

**MarketAxess Holdings Inc.**  
**Finance Committee Charter**

**I. Purpose**

The Board of Directors (the “Board”) of MarketAxess Holdings Inc, (the “Company”) has established a Finance Committee (the “Committee”) for the purpose of assisting the Board with its oversight of the Company’s:

- Global treasury activities
- Mergers, acquisitions, divestitures, and strategic investments
- Capital structure and capital allocation strategy
- Financing and Liquidity requirements
- Dividends
- Stock repurchase authorizations
- Investor relations activities
- Insurance and self-insurance programs

**II. Meetings, Membership and Structure**

There shall not be less than three members of the Finance Committee. A majority of the members of the Committee shall constitute a quorum for the transaction of business, and the act of a majority of those present at any meeting at which a quorum is present shall be the act of the Committee. Appointment to the Committee, including designating the Chair of the Committee, shall be made by the full Board, acting on the recommendation of the Nominating and Corporate Governance Committee. The Chair of the Finance Committee shall report on the Committee’s activities to the full Board. In fulfilling its responsibilities, the Committee may delegate its authority to subcommittees, in each case to the extent the Committee deems necessary or appropriate. The Committee shall meet at least twice annually, or more frequently, as circumstances dictate.

**III. Responsibilities**

The Finance Committee:

1. Global Treasury Activities. Provides oversight for worldwide treasury activities through an annual treasury review and other periodic reviews as may be requested by the Committee; reviews and approves changes to the Company’s banking and general treasury resolutions. Approves the establishment and maintenance of bank, investment and brokerage relationships. Reviews and approves the Company’s investment policies (including, without limitation, any investment guidelines and asset allocation ranges) and any modifications thereto and monitor the performance of such investments.

2. Mergers, Acquisitions, Divestitures, and Strategic Investments. Periodically reviews and discusses with management significant proposed transactions requiring Board approval, such as mergers, acquisitions, divestitures, joint ventures, and strategic investments; at least annually, reviews and evaluates the strategic, operational, and financial performance, and integration of the Company's completed significant investment, acquisition, and divestiture transactions, and long-term commercial and joint venture transactions.
3. Capital Structure and Capital Allocation Strategy. Periodically reviews and discusses with management the Company's capital structure and allocation strategies, including the structure and amount of debt and equity needed to meet the Company's short- and long-term financing needs. Among other things, the Committee shall review the form and amount of outstanding equity and debt and make recommendations to the Board for adjustments to each.
4. Financing and Liquidity Requirements. Monitors the Company's capital needs, financing arrangements, liquidity, and ability to access the capital markets and management's financing plans; periodically reviews and discusses with management offerings, repurchases, redemptions or defeasances of the Company's debt securities or other forms of indebtedness and plans relating to the Company's cash management, including minimum cash requirements and liquidity targets.
5. Dividends. Reviews management's recommendations to the Board regarding dividends.
6. Stock Repurchase Authorizations. Reviews management's recommendations to the Board of authorization amounts for repurchases of the Company's stock, including the material terms of any stock repurchase program.
7. Investor Relations Activities. Periodically reviews with management the Company's investor relations activities.
8. Insurance and Self-Insurance Programs. Reviews annually with management the financial aspects of the Company's insurance and self-insurance programs.

#### **IV. General**

On an annual basis, the Committee shall conduct a review of its own performance and review and reassess the adequacy of this Charter. The Committee shall recommend any changes to the Charter to the Board for approval.

The Committee may delegate to one or more of the Committee's members from time to time authority to perform specified duties on its behalf, subject to such reporting to or ratification by the Committee as the Committee shall direct.

The Committee shall have the authority to retain special legal, financial or other consultants to

advise the Committee. The Committee may request any officer or employee of the Company or any of the Company's outside money managers or advisers to attend a meeting of the Committee or to meet with any member of, or consultants to, the Committee.

In addition to the activities described above, the Committee will perform such other functions as are necessary or appropriate in its opinion or in the opinion of the Board under applicable law, the Company's certificate of incorporation and by-laws, and the resolutions and other directives of the Board. This Charter may be amended from time to time by the Board.

*Effective April 13, 2021*