TASKUS, INC.
CORPORATE GOVERNANCE GUIDELINES

INTRODUCTION

The Board of Directors (the "Board") of TaskUs, Inc. (the "Company") has adopted these corporate governance guidelines, which describe the principles and practices that the Board is expected to follow in carrying out its responsibilities. It is expected that these guidelines will be reviewed by the Nominating and Governance Committee from time to time to ensure that they comply with all applicable laws, regulations and stock exchange requirements.

These guidelines should be interpreted in the context of all applicable laws and the Company's certificate of incorporation, bylaws, other corporate governance documents and any stockholders agreement to which the Company is a party (each as amended, restated and in effect). These guidelines are intended to serve as a flexible framework within which the Board may conduct its business and not as a set of legally binding obligations. The Board may modify these guidelines from time to time.

A. Role and Responsibility of the Board

The Board directs and oversees the management of the business and affairs of the Company in a manner consistent with the best interests of the Company and its stockholders. The Board's responsibility is one of oversight, and in performing its oversight role, the Board serves as the ultimate decision-making body of the Company, except for those matters reserved for, or shared with, the Company's stockholders. The Board selects and oversees the members of senior management, who are charged by the Board with conducting the business of the Company.

The Board exercises direct oversight of strategic risks to the Company in regular coordination with the Company's management. The Audit Committee reviews guidelines and policies governing the process by which management assesses and manages the Company's exposure to risk, including the Company's major financial and operational risk exposures and the steps management takes to monitor and control such exposures. The Compensation Committee oversees risks relating to the Company's compensation policies and practices. The Nominating and GovernanceCommittee assists the Board by overseeing director selection, evaluating environmental and social programs and reviewing and evaluating the effectiveness of, and risks associated with, Board organization, membership and structure and corporate governance and making changes, as appropriate. Each committee charged with risk oversight reports to the Board on those matters.

B. Board Composition, Structure and Policies

1. ***Independence of Directors***. The Company defines an "independent" director in accordance with Rule 5605(a)(2) of the Nasdaq Stock Market ("Nasdaq"). For so long as the Company qualifies as a "controlled company" within the meaning of the Nasdaq Listing Rules, it may elect not to comply with certain corporate governance standards, including the requirement that a majority of the Board consist of independent directors. Subject to an election by the Company to rely on the exemption available to controlled companies and the applicable transition periods under the applicable rules of the Nasdaq, the Board shall make an affirmative

determination at least annually as to the independence of each director. The Nasdaq independence definition includes a series of objective tests, such as that the director is not an employee of the Company and has not engaged in various types of business dealings with the Company. Because it is not possible to anticipate or explicitly provide for all potential conflicts of interest that may affect independence, the Board is also responsible for determining affirmatively, as to each independent director, that no material relationships exist that, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In making these determinations, the Board will broadly consider all relevant facts and circumstances, including information provided by the directors and the Company with regard to each director's business and personal activities as they may relate to the Company and the Company's management. As the concern is independence from management, the Board does not view ownership of even a significant amount of stock, by itself, as a bar to an independence finding. Each director shall notify the Board of any change in circumstances that may put his or her independence at issue. In the event of such notification, the Board will evaluate such director's independence as promptly as practicable thereafter.

2. ***Selection of Chairperson of the Board and Chief Executive Officer***. The Board shall select its chairperson ("Chairperson") and the Company's Chief Executive Officer ("CEO") in the manner it considers in the best interests of the Company. Therefore, the Board does not have a policy on whether the roles of Chairperson and CEO should be separate or combined and, if it is to be separate, whether the Chairperson should be selected from the independent directors.

3. ***Director Qualification Standards***. The Nominating and Governance Committee is responsible for reviewing the qualifications of potential director candidates and selecting or recommending for the Board's selection those candidates to be nominated for election to the Board, subject to any obligations and procedures governing the nomination of directors to the Board that may be set forth in any stockholders agreement to which the Company is a party. The Nominating and Governance Committee may consider (a) minimum individual qualifications, including strength of character, mature judgment, familiarity with the Company's business and industry, independence of thought and an ability to work collegially with the other members of the Board and (b) all other factors it considers appropriate, which may include age; gender; diversity of background; existing commitments to other businesses; potential conflicts of interest with other pursuits; legal considerations such as antitrust issues; corporate governance background; various and relevant career experiences; relevant technical skills; relevant business or government acumen; financial and accounting background; technology, cybersecurity and data privacy background; compliance background; executive compensation background and the size, composition and combined expertise of the existing Board. The Board should monitor the mix of specific experience, qualifications and skills of its directors in order to assure that the Board, as a whole, has the appropriate qualifications and composition to perform its oversight function effectively in light of the Company's business and structure. Stockholders may also nominate directors for election at the Company's annual stockholders meeting by following the provisions set forth in the Company's bylaws, whose qualifications the Nominating and Governance Committee will consider.

4. ***Director Resignation***. If, pursuant to Section 2.06 of the Company's bylaws, an incumbent director tenders their resignation to the Board because they did not receive a greater number of shares voted "for" such director than shares voted "against" such director, the

Nominating and Governance Committee will consider the resignation offer and recommend to the Board whether to accept it. The Board will act on the Nominating and Governance Committee's recommendation within 90 days following the certification of the shareholder vote.

5. ***Change in Primary Employment***. If a director significantly changes his or her primary employment or responsibilities during his or her tenure, that director must notify the chair of the Nominating and Governance Committee. The Nominating and Governance Committee will evaluate the continued appropriateness of such director's continuing to serve on the Board under the new circumstances and make a recommendation to the Board as to any action to be taken with respect to such circumstances. Directors who are officers of the Company shall tender their Board resignation upon termination of employment with the Company and the Board shall determine whether such individual will continue to serve on the Board.

6. ***Director Orientation and Continuing Education***. Management, working with the Nominating and Governance Committee, will provide an orientation process for new directors and coordinate director continuing education programs. The orientation programs are designed to familiarize new directors with, among other things, the Company's businesses, strategies, significant financial, accounting and risk management issues, compliance programs, code of conduct, corporate governance policies, principal officers, internal auditors and independent auditors and to assist new directors in developing and maintaining skills necessary or appropriate for the performance of their responsibilities. As appropriate, management shall provide directors with opportunities for additional educational sessions on matters relevant to the Company and its business, as well as educational programs relevant to their Board membership responsibilities. These programs may include, for example, training on reporting requirements for public companies, Generally Accepted Accounting Principles, the Sarbanes-Oxley Act of 2002, and internal controls over financial reporting, risk management or corporate governance. Directors shall obtain formal director education no less than every three years through external or Company provided or sponsored programs. The Company shall pay the reasonable costs of such educational programs.

7. ***Lead Independent Director***. Whenever the Chairperson of the Board is also the CEO or is a director who does not otherwise qualify as an "independent director," the independent directors may elect from among themselves a Lead Independent Director of the Board. Following nomination by the Nominating and Governance Committee, the Lead Independent Director will be elected by a plurality vote and will serve in such capacity for the term established by the Board, which will generally be for a minimum of one year. The Lead Independent Director coordinates the activities of the other independent directors and performs such other duties and responsibilities as the Board may determine. The responsibilities of the Lead Independent Director include: (a) promoting an honest and transparent Board culture; (b) presiding at meetings of the Board at which the Chairperson is not present, including executive sessions of the independent directors; (c) in advance of Board meetings, reviewing the information and material sent to the Board, including the quality, quantity and timeliness of such information and materials; (d) collaborating with the Chairperson to develop meeting agendas for Board meetings and to ensure the inclusion of executive sessions on the agendas of regular Board meetings; (e) soliciting feedback from and engaging with the CEO during executive sessions; (f) acting as advisor to the CEO on Company matters, where appropriate; (g) approving the schedule for Board meetings to ensure that there is sufficient time for discussion of all

agenda items; (h) facilitating the Board's approval of the number and frequency of Board meetings; (i) serving as principal liaison on Board-wide issues between the independent directors and the full Board and between the full Board and the Chairperson; (j) facilitating discussion, alignment and communication among the independent members of the Board on key issues and concerns outside of Board meetings; (k) facilitating Board discussions that encourage effective oversight of management; (l) being available for consultation and communication with major stockholders upon request; (m) authorizing the retention of outside advisors and consultants who report directly to the Board on Board-wide issues; and (n) other functions at the request of the Board. The Lead Independent Director also has the authority to call executive sessions of the independent directors.

8. ***Term Limits***. The Board does not have a policy to impose term limits for directors because such a policy may deprive the Board of the service of directors who have developed, through valuable experience over time, an increasing insight into the Company and its operations. It is expected that the Nominating and Governance Committee will consider the tenure of continuing directors when selecting or recommending for the Board's selection those candidates to be nominated for election to the Board.

C. Board Meetings

1. ***Frequency of Meetings***. The Board currently plans to hold at least four regularly-scheduled meetings each year, with further meetings to occur (or action to be taken by unanimous consent) at the discretion of the Board. During those meetings, Board committees may meet, as well as the full Board.

2. ***Selection of Board Agenda Items***. The Chairperson, in collaboration with the Lead Independent Director (if one has been elected), shall, in consultation with the Corporate Secretary, set the agenda for Board meetings and executive sessions, if any, with the understanding that the other members of the Board may provide suggestions for agenda items that are aligned with the oversight responsibilities of the Board. Agenda items that fall within the scope of responsibilities of a Board committee are reviewed with the chairperson of that committee. Any member of the Board may request that an item be included on the agenda.

3. ***Access to Management and Independent Advisors/Experts***. Board members shall have access to all members of management and other employees of the Company. Generally, any meeting or contact that a director wishes to initiate with an employee should be arranged through the Company's CEO or General Counsel. In addition, the Board and each committee has the power to retain, terminate and approve the fees of independent legal, financial, accounting and other advisors, at the Company's expense, as necessary and appropriate, to assist in their duties to the Company and its stockholders.

4. ***Executive Sessions***. To ensure free and open discussion and communication among the non-management directors of the Board, the non-management directors will meet in executive session with no members of management present at least twice a year (and at such other times as they deem appropriate) and, if the non-management directors include directors who have not been determined to be independent, the independent directors shall separately meet in a private session at least twice a year (and at such other times as they deem appropriate) that

excludes management and directors who have not been determined to be independent. The Lead Independent Director, if any, or a director designated by the non-management or independent directors, as applicable, will preside at the executive sessions.

D. Committees of the Board

It is expected that the Board will have at least three standing committees: the Audit Committee; the Compensation Committee and the Nominating and Governance Committee. Each committee shall have a written charter that describes the responsibilities of the committees and shall report regularly to the Board summarizing the committee's actions and any significant issues considered by the committee. In addition, the Board may determine to form ad hoc committees from time to time, and determine the composition and areas of competence of such committees.

Each committee shall be composed of no fewer than the number of members set forth in the relevant committee charter. In addition, each committee member must satisfy the membership requirements set forth in the relevant committee charter and all applicable legal, regulatory and stock exchange requirements. A director may serve on more than one committee.

The Nominating and Governance Committee shall be responsible for identifying Board members qualified to fill vacancies on any committee and recommending that the Board appoint the identified member or members to the applicable committee. The Board, taking into account the view of the Chairperson and the recommendation of the Nominating and Governance Committee, shall designate one member of each committee as chairperson of such committee. If the Board does not designate a chairperson of a committee, the members of such committee shall designate a chairperson by the majority vote of the full committee membership. Committee chairpersons shall be responsible for setting the agendas for their respective committee meetings.

E. Expectations of Directors

The business and affairs of the Company shall be managed by or under the direction of the Board in accordance with state and other applicable laws, rules, regulations and listing standards. In performing their duties, the primary responsibility of the directors is to exercise their business judgment in the best interests of the Company and its stockholders. The Board has developed a number of specific expectations of directors to promote the discharge of this responsibility and the efficient conduct of the Board's business, including, but not limited to, the following items:

1. ***Commitment and Attendance***. All directors are expected to make every effort to attend all meetings of the Board, meetings of the committees of which they are members and any meeting of stockholders. When applicable, directors are encouraged to attend Board meetings, meetings of committees of which they are members and any meeting of stockholders in person but may also attend such meetings by telephone or video conference.

2. ***Participation in Meetings***. Each director should be sufficiently familiar with the business of the Company, including its financial statements and capital structure, and the risks, regulations and competition it faces, to facilitate active and effective participation in the deliberations of the Board and of each committee on which he or she serves. Management will

make appropriate personnel available to answer any questions a director may have about any aspect of the Company's business. Directors should also review the materials provided by management and advisors in advance of the meetings of the Board and its committees and be prepared to discuss the issues presented and provide effective challenge to management, when appropriate.

3. ***Loyalty and Ethics***. In their roles as directors, all directors owe a duty of loyalty to the Company and its stockholders. The Company has adopted a Code of Conduct (the "Code"), which includes a compliance program to enforce the Code, and directors are expected to adhere to the Code.

4. ***Other Directorships and Significant Activities***. Serving on the Board requires significant time and attention. Directors are expected to spend the time needed and meet as often as necessary to discharge their responsibilities properly. It is expected that, without specific approval from the Board, no director will serve on more than five public company boards (including the Company's Board). In addition, directors who also serve as executive officers of the Company or another public company or in equivalent positions generally should not serve on more than two public company boards (including the Company's Board). Directors should advise the chairperson of the Nominating and Governance Committee and the CEO before accepting membership on other boards of directors or other significant commitments involving affiliation with other businesses, non-profit entities or governmental units. Service on boards of other companies must be consistent with the Company's Related Person Transactions Policy and the Code.

5. ***Contact with Management***. All directors are invited to contact the CEO or the Chief Financial Officer ("CFO") at any time to discuss any aspect of the Company's business. Directors also have complete access to other members of management and to the Company's employees, which, whenever possible, should be coordinated through the CEO, CFO or General Counsel. The Board expects that there will be frequent opportunities for directors to meet with the CEO, CFO and other members of management in Board and committee meetings and in other formal or informal settings.

6. ***Confidentiality***. The proceedings and deliberations of the Board and its committees are confidential. Each director shall maintain the confidentiality of information received in connection with his or her service as a director.

F. Management Succession Planning

The Board shall oversee and approve the management continuity planning process, as facilitated by the Lead Independent Director. The Board may periodically review a succession plan relating to the CEO and other executive officers that is developed by management. The succession plan should include, among other things, a description of the experience, performance and skills for possible successors to the CEO and other executive officers as well as recommendations with respect to the selection of individuals to occupy these positions. In addition, the Board shall approve and maintain a process regarding CEO succession in the event of an emergency or other sudden temporary or permanent absence of the CEO.

G. Evaluation of Board Performance

The Board, acting through the Nominating and Governance Committee, is expected to conduct a self-evaluation at least annually to determine whether it and its committees are functioning effectively. The Nominating and Governance Committee should periodically consider the mix of skills and experience that each director brings to the Board to assess whether the Board has the necessary tools to perform its oversight function effectively.

It is expected that each committee of the Board will conduct a self-evaluation at least annually and report the results to the Board, acting through the Nominating and Governance Committee. Each committee's evaluation must compare the performance of the committee with the requirements of its written charter.

H. Board Compensation

The form and amount of director compensation will be determined by the Board. The Compensation Committee will review the form and amount of director compensation from time to time and recommend any changes to the Board, as it deems appropriate.

I. Communications with Interested Parties

The CEO is responsible for establishing effective communications with all interested parties, including stockholders of the Company. It is the policy of the Company that management speaks for the Company. This policy does not preclude outside directors, including the Lead Independent Director, if any, from communicating with stockholders or other interested parties, but it is expected that, in most circumstances, any such communications will be coordinated with management. In all cases, any communications by directors or employees of the Company are subject to the Company's disclosure policies.

J. Communications with Non-Management Directors

Anyone who would like to communicate with, or otherwise make his or her concerns known directly to the independent directors (including the chairperson of any of the Audit, Nominating and Governance and Compensation Committees, any then-serving Lead Independent Director or the director designated by the non-management or independent directors as the presiding director, or to the non-management or independent directors as a group) about bona fide issues or questions about the Company may do so by addressing such communications or concerns to:

TaskUs, Inc.
Attn: Corporate Secretary
1650 Independence Drive, Suite 100 New Braunfels, TX 78132
Email: corporatesecretary@taskus.com

Each communication should specify the applicable addressee to be contacted as well as the general subject of the communication. The Company will internally process communications prior to sending to addressee. The Company will not forward to the directors communications it

deems to be primarily commercial in nature or related to an improper or irrelevant topic, or general information requests.

K. Periodic Review of Corporate Governance Guidelines

It is expected that these guidelines will be reviewed periodically by the Nominating and Governance Committee and the Board will adopt appropriate changes based on recommendations from the Nominating and Governance Committee.

Effective Date: December 9, 2021
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