



**Acacia Research Corporation
Nominating, Governance and Sustainability**

Effective as of February 2026

The Board of Directors (the “**Board**”) of Acacia Research Corporation (the “**Company**”) has established a standing committee to be known as the Nominating, Governance and Sustainability Committee (the “**Committee**”).

Purpose

The purpose of the Committee is to oversee the Company’s director nomination process, corporate governance functions and sustainable growth, including primary responsibility for identifying and recommending candidates for election to the Board, and any related matters required by the federal securities laws. In particular, the Committee is appointed by the Board to:

- Identify and evaluate individuals qualified to become Board members consistent with the criteria approved by the Board and as provided in the Company’s Corporate Governance Guidelines.
- Recommend director nominees to the Board for election at the annual meeting of stockholders or nominees for election to fill interim vacancies on the Board.
- Develop and recommend to the Board a set of corporate governance principles applicable to the Company, as reflected in the Company’s Corporate Governance Guidelines.
- Recommend to the Board the directors who will serve on each committee of the Board.
- Oversee and administer the Company’s Corporate Governance Guidelines, the Company’s Corporate Codes of Conduct, the Company’s Prevention of Insider Trading Policy and the Company’s Insider Trading Policy for Company Securities.
- Monitor and review the overall adequacy of, and provide oversight with respect to, the Company’s Environmental, Social & Governance (“**ESG**”) strategy, initiatives, policies and systems, and climate related risks and opportunities.

Authority

The Committee has authority to take appropriate actions necessary to discharge its responsibilities. Such authority includes but is not limited to the power to:

- Retain outside counsel, accountants, outside advisors, consultants, or others to assist in the conduct of an investigation or as it determines appropriate to advise or assist in the performance of its duties and responsibilities under this Charter. The Committee shall set the compensation, and oversee the work, of any such outside counsel, accountants, outside advisors, consultants or others. 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 such outside counsel, accountants, outside advisors or consultants.
- Seek any information it requires from employees or external parties. Employees and external parties will be directed to cooperate and comply with the Committee's requests.
- Meet with Company officers, external auditors, or outside counsel, as necessary.

The Committee may form and delegate authority to subcommittees comprised of other members of the Board qualified to perform such responsibilities in accordance with the rules and regulations of the Securities and Exchange Commission (the "**SEC**"), the Nasdaq Stock Market LLC ("**Nasdaq**"), and any other requirements of applicable law, as the Committee deems appropriate.

Composition

The Committee shall be composed of such number of directors as may be appointed by the Board but shall have at least two members. Each member shall meet the independence requirements of Nasdaq rules and the rules of the SEC, as determined by the Board. Such members shall be outside directors who are independent of Company management and in a better position to provide an independent point of view crucial to this Committee's effectiveness. Notwithstanding the foregoing, the Company may, upon approval of the Board, avail itself of an applicable exemption from the independence requirements relating to the Committee.

The Board shall appoint the members of the Committee to serve until their successors have been duly designated and shall appoint one member to serve as the chair of the Committee.

Members of the Committee may be removed by the Board for any reason at any time. Vacancies on the Committee shall be filled by vote of the Board during its first meeting following the occurrence of such vacancy.

Meetings

The Committee shall meet as often as may be deemed necessary or appropriate in its judgment, either in person or telephonically, and at such times and places as the Committee shall determine, such meetings to be called by the chair or at least two other members of the Committee. The Committee shall make regular reports to the Board with respect to its activities.

The Committee may adopt rules for its meetings and activities. In the absence of any such rules, Committee actions shall be governed by the Company's bylaws and applicable laws. In all cases, a quorum of the Committee shall be a majority of the persons then serving as members of the

Committee. Minutes shall be regularly kept of the Committee's proceedings by a person appointed by the Committee to do so.

Responsibilities

Among its specific responsibilities, the Committee shall:

- Make recommendations to the Board about the appointment of directors to committees of the Board; and recommend the selection of chairs of these committees to the Board.
- Periodically review and evaluate the criteria and qualifications for Board membership, including standards for assessing independence. These criteria and qualifications shall be recommended to the Board and reflected in and consistent with the Company's Corporate Governance Guidelines.
- Identify and consider candidates, including those recommended by stockholders in accordance with the procedures set forth in the Company's Certificate of Incorporation, Bylaws and proxy statement, to fill positions on the Board, and assess the contributions and independence of incumbent directors in determining whether to recommend them for reelection to the Board. In identifying prospective director candidates, the Committee may consider all facts and circumstances, including among other things, the skills of the prospective director candidate, his or her diversity of business experience or other background characteristics, his or her independence, and the particular needs of the Board and the Company. In the event that the Committee determines it is necessary to retain a search firm for the purpose of identifying and recruiting director candidates, it has the authority, in its sole discretion, to retain and terminate such a firm. The Committee shall have the sole authority to approve the search firm's fees (which the Company shall provide) and other retention terms.
- Recommend to the Board candidates for election or reelection at each annual meeting of stockholders or nominees for election to fill interim vacancies on the Board. Evaluate and recommend to the Board the termination of members of the Board as appropriate, in accordance with the Board's governance principles, for cause or for other proper reasons.
- Review periodically and make recommendations to the Board regarding the Company's succession plans for the Board.
- Annually review the Company's corporate governance processes, and its governance principles, including such issues as the Board's organization, membership terms, and the structure and frequency of Board meetings, and recommend appropriate changes to the Board.
- Evaluate the composition, size, tenure, organization and governance of the Board and its committees and take steps and make recommendations to the Board as necessary.
- Monitor and oversee the functions of the Board and its committees, as set forth in their

respective charters, and coordinate and oversee annual evaluations of the Board's performance and procedures, including an evaluation of individual directors, and of the Board's committees. Such process shall include coordinating and overseeing annual self-evaluations from individual directors and collecting suggestions and preferences regarding how effectively the Board and each committee operates.

- Annually review the Committee's own performance against the responsibilities outlined in this Charter and as otherwise established by the Board (which may be accomplished as part of the Company's annual Board review process).
- Administer the Company's Corporate Governance Guidelines, Corporate Codes of Conduct, the Company's Prevention of Insider Trading Policy and the Company's Insider Trading Policy for Company Securities, and annually review and assess the adequacy of such policies and recommend any material proposed changes to the Board. Specifically, the Committee shall discuss with management their compliance with such policies and the Company's procedures to monitor ongoing compliance throughout the Company.
- Review periodically with the Company's Chief Executive Officer and the Board, the succession plans relating to positions held by senior executives and make recommendations to the Board regarding the selections of individuals to fill these positions. In addition, review, from time to time, contingency plans for a successor to assume the role of Chief Executive Officer should he/she become unable to continue to serve in that capacity.
- Evaluate stockholder proposals properly submitted to the Company for consideration at the annual meeting of stockholders and provide appropriate oversight of the handling of such proposals.
- Oversee the continuing education of Company directors and the orientation of new directors.
- 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 proxy statement or annual report on Form 10-K, as applicable.
- Monitor and review the overall adequacy of, and provide oversight with respect to, the Company's ESG strategy, initiatives, policies and systems, which will include receiving periodic reports regarding the Company's ESG efforts and progress from members of management responsible for implementation and oversight of these strategies, initiatives, policies and systems and adopting and implementing such initiatives, policies and systems as the case may be.
- Review and evaluate the Company's programs, practices and reporting relating to climate-related risks and opportunities.