is in all respects subject and subordinate to the Company's certificate of incorporation and bylaws, the Executive Management Committee charter, the resolutions of the Board and the applicable provisions of the Delaware General Corporation Law. All powers not delegated to the Committee herein are reserved by the Board, and/or any committees of the Board to which such powers are delegated.