

Clough Global Funds
(Clough Global Equity Fund, Clough Global Dividend and Income Fund, and Clough Global Opportunities Fund (the “Fund”))

Governance and Nominating Committee Charter

I. Governance and Nominating Committee Membership and Other Qualifications

No member of the Governance and Nominating Committee (the “Committee”) shall be an “interested person” of the Fund as that term is defined in Section 2(a)(19) of the Investment Company Act of 1940 (the “1940 Act”). Each member of the Committee shall also meet any independence standards required by the exchange on which Fund shares are listed. The Committee holds the exclusive authority to nominate independent¹ Trustee candidates for consideration by the Board of Trustees (the “Board”). The Committee, however, may take recommendations from the officers of the Fund or other parties in the discretion of the Committee.

The members of the Committee, who shall be appointed by the Board, shall serve until their successors are duly appointed and qualify, their resignation from the Committee or their removal by the Board. The Board may remove members of the Committee at any time with or without cause.

II. Purpose of the Committee

The purpose of the Committee is to:

- recommend qualified individuals to the Board, Committees of the Board, and as executive officers of the Fund, and to review, evaluate, and enhance the effectiveness of the Board in its role in governing the Fund and overseeing the management of the Fund;
- to recommend policies and procedures with respect to the governance of the Board;
- oversee any governance issues that arise from time to time and develop recommendations regarding the resolution thereof for the Board; and
- to conduct such other activities as may be delegated to the Committee by the Board from time to time.

¹ The terms “independent”, “interested”, “immediate family member” and “control” shall be interpreted in accordance with the federal securities laws.

III. Duties of the Committee

A. Oversight of Process for Nomination of Trustee and Officer Candidates

The Committee shall make nominations of persons to serve as Trustees and officers of the Fund and submit such nominations to the full Board. In the event of any vacancies on or additions to the Board, the Committee shall oversee the process for identification, evaluation of the qualifications and nomination of potential candidates to serve on the Board. The Committee shall evaluate candidates' qualifications for such positions and, in the case of candidates for independent Trustee positions, their independence from the Fund's investment adviser and other principal service providers. Persons selected as independent Trustees must not be "interested persons" of the Fund as that term is defined in the 1940 Act.

The Committee may seek suggestions for independent Board member nominee candidates from any person. The Committee shall also consider the effect of any relationships beyond those delineated in the 1940 Act that might impair a candidate's independence (*e.g.* business, financial or family relationships with Fund shareholders, the investment adviser or other principal service providers or other Trustees to the Fund).

In evaluating a candidate's qualifications for Board membership or as an officer, the Committee shall consider factors it determines are relevant. Candidates will be expected to assist the Committee with its diligence, including without limitation by completing questionnaires or other information requests to assist the Committee and the Board in assessing the candidate's qualifications as a potential Trustee or officer of the Fund. The Committee may interview the candidate and any references offered by the candidate, and may use such other legal means as it deems helpful and appropriate. The Committee may also engage one or more third parties to conduct reference and background inquiries on candidates.

In assessing the qualifications of a candidate, the Committee may consider the candidate's potential contribution to the Fund, the Board and its committees in terms of the candidate's experience and background; the Board diversity; the candidate's other commitments and the impact such commitments may have to his or her service to the Fund; whether an independent Trustee candidate could qualify as an "audit committee financial expert" ("ACFE"); and any other such factors as the Committee may deem relevant. The Committee may also consider the views of the Fund's investment adviser (or affiliates of the investment adviser).

The Committee shall determine in its sole discretion whether to nominate a candidate to serve as an officer or as a Trustee and the Committee's determination shall be final.

B. Qualifications for Board Membership

To qualify as a nominee for the Board, individuals, at the time of nomination, should have: (i) substantial expertise, work experience or relationships that would contribute to the overall effectiveness of the Board, including overseeing the Fund and protecting the interests of the Fund's shareholders; (ii) a degree from an accredited university or college in the United States or the equivalent degree from an equivalent institution of higher learning in another country or a certification as a public accountant.

Nominees must satisfy all qualifications, if any, provided in the Fund's governing documents, including without limitation, the Declaration of Trust, By-Laws and written policies of the Fund. Nominees must: (i) have no felony convictions or felony or misdemeanor convictions involving the purchase or sale of a security; (ii) not have filed for bankruptcy within the last 10 years; and (iii) not have been the subject of any order, judgment or decree (which was not subsequently reversed, suspended or vacated) of any federal or state authority finding that the individual violated or is in violation of any federal or state securities laws.

C. Consideration of Shareholder Nominations

Shareholders may submit for the Committee's consideration recommendations regarding potential independent Board member nominees in accordance with the governing documents of the Fund.

The Committee, in its sole discretion, may choose not to consider shareholder submissions if the following requirements are not satisfied regarding the nominee:

- (a) The nominee satisfies all qualifications provided under this Charter and in the Fund's governing documents, including qualification as a possible independent Board member.
- (b) The nominee is not the nominating shareholder, a member of the nominating shareholder group or a member of the immediate family of the nominating shareholder or any member of the nominating shareholder group.
- (c) Neither the nominee nor any member of the nominee's immediate family is currently employed or has been employed within the last 2 completed calendar years by any nominating shareholder entity or entity in a nominating shareholder group.
- (d) Neither the nominee nor any immediate family member of the nominee has accepted directly or indirectly, during the year of the election for which the nominee's name was submitted, or during the immediately preceding two calendar years, any consulting, advisory, retainer or other compensatory fee from the nominating shareholder or any member of a nominating shareholder group.
- (e) The nominee is not an officer, director, trustee, managing member or partner (or person fulfilling similar functions) of the nominating shareholder or any member of the nominating shareholder group, or of an affiliate of the nominating shareholder or any such member of the nominating shareholder group.
- (f) The nominee may not control (as that term is defined under the 1940 Act) the nominating shareholder or any member of the nominating shareholder group (or, in the case of a holder or member that is a fund, an interested person of such holder or member as defined by Section 2(a)(19) of the 1940 Act).
- (g) The nominee has not been submitted previously by the shareholder or shareholder group for consideration by the Committee.

It shall be in the Committee's sole discretion whether to seek corrections of a deficient submission or to exclude a nominee from consideration.

D. Governance Matters

The Committee may develop and recommend to the Board for its approval a set of governance guidelines (the "Governance Guidelines") applicable to the Fund. The Committee periodically shall review and assess such matters of Fund governance as the Committee, in its sole discretion, deems necessary or desirable. The Committee shall recommend any proposed changes to the governance policies of the Fund to the Board for its approval.

The Committee shall review the independence and other qualifications of Board members and trustee nominees, consider questions of possible conflicts of interest between Board members or management and the Fund, and monitor all other identified activities of Board members or management that could interfere with such individuals' duties to the Fund.

The Committee shall oversee any governance issues that arise from time to time and develop recommendations regarding the resolution thereof for the Board.

The Committee shall make recommendations concerning the functions and duties of the committees of the Board.

E. Other Duties

The Committee shall periodically review as it deems necessary the size and composition of the Board. Any recommendation to increase or decrease the number of Trustees is subject to ratification by the Board. In the event of a resignation or other event that causes the Board not to have an ACFE, the Committee will seek to identify and evaluate candidates who, if appointed to the Board, would qualify as an ACFE.

The Committee shall periodically review as it deems necessary Trustee compensation and shall recommend any appropriate changes to the Board.

The Committee shall periodically review as it deems necessary issues related to the succession of Trustees and officers of the Fund, including the Chairman of the Board.

The Committee shall make nominations for membership on all committees of the Board and submit such nominations to the full Board, and shall review committee assignments as necessary.

The Committee shall review as it deems necessary the responsibilities of any committees of the Board, whether there is a continuing need for each committee, whether there is a need for additional committees, and whether committees should be combined or reorganized. The Committee shall consult with, and receive recommendations in connection with the foregoing from the Board and Fund management, and shall make recommendations for any such action to the full Board.

Any of the duties or obligations of the Committee set forth in this Charter may be satisfied in connection with the annual Board self-assessment if conducted by the plenary Board.

IV. Operations of the Committee

The Committee shall meet at least annually, and is authorized to hold special meetings as circumstances warrant or as called by the Committee Chairperson.

The Committee shall ordinarily meet in person; however, members may attend telephonically or by video conference, and the Committee may act by written consent, to the extent permitted by law and by the Fund's By-Laws.

The Committee shall prepare and retain minutes of its meetings and appropriate documentation of decisions made outside of meetings by delegated authority.

A majority of the members of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The action of a majority of the members of the Committee present at a meeting at which a quorum is present shall be the action of the Committee.

Upon the recommendation of the Committee, the Board shall adopt and approve this Charter and the Board may amend it and may approve exceptions to the Charter from time to time. The Committee shall review this Charter at least annually and recommend to the Board any changes the Committee deems appropriate or necessary.

The Committee shall have the resources and authority appropriate to discharge its responsibilities, including authority to utilize Fund counsel and to retain experts or other persons with specific competence at the expense of the Fund. The Committee shall have sole authority to retain and terminate any search firm to be used to identify Trustee candidates, including sole authority to approve the search firm's fees and other retention items.

NOTE: This joint Governance and Nominating Committee Charter has been drafted as if there is a single Fund solely for the sake of clarity and simplicity. References to the Fund and the Board relate separately to each of Clough Global Dividend and Income Fund, Clough Global Equity Fund or Clough Global Opportunities Fund and the individual boards thereof.

Adopted: December 5, 2012

Amended: December 3, 2014, December 23, 2014, August 17, 2016, July 13, 2017