

THE VITA COCO COMPANY, INC.

NOMINATING, ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE COMMITTEE CHARTER

I. Purpose

The purpose of the Nominating, Environmental, Social and Corporate Governance Committee (the “Committee”) of the Board of Directors (the “Board”) of The Vita Coco Company, Inc. (the “Company”) is to identify individuals qualified to become Board members consistent with criteria approved by the Board, to recommend that the Board select the director nominees for the next annual meeting of shareholders, to develop and recommend to the Board a set of Corporate Governance Guidelines, to oversee the evaluation of the Board, to oversee the Company’s policies, programs and strategies related to environmental and social matters, and to support the Company’s status as a public benefit corporation.

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, subject to any available exceptions. Committee members must be appointed and may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership. Additionally, membership on the Committee shall automatically end at such time as the Board determines that a Committee member ceases to meet the independence requirements discussed above.

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 Company’s bylaws that are applicable to the Committee. The Committee shall meet as often as it determines to be necessary or appropriate to carry out its responsibilities, but not less frequently than two times per year.

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 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.

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, and the Company’s bylaws.

IV. Duties and Responsibilities

1. *Director Nominees.* The Committee will identify individuals qualified to become members of the Board to 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.

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 (the "Corporate Governance Guidelines").

3. *Director Resignations.* The Committee will consider any notifications received by it from a director regarding a material change in a director's position or other circumstances that may adversely reflect upon the director in accordance with the Corporate Governance Guidelines.

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

5. *Board Leadership Structure.* The Committee shall periodically review the Board leadership structure and recommend to the Board for its approval changes to its leadership structure, including a lead director.

6. *Corporate Governance Guidelines.* The Committee will develop and recommend to the Board the Corporate Governance Guidelines. 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.

7. *Review of Corporate Governance Practices.* The Committee shall review and discuss with management disclosure of the Company's corporate governance practices, including information regarding the operations of the Committee and other Board committees, director independence and the director nominations process, to be included in the Company's proxy statement or Annual Report on Form 10-K, as applicable

8. *Environmental, Social, and Governance Matters.* The Committee will oversee the Company's efforts with regard to environmental, social, and governance matters ("ESG"). Such oversight shall include oversight over the Company's policies, programs, and strategies related to environmental stewardship, responsible investment, corporate citizenship, human rights, human capital management and other social and public matters of significance to the Company. The Committee will also manage risks associated with the Company's corporate governance framework.

9. *Public Benefit Corporation.* The Committee shall receive reports from management regarding the Company's progress in promoting its stated public benefits and take any such actions, or recommend to the Board such other actions, as the Committee deems relevant in support of the Company's status as a public benefit corporation.

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

11. *Other Corporate Governance Matters.* The Committee will identify emerging corporate governance trends, manage risks associated with the Company's corporate governance framework, and may make recommendations to the Board regarding governance matters, including, but not limited to, any changes to the Company's certificate of incorporation, bylaws, and the charters of the Company's other committees.

12. *Review of Size of Board.* The Committee shall periodically review the size of the Board and may make recommendations to the Board regarding the size that is most effective in relation to future operations.

13. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.

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

15. *Review of this Charter.* The Committee must periodically 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; provided that such delegation is not inconsistent with any provisions of the Company's bylaws that are applicable to the Committee, this Charter, the Nasdaq rules, SEC rules or other applicable law.

VI. Investor Rights Agreement

For so long as the Investor Rights Agreement is in effect, this Charter will be interpreted to be consistent with such agreement.

Approved November 17, 2022