

*As Amended and Restated on
July 23, 2024*

MARAVAI LIFESCIENCES HOLDINGS, INC.

NOMINATING, GOVERNANCE AND RISK COMMITTEE CHARTER

PURPOSE

The purpose of the Nominating, Governance and Risk Committee (the “Committee”) of the Board of Directors (the “Board”) of Maravai LifeSciences Holdings, Inc. (the “Company”) is to:

- identify and assess persons qualified to become Board members, consistent with the qualification standards and criteria approved by the Board;
- recommend to the Board a slate of director nominees for election or reelection at the Company’s annual meeting of stockholders;
- recommend to the Board the structure and membership of Board committees;
- recommend to the Board persons to fill vacancies on the Board and committees of the Board;
- oversee annual evaluations of the Board and committees of the Board;
- oversee the Company’s sustainability and environmental, social and governance (including climate change) (“ESG”) risk management, strategy, initiatives and policies;
- develop and recommend to the Board, and review periodically, the Corporate Governance Guidelines (the “Guidelines”) applicable to the Company and amendments thereto and make other recommendations to the Board relative to corporate governance issues; and
- oversee the assessment and management of risk and provide recommendations, reports, and guidance to the Board regarding the Company’s major risk exposures and the steps taken to monitor and mitigate them.

MEMBERSHIP

Size: The Committee shall consist of two or more members of the Board.

Independence: Each member of the Committee shall be independent in accordance with the rules of the NASDAQ Global Select Market (“NASDAQ”); provided, however, that the Company may avail itself of any exemption or grace period from such requirement available to it under the rules of NASDAQ, including the “controlled company” exemption.

Onboarding/Education: The Company will provide new members of the Committee with appropriate onboarding briefings, and the full Committee with educational resources and

opportunities related to executive compensation and other matters that may be requested by the Committee.

Appointment/Term/Removal: The members of the Committee shall be appointed by the Board in accordance with the Company's Bylaws and any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement. The members of the Committee shall serve for such term or terms as the Board may determine or until their earlier resignation, removal or death. The Board may remove any member from the Committee at any time with or without cause in accordance with the Company's Bylaws and any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement.

STRUCTURE AND OPERATIONS

Leadership: Subject to any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement, the Board shall designate a member of the Committee to serve as the chairperson.

Meetings: The Committee shall meet at least two times a year at such times and places as it deems necessary to fulfill its responsibilities. The agenda for the Committee meetings will be prepared by the Committee chairperson in consultation with the other Committee members. The Committee shall keep minutes of its proceedings and report regularly to the Board regarding its discussions and actions and shall make recommendations to the Board as appropriate. A majority of the members of the Committee shall constitute a quorum for the transaction of business. The Committee may act only upon approval of a majority of its members constituting a quorum. The action of the Committee at a meeting at which a quorum is present shall be the act of the Committee. The Committee may act in writing by the unanimous consent of its members. The Committee is otherwise governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice and quorum and voting requirements as are applicable to the Board.

The Committee may invite any members of management to its meetings as it deems appropriate.

Outside Advisors: The Committee shall have the authority, in its sole discretion, to retain and terminate a director search firm, outside legal counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this Committee Charter ("Charter"). However, the Committee shall not be required to implement or act consistently with the advice or recommendations of the director search firm, outside legal counsel or other advisors, and the authority granted in this Charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this Charter. The Committee shall set the compensation and retention terms and oversee the work of the director search firm, outside legal counsel or any other advisors. Any communications between the Committee and its outside legal counsel will be privileged communications.

Funding: The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to any director search firm, outside legal counsel and any other advisors, and the ordinary

administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Delegation of Authority: Subject to any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement, the Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion, so long as any such committee is solely comprised of one or more members of the Committee and such delegation is not otherwise inconsistent with law and the applicable rules of NASDAQ.

Books and Records: The Committee will have access to the Company's books, records, facilities and personnel.

DUTIES AND RESPONSIBILITIES

The Committee shall have the following authority and responsibilities:

Director Nominations and Governance Matters

1. Director Qualifications: To determine the qualifications, qualities, skills and other expertise required to be a director and to develop, and recommend to the Board for its approval, criteria to be considered in selecting nominees for director (the "Director Criteria"). To periodically review and, if desirable, recommend changes to the criteria for the selection of new directors as adopted by the Board from time to time as set forth in the Guidelines.
2. Director Nominee Identification/Screening: To identify, recruit, screen and recommend individuals qualified to become members of the Board, consistent with the Director Criteria. To identify, recruit and recommend to the Board only those candidates that the Committee believes are qualified to become Board members consistent with the criteria for selection of new directors adopted from time to time by the Board and shall consider the performance of incumbent directors in determining whether to recommend them for reelection. In screening potential nominees to become members of the Board, the Committee shall consider candidates from diverse backgrounds, including, but not limited to, diversity of gender, race, ethnicity, sexual orientation, age, education, cultural background and professional experience. To review the contributions of incumbent directors in determining whether to recommend that the Board nominate them for reelection to the Board.
3. Third-Party Director Nomination Rights: To fill vacancies on the Board in accordance with any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement. The Committee oversight of director nominations shall not apply in cases where the right to nominate a director legally belongs to a third party pursuant to any such agreement.
4. Director Nominee Approval: To make recommendations to the Board regarding the selection and approval of the nominees for director to be filled by the Board or submitted to a stockholder vote at an annual or special meeting of stockholders.

5. Director Independence: To develop and recommend to the Board for approval standards for determining whether a director is independent.
6. Board Refreshment: To review the size of the Board and ensure that qualified director candidates with a diversity of gender, ethnicity and tenure are included in each pool of candidates from which Board nominees are chosen.
7. Stockholder Director Nominations: To consider any director candidates recommended by the Company's stockholders pursuant to the procedures set forth in the Company's Bylaws and described in the Company's proxy statement.
8. Stockholder Proposals: To review stockholder proposals and recommend Board responses pursuant to Rule 14a-8 of the Securities Exchange Act of 1934, as amended, and the Company's Bylaws.
9. Stockholder Engagement: To oversee engagement with the Company's stockholders and proxy advisory firms and review proxy advisory firm policies and voting recommendations.
10. Board Leadership: To review the Board's leadership structure and recommend changes to the Board as appropriate.
11. Board Committee Membership and Structure: To review the size, structure and composition of the committees of the Board and make recommendations to the Board regarding the appointment of directors to serve as chairperson and members of each committee. To periodically review and, if desirable, recommend to the Board changes in the number, responsibilities and membership of the Board committees, subject to any applicable agreement to which the Company is a party regarding the composition of the Board or any of its committees, including the Director Nomination Agreement, and to recommend that the Board establish any special committees as necessary to properly address ethical, legal or other matters that may arise from time to time.
12. Board and Committee Vacancies: To propose to the Board director candidates to fill vacancies on the Board or on Board committees in the event of a director's resignation, removal, death or retirement, a change in Board or committee composition requirements, or expansion of the Board or committee.
13. Changed Circumstances of Directors: To review the appropriateness of a director's continued Board and committee membership in light of any change in the director's employment, relationship with the Company or any other changed circumstance that could affect the director's independence, qualifications or availability.
14. Corporate Governance Documents: To renew, propose changes to the Board, or develop, as needed, the Company's Certificate of Incorporation, Bylaws, Code of Ethics, Guidelines, sustainability and ESG policies or other corporate governance policies.
15. Corporate Governance Disclosure: To 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, and recommend that this disclosure be included in the Company's annual proxy statement or Annual Report on Form 10-K, as applicable.

16. Corporate Governance Trends: To review emerging corporate governance trends and practices and recommend changes to the Company's corporate governance practices to the Board.
17. Outside Directorships: To review and approve, as appropriate, any requests from directors or officers to stand for election on any outside for-profit boards of directors.
18. Board and Management Performance Evaluation: To develop, subject to approval by the Board, a process for an annual evaluation of the Board and its committees and management and to oversee the conduct of this annual evaluation.
19. Committee Performance Evaluation: To conduct an annual evaluation of the performance of its duties under this Charter and to present the results of the evaluation to the Board. The Committee shall conduct this evaluation in such manner as it deems appropriate.
20. Charter Review: To review this Charter at least annually and recommend any proposed changes to the Board for approval.

Sustainability and ESG

1. Sustainability and ESG Oversight: To review the overall adequacy (including assessing the effectiveness) of, and provide oversight with respect to, the Company's sustainability and ESG risk management, strategy, initiatives and policies, including communications with employees, investors, and other stakeholders of the Company with respect to such sustainability and ESG matters.
2. Reporting to the Board: To provide reports to the Board at least annually on sustainability and ESG matters.
3. ESG Disclosures: To review disclosures regarding ESG matters contained in the Company's annual proxy statement or Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, if any.

Risk Assessment and Management

1. Risk Tolerance: To review management's proposed approach to risk tolerance, including any risk statement developed for this purpose. At least annually, the Committee will review the risk appetite statement and risk tolerance levels and provide any recommended changes to the Board.
2. Risk Exposure and Mitigation: To discuss with management and the Office of the General Counsel the Company's major risk exposures and review the steps management has taken to monitor and mitigate such exposures, including the Company's risk assessment and risk management policies. In addition, the Committee will periodically review the Company's approach to risk assessments and mitigation strategies with the Board to facilitate coordination with the activities of the Board and other Board Committees.

3. Risk Policies and Processes: To oversee the Company's risk management policies and procedures dealing with risk identification and risk assessment for the principal operational, business, compliance and ethics risks facing the Company, whether internal or external in nature, including reporting lines of authority, communications, systems and controls, and to assess their appropriateness given the Corporation's structure, size and scope of operations.
4. Risk Awareness: To periodically review management's efforts to foster a Company-wide culture that supports appropriate risk awareness and the identification, escalation and appropriate treatment of risks that exceed designated risk tolerance levels.
5. Cybersecurity Oversight: To oversee management's efforts to identify, evaluate and mitigate major risks related to cybersecurity, data protection controls, business continuity/disaster recovery systems and other information security matters, and periodically review the Company's approach to the identification, evaluation and mitigation of such risks with the Board.
6. Risk Incidents: To receive and review any significant actual or "near-miss" incidents related to any relevant risks.
7. Reports: To review reports on selected risk topics as the Committee deems appropriate from time to time.
8. Risk Disclosures: To review disclosures regarding risk contained in the Company's annual proxy statement or Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, if any.