



**CHARTER OF THE EXECUTIVE AND CORPORATE SOCIAL
RESPONSIBILITY COMMITTEE
OF THE BOARDS OF DIRECTORS**

I. Purpose

The Board of Directors (the “Board”) of Amalgamated Financial Corp. (the “Company”), pursuant to Article III, Section 3.18 of the By-laws of the Company, appoints the Executive and Corporate Social Responsibility Committee (the “Committee”) of the Board. The Committee also functions as the Executive and Corporate Social Responsibility Committee of the Company’s subsidiary, Amalgamated Bank (the “Bank”). References to the Company in this charter also include the Bank and all other subsidiaries of the Company, and references to the Board include the Boards of Directors of the Company, the Bank and each other subsidiary.

The purpose of the Executive and Corporate Social Responsibility Committee is to (i) review the monthly financial results and attend to other matters requiring attention during the months that the full Board of Directors does not meet; (ii) advise the Company’s Chair and CEO with respect to the agenda for full Board of Director meetings; and (iii) assist the Board in fulfilling its oversight responsibilities with respect to the Company’s development and implementation of corporate social responsibility and diversity, equity & inclusion efforts.

II. Composition

The Committee shall consist of at least five members of the Board. The Chair of the Board shall be the Chair of the Committee. The other members of the Committee shall be the Chairs of the Audit Committee, Compensation Committee, Credit Policy Committee, Governance and Nominating Committee, Enterprise Risk Oversight Committee and Trust Committee, and the Lead Independent Director (if not otherwise a member due to position as a Committee Chair) and the President and CEO.

III. Authority, Duties and Responsibilities

The Committee shall have the following duties and responsibilities:

A. Executive Committee Duties and Responsibilities:

1. During the months the full Board does not meet, the Committee shall
 - (a) review the most recent financial results for the Company, including the balance sheet highlights and information required by Section 121 of the New York State Banking law; (b) discuss legal and personnel

matters as reported by the Company's President & CEO and General Counsel; and (c) subject to Section III(B), any other matters requiring attention.

2. Except as prohibited by law and the Company's By-laws, the Committee shall have the authority to act for the entire Board. The Committee shall not be authorized to: (a) declare dividends; (b) approve issuances of stock; (c) elect directors to fill vacancies on the Board or on any committee established by the Board; (d) fix directors' compensation (e) elect the Chair or Vice Chair of the Board or the President; (f) submit to stockholders any action that requires stockholder approval; (g) amend or repeal these By-laws or adopt new By-laws; and (h) amend or repeal any resolution of the Board which by its terms shall not be amended or repealed without the approval of the entire Board or take any other action not authorized by law or the Company's By-laws.
3. The Committee shall advise the Chair of the Board and the President and CEO regarding the agenda for the upcoming meeting of the full Board.

B. Corporate Social Responsibility:

1. The Committee shall advise on: (a) Management's development and implementation of Corporate Social Responsibility ("CSR") strategies to preserve and enhance long-term shareholder value and to promote stakeholder interests; (b) the establishment of CSR targets to help the Company implement its CSR strategies and the Company's progress against such targets and any material deficiencies regarding achieving those targets; (c) any emerging CSR issues that may affect the business, performance or reputation of the Company and make recommendations on how Management can address such issues; (d) employee and public communications and disclosures regarding the Company's CSR activities; (e) stockholder engagement on CSR issues; and (f) the sufficiency of the financial and human resources allocated to ensuring the proper development, training, education, management and advancement of the Company's CSR strategies.
2. On an annual basis the Committee shall review (a) the Company's policies as they pertain to CSR matters and, where appropriate, make recommendations to Management regarding updates that may be required or prudent to ensure such policies are consistent with law and regulations, industry best practices and the Company's values; and (b) the Company's CSR report.
3. The Committee shall oversee compliance with Delaware Public Benefit Corporation governance standards, including (a) determining the

constituents who are materially affected by the Company's business; (b) approving public benefit goals (c) approval of criteria for measuring achievement of public benefit goals and promotion of best interests of relevant constituents; (d) measuring progress against such goals and criteria; and (e) reviewing reporting of compliance with public benefit goals.

C. Diversity, Equity & Inclusion:

1. Upon approval of the full Board of the Diversity, Equity and Inclusion Action Plan (the "Plan"), the Committee shall review regularly Company progress on achieving the Plan and its compliance with policies regarding Diversity, Equity and Inclusion ("DE&I") matters, including employee hiring, evaluation, retention and promotion, third party relationships, Company culture, employee engagement, and community outreach.
2. On an annual basis the Committee shall review Company policies as they pertain to DE&I matters and, where appropriate, make recommendations to management regarding updates that may be required or prudent to ensure that such policies are consistent with law and regulations, industry best practices and the Company's values.

IV. Meetings and Procedures

The Committee shall meet at least once in each thirty (30) day period during which the Board does not meet and at any other time upon written or oral notice to all members of the Committee by any member of the Committee. A quorum consisting of a majority of the members of the entire Committee must be present for the purpose of transacting any business of the Committee. The affirmative vote of a majority of the members of the Committee present at a meeting thereof shall be required for the Committee to act. The Committee shall keep minutes of its meetings and shall review and approve same.

V Performance Evaluation

The Committee shall conduct an annual performance evaluation of itself, including a review of the compliance of the Committee with this Charter.

VI. Charter Amendment/Charter Review

The Committee shall annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.