

THE AZEK COMPANY INC.

CORPORATE GOVERNANCE GUIDELINES

These Corporate Governance Guidelines (these “Guidelines”) describe certain principles and practices that The AZEK Company Inc.’s Board of Directors (the “Board”) will follow in carrying out its responsibilities. In these Guidelines, The AZEK Company, Inc. is referred to as the “Company.” These Guidelines supplement the Company’s Bylaws (the “Bylaws”) and the charters of the Board’s committees and, in the event of a conflict, will be controlled by such documents.

Board Responsibilities and Expectations of Directors

The Board of Directors, which is elected by the Company’s shareholders, oversees the management of the Company and its business. The Board’s responsibility in discharging its duties is to consider the effects of its actions on the Company’s shareholders, employees, suppliers and customers, the communities in which the Company has operations, the environment and any other factors that the Board considers pertinent. The Board selects the senior management of the Company, monitors senior management and the Company’s performance, and provides advice and counsel to senior management.

Specific Responsibilities. The Board’s responsibilities include, but are not limited to, the following. The Board performs some of these responsibilities with the assistance of its committees:

- **Strategy, Business Plan & Budget.** The Board shall review the Company’s long-term strategy at least annually. It shall also approve a business plan, operating budget and capital plan annually. The Board shall review the Company’s strategy on ESG matters, including corporate responsibility and sustainability at least annually or more frequently as requested by the Board. The Board, through the Audit Committee, will also oversee the integrity of the Company’s financial statements and the Company’s financial reporting process.
- **Management Performance.** The Compensation Committee will review the performance and approve, or recommend to the independent directors to approve, the compensation of the CEO at least annually. The Compensation Committee will review and approve, or recommend to the Board to approve, the compensation provided to the officers of the Company.
- **CEO Succession.** The full Board will be responsible for selecting the CEO and will review succession plans for the CEO position, including emergency succession plans. The CEO will propose to the Board an emergency succession plan to provide for one or more individuals to fulfill the CEO’s responsibilities on an interim basis in the event that the CEO retires or is disabled or otherwise incapacitated, which the Board will review and, as appropriate, approve. The Board will also review with the CEO recommendations and evaluations of potential successors to fill other senior management positions.

- **Board and Committee Performance Evaluations.** Under the auspices of the Nominating and Corporate Governance Committee, the Board and each committee shall conduct a self-evaluation of its performance at least annually, which will address its composition, responsibilities, structure, processes and effectiveness.
- **Risk Oversight.** The Board shall have general oversight of the management of the Company's risks.
- **Board Composition and Corporate Governance.** Working with the Nominating and Corporate Governance Committee, the Board will engage in succession planning for the Board and key leadership roles on the Board and its committees, nominate candidates for appointment to the Board, and shape effective corporate governance at the Company.
- **Human Capital Management and DEI Initiatives.** Oversee, and review and discuss with management, the Company's strategies and policies related to human capital management, including with respect to topics such as workplace culture, talent management and succession planning, diversity equity and inclusion, and employee engagement.

Board Composition

Size of the Board. The size of the Board will be determined in accordance with the Bylaws. The size of the Board should facilitate substantive discussions of the whole Board in which each director can participate meaningfully.

Independent Directors. The Company shall have a board consisting of a majority of independent directors, and its Compensation Committee, Nominating and Corporate Governance Committee and Audit Committee shall be composed entirely of independent directors in accordance with, and subject to any exemptions and cure periods under, the listing standards of the New York Stock Exchange (the "NYSE") and the rules and regulations issued by the Securities and Exchange Commission ("SEC"). In addition, members of the Audit Committee and Compensation Committee shall meet additional, heightened independence criteria applicable to members of these committees under rules of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and NYSE listing standards.

On at least an annual basis (and whenever an individual is considered by the Nominating and Corporate Governance Committee for election as a director), management will collect information from the Company's records and, as appropriate, from the individual directors and nominees to become directors, to conduct an analysis of each current or prospective director's eligibility to be classified as independent. This analysis shall address each individual's eligibility to be classified as independent for purposes of serving on the Board and on each of the Board's committees. This analysis shall be submitted to the Nominating and Corporate Governance Committee, which shall make a recommendation regarding each individual's independence to the full Board, which in turn shall make the final determination of each individual's independence.

An independent director is a director who meets the independence criteria under the listing standards of the NYSE. Under these standards, a director will not be independent if:

- (i) the director is, or has been within the last three years, an employee of the Company, or an immediate family member of the director is, or has been within the last three years, an executive officer of the Company; or
- (ii) the director has received, or has an immediate family member who has received, during any twelve-month period within the last three years, more than \$120,000 in direct compensation from the Company, other than director and committee fees and pensions or other forms of deferred compensation for prior service with the Company (provided such compensation is not contingent in any way on continued service); or
- (iii) (A) the director is a current partner or employee of a firm that is the Company's internal or external auditor; (B) the director has an immediate family member who is a current partner of such a firm; (C) the director has an immediate family member who is a current employee of such a firm and personally works on the Company's audit, or (D) the director or an immediate family member was within the last three years a partner or employee of such a firm and personally worked on the Company's audit within that time; or
- (iv) the director or an immediate family member is, or has been with the last three years, employed as an executive officer of another company where any of the Company's present executive officers at the same time serves or served on that company's compensation committee; or
- (v) the director is a current employee, or an immediate family member is a current executive officer, of a company that has made payments to, or received payments from, the Company for property or services in an amount which, in any of the last three fiscal years, exceeds the greater of \$1 million or 2% of such other company's consolidated gross revenues.

In addition, the Board, based upon the recommendation of the Nominating and Corporate Governance Committee, must determine that a director has no material relationship with the Company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the company). A material relationship could include fees and emoluments that exceed what are customary, charitable contributions by the Company to organizations with which the director is affiliated, consulting contracts with the director or other indirect forms of compensation to the director.

To supplement the annual process described above, it shall be the responsibility of each director to inform promptly the Chief Legal Officer of any development that may affect the director's independence in that director's judgment.

Director Qualifications and Diversity of Board Members. The Nominating and Corporate Governance Committee considers and makes recommendations to the Board regarding the size, structure, composition and functioning of the Board. In addition to the size and

independence considerations described above, the composition of the Board should also encompass a broad range of skills, expertise, industry knowledge, diversity of opinion and perspectives, including diversity of age, gender, ethnicity/race, education other attributes and experiences relevant to the Company's business. The Nominating and Corporate Governance Committee evaluates the composition of the Board regularly to assess whether the skills, experience, characteristics and other criteria established by the Board are currently represented on the Board as a whole, and in individual directors, and to assess the criteria that may be needed in the future in light of the Company's anticipated needs.

Selection and Election of Directors. The Nominating and Corporate Governance Committee shall identify, review and recommend candidates for the Board in accordance with criteria approved by the Board. The Nominating and Corporate Governance Committee periodically reviews and recommends these criteria to the Board. The Board believes in policies of diversity and inclusiveness. Board member candidates are identified and considered based upon diversity of skills, expertise, industry knowledge, diversity of opinion and perspectives, and other attributes. The Nominating and Corporate Governance Committee shall ensure that candidates with a diversity of age, gender, ethnicity/race and education are included in any pool of candidates from which the Board nominees are chosen. The Board also confirms that the Company's policy of non-discrimination applies in the selection of directors.

Service on Other Boards. Directors are encouraged to limit the number of other boards on which they serve so as not to interfere with their service as a director of the Company. Directors may not serve on more than four public company boards, including the Company's Board. However, directors who are chief executive officers of public companies may not serve on more than two public company boards, including the Company's Board. In selecting director nominees, the Board takes into account the other demands on the nominee. Directors should consider whether accepting a new directorship would interfere with their service as a director of the Company. Directors shall consult with the Chairperson of the Board and the Chairperson of the Nominating and Corporate Governance Committee prior to the director accepting an invitation to join any other board. The Nominating and Corporate Governance Committee will assess whether the new directorship would present a conflict or otherwise compromise the ability of the director to dedicate the time necessary to serve on the Board, and present its assessment to the full Board for their consideration.

Director Compensation. The Compensation Committee will review and establish the compensation for directors. As part of its review, the Committee will receive information on compensation provided to non-employee directors at a peer group or groups of companies.

Continuation as Director

Tenure. The Board believes that, in order to promote diversity of thought, Board members shall serve for a maximum of 14 years. In addition, the Board believes that a balance of director tenures is important to maintaining continuity of the Company's corporate vision and strategy while also recognizing the value of fresh insights and ideas that new directors can bring to the Company.

Retirement. The Board has established a target retirement age of 75 for our directors.

Change in Job Responsibilities. If a director's principal occupation or business association changes substantially, the director shall offer to tender his or her proposed resignation from the Board to the Chairperson of the Board or the chairperson of the Nominating and Corporate Governance Committee (or, in the case of the chairperson of the Nominating and Corporate Governance Committee's occupation or association changing, to the Chairperson of the Board). The Nominating and Corporate Governance Committee shall review the director's continuation on the Board, and recommend to the Board whether, in light of all the circumstances, the Board should accept such proposed resignation or request that the director continue to serve.

Board Meetings

Schedule and Agendas for Board Meetings. The Board shall hold, and to the extent possible each director shall attend, regularly scheduled quarterly meetings and such other special meetings as are necessary to attend to the Company's business and as are called by or at the request of the Chairman of the Board or the CEO, including a meeting at which the Company's strategy is addressed. The schedules of meetings will normally be established well in advance of such meetings.

Briefing Materials and Presentations. To the extent possible and appropriate, management should provide directors with an agenda and written briefing materials in advance of the Board meetings, including financial reports in advance of any regularly scheduled Board meeting, which each director should review in preparation therefor.

Access to Management & Advisors. Directors shall have full access to any member of management for the purpose of understanding issues facing the Company. Directors who contact subordinate levels of management should, if appropriate, inform the Chairman of the Board and the CEO of such interactions. Each committee established by the Board shall have the authority to retain outside advisors; further, by a majority vote of the Board, the Board, non-employee directors, or independent directors may also retain outside advisors; the cost of such advisors shall be paid by the Company. Directors, especially those on the Audit Committee, shall have complete access to the Company's independent auditors and internal auditor. In performing its functions, the Board is entitled to rely on the advice, reports and opinions of management, counsel, accountants, auditors and other expert advisors.

Executive Sessions with Non-Management Directors. Non-management directors shall meet in at least two regularly scheduled executive sessions each year. The Chairperson of the Board presides at these sessions, or, if the Chairperson is a member of management, then the non-management directors shall elect a director from themselves to preside. Non-management directors may hold other such sessions at the request of any non-management director and shall notify the Chairperson if they would like to hold such a session, and the Chairperson shall facilitate the scheduling of such session. If there are non-management directors who are not independent, the independent directors shall meet in at least two regularly scheduled executive sessions each year.

Annual Meeting of Shareholders. Directors are encouraged and expected to attend the Company's annual shareholders meeting.

Board Committees

Required Committees. The Company shall have at least an Audit Committee, a Compensation Committee and a Nominating and Corporate Governance Committee. Each of these committees must have a written charter satisfying NYSE rules, and the Board shall review proposed modifications to such charters as recommended to the Board by each committee from time to time and in accordance with its respective charter and shall approve such modifications in its sole discretion.

Committee Membership. The Nominating and Corporate Governance Committee will, after consultation with the Chairman of the Board and the CEO (and others as the Committee may see fit), recommend to the Board for its approval committee assignments and chairmanships for each committee, including the creation of new, or the elimination of existing, committees of the Board.

The Audit Committee, Compensation Committee and Nominating and Corporate Governance Committee will consist solely of independent directors. In addition, directors who serve on the Audit Committee and the Compensation Committee will meet additional, heightened independence criteria applicable to directors serving on these committees under NYSE and SEC rules. A director may serve on more than one committee for which he or she qualifies.

Stock Ownership Requirements

In order to align the interests of directors and executive officers with the long-term interests of the Company's shareholders, the Board has adopted stock ownership requirements. The Compensation Committee views ownership requirements and progress toward their achievement annually as part of the compensation planning process.

Director Orientation and Education

Director Orientation. The Chief Legal Officer and Corporate Secretary shall assure that each individual, upon joining the Board, is provided with an orientation regarding the Board and the Company's operations. As part of this orientation, each new director shall have an opportunity to meet with members of senior management of the Company.

Ongoing Education. The Board shall, from time to time, receive presentations by corporate executives and the heads of its businesses regarding their respective areas. In addition, the Board encourages directors to participate in ongoing director education programs to assist them in performing their responsibilities as directors, and the Company shall reimburse directors for reasonable expenses relating to ongoing director education.

Use of Public Accounting Firm

Any registered public accounting firm may not provide audit services to the Company if the Chief Executive Officer, Controller, Chief Financial Officer, Chief Accounting Officer or any person serving in an equivalent capacity for the Company was employed by such accounting

firm and participated in any capacity in the audit of the Company during the one-year period preceding the date of the initiation of the audit.

Shareholder Engagement; Communication with Other Third Parties

The Board believes that it is, in general, the responsibility of management to speak for the Company in communications with outside parties, e.g., investors, the press, and industry associations. Directors may participate in discussions with shareholders and other constituencies on issues where Board-level involvement is appropriate. In addition, the Board oversees the Company's shareholder engagement efforts, with assistance from the Nominating and Corporate Governance Committee and the Compensation Committee, which oversees shareholder engagement on the subject of executive compensation.

Corporate Governance Guidelines Review and Disclosure

The Nominating and Corporate Governance Committee shall review these Guidelines no less than annually and shall recommend any changes to the Board for its approval. As part of its review, the Nominating and Corporate Governance Committee will consider whether the principles and practices have been, and are likely to continue to be, effective in enabling the Board to fulfill its responsibilities. The Nominating and Corporate Governance Committee may also compare current practices to the expectations of shareholders, changes in the law or regulations and the practices of boards of other leading companies. These Guidelines shall be posted on the Company's website.