

STEPSTONE GROUP INC.

COMPENSATION COMMITTEE CHARTER

1. **MEMBERS.** The Board of Directors (the “**Board**”) of StepStone Group Inc. (the “**Company**”) appoints a Compensation Committee of at least two members, and designates one member as chairperson. Members of the Compensation Committee are appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee. Subject to applicable transition periods under the Nasdaq Global Select Market (“**Nasdaq**”) rules, each member of the Compensation Committee shall satisfy Nasdaq’s director independence requirements. For purposes hereof, an “independent” director is a director who meets the Nasdaq standards of “independence” for directors and compensation committee members, as determined by the Board.

2. **PURPOSE, DUTIES, AND RESPONSIBILITIES.** The purpose of the Compensation Committee is to assist the Board in discharging its responsibilities relating to compensation of the Company’s Chief Executive Officer (“**CEO**”) and other “officers” (as such term is defined under Rule 16a-1 promulgated under the Exchange Act) (collectively, the “**executive officers**”) and directors. Among its specific duties and responsibilities, the Compensation Committee will:

(a) Oversee the Company’s overall compensation philosophy, policies and programs, and assess whether the Company’s compensation philosophy establishes appropriate incentives for management and employees.

(b) Assess the results of the Company’s most recent stockholder advisory vote on executive compensation and the frequency of such vote.

(c) Review and approve corporate goals and objectives relevant to the compensation of the CEO, and based on the Committee’s evaluation of the CEO’s performance, approve grants of equity awards to the CEO or recommend them to the Board for approval, and otherwise approve the CEO’s remaining compensation, including annual salary, bonus, and other benefits, direct and indirect, of the CEO. The CEO may not be present during voting or deliberations on his/her compensation.

(d) Approve the terms and grant of equity awards to other executive officers and non-executive officers or recommend such grants to the Board for approval, and otherwise set the compensation of other executive officers and non-executive officers, including annual salary, bonus, and other benefits, direct and indirect, based upon the recommendation of the CEO.

(e) Administer (or oversee the activities of the individuals responsible for administering, as applicable) and make recommendations to the Board with respect to the Company’s incentive compensation and equity-based compensation plans that are subject to Board approval.

(f) Review and approve the design of other benefit plans pertaining to executive officers, including in respect of safety, and oversee the activities of the individuals responsible for administering and implementing such plans in accordance with their terms.

(g) Review and approve the terms of other compensation and benefit plans as appropriate, and administer and implement such plans in accordance with their terms or oversee the activities of the individuals responsible for administering those plans, as applicable; provided, that the Compensation Committee's general oversight shall not include administration of any plan subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), other than "top-hat" plans in which the executive officers are eligible to participate, and the Compensation Committee shall have no ERISA fiduciary responsibility as a result of overseeing any plan subject to ERISA.

(h) Review and recommend to the Board employment and severance arrangements for executive officers, including employment agreements and change-in-control provisions, plans or agreements.

(i) Review and discuss with management the Company's Compensation Discussion and Analysis ("CD&A") and related disclosures that Securities and Exchange Commission ("SEC") rules require be included in the Company's annual report and proxy statement, recommend to the Board based on the review and discussions whether the CD&A should be included in the annual report and proxy statement, and oversee preparation of the compensation committee report required by SEC rules for inclusion in the Company's annual report and proxy statement.

(j) Annually review the form and amount of compensation of non-employee directors for service on the Board and its committees and recommend changes in compensation to the Board as appropriate.

(k) Oversee the assessment of the risks related to the Company's compensation policies and programs applicable to officers and employees, and report to the Board on the results of this assessment.

(l) At least annually, assess whether the work of compensation consultants involved in determining or recommending executive or director compensation has raised any conflict of interest that is required to be disclosed in the Company's annual report and proxy statement.

(m) Oversee, or work in concert with the Board in overseeing, the Company's engagement efforts with stockholders on the subject of executive compensation.

(n) Review, approve and administer any clawback policy maintained by the Company, and review and recommend changes to any such policy to the Board from time to time as appropriate.

(o) Oversee the Company's strategies and policies related to human capital management, including with respect to matters such as workplace environment and culture, talent development and retention.

(p) Annually evaluate the performance of the Compensation Committee and the adequacy of the Committee's charter and recommend changes, if any, to the Board.

(q) Perform any other activities consistent with this charter, the Company's governing documents and governing law as the Compensation Committee or the Board deems appropriate.

3. DELEGATION. The Compensation Committee may delegate its duties and responsibilities to one or more subcommittees, members of the Board, the chairperson of the Compensation Committee or officers of the Company, to the extent permitted by law, as it determines appropriate; provided, however, that when appropriate to satisfy the requirements of Section 16b-3 of the Exchange Act, any such subcommittee shall be composed solely of two or more members that qualify as "non-employee directors" for purposes of Rule 16b-3 under the Exchange Act.

4. OUTSIDE ADVISERS. The Compensation Committee has the authority, in its sole discretion, to retain or obtain the advice of such consultants, outside counsel and other advisers as it determines appropriate to assist it in the full performance of its functions, including any compensation consultant used to assist in the evaluation of director, CEO or executive compensation. The Compensation Committee is directly responsible for the appointment, compensation and oversight of the work of any consultants, outside counsel and other advisers retained by the Compensation Committee, and will receive appropriate funding, as determined by the Compensation Committee, from the Company for payment of compensation to any such advisers. The Compensation Committee will assess the independence of consultants, outside counsel and other advisers (whether retained by the Compensation Committee or management) that provide advice to the Compensation Committee, prior to selecting or receiving advice from them, in accordance with Nasdaq listing standards.

5. MEETINGS. The Compensation Committee will meet as often as may be deemed necessary or appropriate, in its judgment, at such times and places as the Compensation Committee or its chairperson determines. The majority of the members of the Compensation Committee constitutes a quorum. The Compensation Committee will report regularly to the full Board with respect to its activities.

Adopted: September 8, 2020

Last Revised: November 8, 2025