



**VIRTU FINANCIAL, INC.
DIVERSITY AND INCLUSION COMMITTEE CHARTER**

INITIALLY ADOPTED AS OF JUNE 17, 2020

Mission

- Virtu Financial, Inc. (“Virtu”) strives to address, explore, educate, learn about, and respond to the diversity of the human experience.
- We seek to create an inclusive, equitable, culturally competent, and supportive environment where our management and employees model behavior that enriches our workplace.
- Virtu has formed the Diversity and Inclusion Committee (the “Committee”) to further these goals and objectives.

Responsibilities

The Committee will have the following responsibilities which may evolve over time:

- Create opportunities for employees to provide feedback to executive staff about organizational climate and culture (i.e. climate assessments, anonymous satisfaction surveys, focus group sessions, etc.);
- Create opportunities for employees to have meaningful engagement with leadership to promote cultural inclusivity and discuss issues relating to equity in the workplace;
- Provide feedback and insight to executive staff on issues of culture, climate, equity, inclusion, and diversity in the workplace, including recommendations and support regarding short- and long-term strategies to meet the organization’s current and future workforce needs (i.e. unbiased recruitment, hiring and retention practices);
- Formulate recommendations for the development or modification of policies and practices that negatively impact diversity, inclusivity, and equity efforts;
- Create internal organizational learning opportunities in which employees may voluntarily

participate and engage to deepen and develop personal understanding of inclusion and equity at an organizational level;

- Identify opportunities for the organization to engage with its broader communities to promote equity, social justice, and inclusion (i.e. community volunteer activities, corporate social responsibility initiatives);
- Serve as a communications vehicle to senior management as well as across the organization by helping to develop the tone of internal messaging; and
- Conduct a self-assessment of the Committee's effectiveness during the year that describes accomplishments relative to developed goals and chartered responsibilities, challenges and barriers encountered during the period, and recommendations for solutions.

Committee Composition

- The Committee will have two co-chairs and report to the Chief Executive Officer and the senior executive team (as determined by the CEO).
- The Co-chairs will be responsible for *inter alia* meeting scheduling and preparation, meeting facilitation, follow-up on action items, communication and messaging, liaising with the senior executive team.
- A member of the senior executive team (at the CEO's direction) will be appointed as the Committee's sponsor. The sponsor will support the Committee by providing guidance to the co-chairs; serving as the link between the co-chairs and the senior executive team; acting as an arbitrator and making decisions that may be beyond the authority of the co-chairs and Committee members; and supporting the co-chairs in presentation of recommendations to the senior executive team.
- Members will be selected by the co-chairs (with input from the CEO and the senior executive team) from among employees who express interest in participating or may be asked to serve by the Co-chairs and accept such invitation. In general, Committee membership should reflect a diverse mix of employees, taking into consideration factors such as race/ethnicity, gender identity, sexual orientation, age, disability, veteran status, etc. In addition, members should reflect different business areas of the organization.

Procedures

Committee Meetings

- The Committee will meet at least one-time per month (such meetings can be conducted virtually) at such dates and times to be arranged by the co-chairs and Committee members; and

- The Co-chairs shall appoint a person to record meetings, prepare minutes, and distribute materials for review by Committee members prior to each meeting.

Method of Conducting Internal Business

- The Committee shall take action by the adoption of resolutions. Resolutions shall be adopted by a simple majority vote of the members present at any given Committee meeting.
- When resolutions are deemed unnecessary, the Committee may take action by polling its members for consensus of opinions. Consensus is reached when, after discussion and without a vote, the majority of the members present agree that an action should or should not be taken.
- The Co-chairs may appoint sub-committees or working groups at their discretion. Such workgroups may be long-term/standing or short-term/task oriented. Committees and short-term working groups will be dissolved when their work has been completed.

Amendments

- This Charter may be altered, amended, or repealed and a new Charter adopted only upon action by a majority vote of all members present during a regular monthly meeting and with approval of the CEO and the senior executive team.

Approval

- This Charter will be valid until two years after the effective date, at which time the Charter will be certified as current or revised, as needed.