VERADIGM INC.
COMPENSATION COMMITTEE CHARTER

Amended and Restated as of November 9, 2026

Purpose

The purpose of the Compensation Committee (the "Committee") is to carry out the Board of Directors' overall responsibility relating to compensation of the directors and officers of Veradigm Inc. (the "Company"). The Committee shall prepare the report required by the rules of the Securities and Exchange Commission ("SEC") to be included in the Company's annual proxy statement.

Composition of the Committee

The Committee shall consist of no fewer than two members of the Board of Directors (the "Board"), as may be determined and appointed from time to time by a majority of the Board. A majority of the Board shall also appoint the Chair. Each member of the Committee must be (i) "independent" as determined by the Board consistent with the listing standards of The Nasdaq Stock Market LLC ("Nasdaq") and SEC rules and (ii) "non-employee directors" within the meaning of Rule 16b-3 under the Securities Exchange Act of 1934. The Chairperson, or, in his absence, such other member as the Committee may select, shall preside at Committee meetings.

Authority and Responsibilities

1. The Committee shall approve, on an annual basis, the goals and objectives with respect to the performance of and compensation for the Chief Executive Officer ("CEO"). At least annually, the Committee shall evaluate the CEO's overall performance, including, without limitation, the CEO's performance of these established goals and objectives, and shall determine and approve the CEO's recommended annual compensation, including salary, bonus, incentive and equity compensation. The CEO may not be present during voting or deliberations on the CEO's compensation.

2. The Committee shall review and approve, on an annual basis, the evaluation process, compensation structure, annual compensation of the Company's executive officers, including salary, bonus, incentive, retention and equity compensation. The Committee may consider recommendations from the CEO concerning the performance and compensation of other executive officers. No executive officer may be present during voting or deliberations concerning that executive officer's own compensation.

3. The Committee shall review the incentive, equity and other long-term compensation plans of the Company and its subsidiaries and recommend the adoption, amendment or termination of any such plans to the Board for approval as needed. The Committee shall have and shall exercise all the authority of the Board with respect to the administration of such plans.

4. The Committee shall oversee the Company's compliance with SEC rules and regulations regarding stockholder approval of certain executive compensation matters, including

advisory votes on executive compensation and the frequency of such votes, and, to the extent applicable, the requirement under the Nasdaq rules that, with limited exceptions, stockholders approve equity compensation plans. The Committee shall review and recommend to the Board the compensation-related proposals to be included in the Company's proxy statement, consider the results of the Company's most recent advisory vote on executive compensation when making executive compensation decisions, and review compensation-related stockholder proposals and feedback.

5. The Committee shall approve awards to employees pursuant to any of the long-term compensation plans of the Company and its subsidiaries and to exercise such other power and authority as may be permitted or required under such plans. In such capacity, the Committee may, subject to applicable law and the terms of the applicable plan, establish and periodically review any written delegation of authority to one or more Company officers to grant equity awards to employees who are not executive officers or directors.

6. The Committee shall, from time to time, review and propose to the Board compensation levels for the non-employee directors, including annual retainers, meeting attendance fees and awards under the Company's equity-based plans.

7. The Committee shall oversee the risks associated with the Company's compensation policies and practices, including an annual review of the Company's risk assessment of its compensation policies and practices for its employees.

8. The Committee shall oversee and administer the Company's Dodd-Frank Policy on Recoupment of Incentive Compensation and any other policy or contractual provision providing for the recovery, cancellation, forfeiture or recoupment of compensation.

9. The Committee shall be responsible for preparing the report required by SEC rules to be included in the Company's Form 10-K, annual proxy statement or information statement regarding annual executive compensation and the Company's overall compensation philosophy.

10. The Committee shall periodically review the Company's stock ownership guidelines for executive officers, including compliance with such guidelines, and shall recommend any updates to such stock ownership guidelines to the Board.

11. In carrying out its purposes, the Committee is authorized to take all actions that it deems necessary or appropriate, may draw upon and direct such internal resources of the Company and may engage such independent counsel (which may be, but need not be, the regular corporate counsel to the Company) and other advisors as it shall deem desirable from time to time, at the cost and expense of the Company.

12. The Committee shall have the authority to retain or obtain the advice of, at the cost and expense of the Company, such compensation consultants, legal counsel, or other outside advisors ("Committee Advisors") as it deems necessary or appropriate in its sole discretion and shall be directly responsible for the appointment, compensation and oversight of the work of any such Committee Advisor retained by the Committee. The Committee shall have the sole authority to approve related fees and retention terms. To the extent required by the

listing standards of the Nasdaq Stock Market, prior to retaining or receiving advice of any such Committee Advisor (other than in-house legal counsel), the Committee shall consider the independence of such Committee Advisor taking into account the factors specified in such listing standards.

13. A majority of the members of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The act of a majority of all of the members of the Committee (in person or by telephone) shall be the act of the Committee. Actions may be taken by unanimous written consent in lieu of a meeting of the Committee.

14. The Committee may form and delegate authority to one or more subcommittees consisting of one or more Committee members, to the extent permitted by applicable law, Nasdaq rules, the Company's governing documents and the applicable plan or arrangement. Any subcommittee exercising a responsibility subject to a particular independence or qualification requirement shall consist solely of members who satisfy that requirement.

15. The Committee shall keep regular minutes of its meetings and report the same to the Board on a regular basis; and shall make such recommendations with respect to the matters addressed in this Charter and other matters as the Committee may deem necessary or appropriate.

16. The Committee shall review and assess the adequacy of this Charter at least annually and recommend any changes to the Board.

17. The Committee shall annually review its own performance.

18. The Committee shall perform such other functions as assigned by law, the Company's Certificate of Incorporation or Bylaws, or the Board.