

# CHARTER OF THE INVESTMENT COMMITTEE OF THE BOARD OF DIRECTORS

# CHARTER OF THE INVESTMENT COMMITTEE OF THE BOARD OF DIRECTORS OF SIRIUSPOINT

## I. Role

The Investment Committee (the “Committee”) of the Board of Directors (the “Board”) of SiriusPoint Ltd. (the “Company”) is responsible for assisting the Board in overseeing the Company’s investments and investment management. The Board has adopted this Charter to establish the governing principles of the Committee.

The function of the Committee is oversight. It is not the duty or responsibility of the Committee or its members to conduct investment business. Each member of the committee shall be entitled to rely, to the maximum extent permitted under applicable law, on (a) the integrity of those persons and organizations within and outside the Company from which it receives information and (b) the accuracy of information provided to the Committee by such persons or organizations absent actual knowledge to the contrary (which shall be promptly reported to the Board).

The primary role and responsibilities of the Committee is:

### **Oversight of Investment Portfolio Management**

- (a) In consultation with the Company’s Chief Investment Officer, formulate and approve investment policy for the Company and establish guidelines with respect thereto (the “Investment Policy and Guidelines”).
- (b) Review quarterly the investment guidelines compliance presented to the Committee to monitor compliance with the Investment Policy and Guidelines established from time to time by the Committee.
- (c) Review quarterly the investment portfolio, including its asset allocation and performance, and update the Board regularly.
- (d) Consider recommendations by the Company’s Chief Investment Officer for the retention, renewal or termination of investment management agreement and other material investment related agreements, including the Limited Partnership Agreement of Third Point Enhanced LP, and Investment Management Agreement with Third Point LLC, for review and recommendation to the Board.
- (e) Approve, and delegate within certain limits the authorities to approve, investments and investment related agreements, including external mandates, that are not covered in item (d), and approve any investments and investment related agreements in excess of such limits on behalf of the Board.
- (f) In consultation with the Company’s Chief Investment Officer, approve any requests for waivers pursuant to investment management agreements, guidelines and related agreements in effect from time to time.
- (g) The Committee will review, monitor and make recommendations to the Board on the areas within its scope of responsibilities and on any other matters which the Board may request.

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## II. Membership

1. The Committee shall consist of at least three (3) directors and all members of the Committee must be suitably knowledgeable regarding finance and/or investment matters.
2. Members of the Committee shall be appointed by the Board on the recommendation of the Governance and Nominating Committee of the Board. Unless a Chairperson of the Committee is elected by the Board, the Committee may designate its Chairperson by majority vote of the full Committee membership.
3. The Board may remove any member at any time, with or without cause.
4. Directors may resign from the Committee without resigning from the Board.

## III. Operations

### A. Committee Meetings

- (a) The Committee shall meet at least four (4) times a year or as frequently as necessary to carry out its duties and responsibilities under this Charter. However, it is recognized that a formal schedule of meetings may not be possible and in the event that the Committee is unable to convene one or more quorate meetings in accordance with the Company's By-laws, the Committee may meet such number of times in a year as circumstances dictate at the call of any member of the Committee, by the Chairperson of the Board or the Secretary of the Board on the requisition of a Committee member.
- (b) The meetings and other actions of the Committee shall be governed by the provisions of the Company's By-Laws applicable to meetings and actions of the committees of the Board. Meetings of the Committee may be called by the Chairperson of the Board, any member of the Committee or the Secretary of the Board on the requisition of a Committee member.
- (c) The Chairperson of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this Charter.
- (d) Committee members shall be given notice of a meeting at least 48 hours in advance by telephone, facsimile, electronic transmission or in accordance with any other instructions given by a Committee member to the Company for this purpose. Any such notice need not be given to any Committee member who attends such meeting without protesting the lack of notice to him or her, prior to or at the commencement of such meeting, or to any member who submits a signed waiver of notice, whether before or after such meeting.
- (e) The Committee shall meet periodically in executive session.
- (f) The Committee shall keep minutes of its proceedings and report on its activities at the next full Board meeting.

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## **B. Committee Performance Evaluation**

- (a) The Committee shall on an annual basis evaluate its performance, which evaluation should, among other things compare its performance with the requirements of this Charter.
- (b) The Committee shall address all matters that it considers relevant to its performance, including the following:
  - (i) the adequacy, appropriateness and quality of the information and recommendations presented by the Committee to the Board; and
  - (ii) the manner in which matters were discussed or debated, and whether the number and length of meetings of the Committee were adequate for it to complete its work in a thorough and thoughtful manner.

## **C. Charter Review**

At least annually, review and assess the adequacy of this Charter and recommend to the Board for approval any changes that the Committee believes are appropriate.

## **IV. Authority**

1. The Committee shall have the resources and authority necessary to conduct its duties, including the ability to retain and terminate outside counsel, search firms, other experts and consultants.
2. The Committee may delegate to the Chief Investment Officer, any member of management or such other persons as it deems necessary to carry out its duties.
3. The Committee shall have access to the Company's books, records, facilities and personnel, and the Company shall provide funding for the Committee's expenses and activities.