

ASSETMARK FINANCIAL HOLDINGS, INC.

Policy For Reporting Concerns Related To Accounting, Auditing And Ethical Violations (Whistleblower Policy)

Adopted September 25, 2019

The Audit Committee of the Board of Directors of AssetMark Financial Holdings, Inc. (the “**Company**”) has adopted this policy to establish procedures for the reporting and handling of complaints and concerns related to accounting or auditing matters and violations of the Corporate Standards.

Scope

All directors, employees and contractors (individually, an “**AssetMark Worker**” and collectively, “**AssetMark Workers**”) of the Company and its subsidiaries are expected to comply with this policy.

Policy

AssetMark Workers with concerns related to the following issues must raise them in accordance with this policy. The following list is not intended to be exhaustive and any person with related concerns should raise those issues in accordance with this policy.

- The Company’s accounting, auditing or internal controls, such as:
 - Fraud or intentional error in the preparation or review of our financial statements
 - Fraud or intentional error in the audit of our financial statements
 - Fraud or intentional error in the recording and maintenance of our financial books and records
 - Deficiencies or noncompliance with our internal controls
 - Any attempts to mislead or improperly influence our independent auditor in the course of the performance of their audit
- Public disclosures of our financial position, such as:
 - Material misrepresentations or omissions regarding the reporting of our business and financial condition, results of operations or cash flows, including prospective reports
 - Violations of Company policy related to insider trading or the unauthorized disclosure of material non-public information
- Violations of the Corporate Standards, such as the improper use of our property or funds or the unauthorized disclosure of proprietary information.

No Retaliation

Neither the Company nor its employees or directors will retaliate or discriminate against any AssetMark Worker with respect to the good faith reporting of concerns. The Company will treat concerns raised under this policy on an anonymous and confidential basis, in particular the identity of the AssetMark Worker raising the concern, unless otherwise required by law, consented to by the AssetMark Worker, or as may be necessary to conduct a thorough investigation.

Raising a Concern

AssetMark Workers should raise concerns related to these matters through any of the following channels or in accordance with the Desktop Procedures for Handling Whistleblower Complaints:

- The Chief Financial Officer or his designee
- The Chairman of the Audit Committee to the extent the matter relates to accounting, auditing or internal controls
- The Whistleblower Hotline:
 - Toll-Free Telephone: (855) 780-0076
 - Website: www.lighthouse-services.com/assetmark
 - E-mail: reports@lighthouse-services.com (must include company name with report)
 - Fax: (215) 689-3885 (must include company name with report)
- Managers, who will then report any concerns raised to the Chief Financial Officer

Those raising concerns under this policy should include sufficient information and detail to enable the Company to conduct a thorough investigation. Such concerns will be addressed by the Company in accordance with the Guidelines attached hereto as Exhibit A.

EXHIBIT A
Whistleblower Guidelines

Handling of Concerns

- Any concerns received by the Chair of the Audit Committee shall be communicated to the General Counsel, except where such concern includes allegations related directly to the General Counsel or the AssetMark Legal Department, in which case the handling of such concerns and the below processes will be managed by the Chair of the Audit Committee.
- The General Counsel or his or her designee will acknowledge receipt of the matter to the individual who raised the concern, whenever possible.
- All concerns relating to accounting, auditing or internal control matters will be reviewed under the direction and oversight by the General Counsel or such other persons as the General Counsel determines to be appropriate. All concerns relating to violations of the Corporate Standards, or any other matters raised under such policy, will be reviewed initially by the General Counsel or his designee.
- After initial review, the General Counsel will determine whether the matter warrants an investigation and will oversee any such investigation. If the matter appears to be significant, the General Counsel will discuss at any time the concerns raised with the Audit Committee or the Chair of the Audit Committee. The person(s) authorized to conduct the investigation will report to the General Counsel in a timely manner all findings of fact, conclusions and proposed recommendations for remedial actions, if any. The General Counsel will then report to the Audit Committee or the Chair of the Audit Committee in a timely manner all such findings of fact, conclusions and proposed recommendations for remedial action, if any.
- Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the General Counsel in consultation with the Audit Committee.
- The General Counsel will maintain a log of all complaints that tracks receipt, any investigation and the resolution, and shall prepare a periodic summary report on at least a semi-annual basis for the Audit Committee. Copies of all complaints and the complaint log will be maintained in accordance with the Company's document retention policy and applicable law.

Failure to Comply

Any AssetMark Worker who violates this policy is subject to disciplinary action, up to and including termination. The Company is entitled to report to the appropriate authorities any violation of this policy that involves illegal behavior.

Review and Amendment

The Audit Committee may revise or amend this policy as necessary or appropriate.

Guidelines – What types of concerns are NOT covered by this policy?

Except to the extent relating to a violation of the Corporate Standards, or other applicable policies, the following matters should not be reported under this policy:

- Business and financial decisions taken by the Company
- Any matter already addressed or in the process of being addressed pursuant to disciplinary or other procedures of the Company in accordance with the Corporate Standards or other related policies (listed below)
- Career-related or other personal grievances

Related Policies and Procedures

- Corporate Standards
- Code of Ethics and Business Conduct
- Statement of Policy Concerning Trading in Company Securities
- Regulation FD Disclosure policy
- Related Person Transaction policy
- Desktop Procedures for Handling Whistleblower Complaints