

CORPORATE GOVERNANCE COMMITTEE CHARTER
(Amended April 19, 2023)

I. Purpose

The Corporate Governance Committee (the “Committee”) of the Board of Directors (the “Board”) of Edgewell Personal Care Company (the “Company”) shall be a standing committee of the Board. The purpose of the Committee shall be to identify and recommend qualified candidates for election to the Board, develop and recommend appropriate corporate governance guidelines, oversee the design and conduct of the annual self-evaluation of the performance of the Board and its committees, recommend appropriate compensation of directors, review and oversee the Company’s positions on significant public issues and corporate social responsibility, and review and monitor such other matters that may be referred to it by the Board from time to time.

II. Composition

The Committee shall be comprised exclusively of directors who are independent under the applicable New York Stock Exchange rules. In no event shall the Committee consist of less than three members. Committee members should have experience evaluating the qualifications and abilities of candidates for high level, sensitive oversight and leadership positions, as well as a strong understanding of the critical role of directors in setting corporate governance standards.

The members of the Committee shall be appointed by the Board and will serve at the discretion of the Board. One member of the Committee shall be appointed as the Chairman of the Committee.

III. Meetings

The Committee shall meet as often as it determines, but not less than four times per year. Meetings may be in person, by telephone, videoconference or similar means of remote communication by means of which all persons participating in the meeting can hear each other, as needed to conduct the business of the Committee. The Company’s Amended and Restated Bylaws (“Bylaws”) provide that a majority of the members of a Board committee shall constitute a quorum and that the act of a majority of the Committee members present shall be the act of the Committee.

Any director of the Company may attend meetings of the Committee but may not vote on any matter coming before the Committee for a vote. The Committee may invite to a meeting any member of management of the Company and such other persons as it deems appropriate in furtherance of its duties. The Committee will periodically meet in executive sessions at which no members of management of the Company are present.

IV. Responsibilities

The Committee shall:

- A. Recommend for approval by the Board the appropriate qualifications and criteria for service as a director;
- B. Consistent with criteria approved by the Board, the Committee shall evaluate candidates based upon their skills, integrity, independence, experience, appreciation of the appropriate role of the corporation in society and ability to contribute to the diversity of perspectives present in Board deliberations;
- C. Identify persons qualified to serve as members of the Board and report to the Board on key candidates;
- D. Review candidates recommended by management and shareholders in light of the Board's criteria for selection of new directors;
- E. Recommend a slate of director candidates to be proposed for annual election by shareholders and make recommendations to the Board as to the election of candidates to fill vacancies on the Board;
- F. Promptly consider and recommend to the Board whether to accept or reject the tendered resignation of an incumbent director who, in an uncontested election of directors, received a greater number of votes cast "against" than votes "for" his or her election. In assessing whether to accept or reject the resignation, the Committee will consider all factors it deems relevant including, without limitation, the stated reasons why shareholders voted "against" such director, the director's length of service and qualifications, the director's contributions to the Company, and the Company's Corporate Governance Principles;
- G. Submit to the Board recommendations for committee assignments;
- H. Develop and recommend to the Board appropriate corporate governance guidelines;
- I. Recommend to the Board the appropriate compensation for service as a non-employee director based upon its assessment of director responsibilities and benchmark data for relevant peer corporations;
- J. Periodically assess the Company's stock ownership guidelines for executive officers and non-management directors and their ownership relative to such guidelines and make recommendations, as appropriate, to the Board. In instances where the stock ownership guidelines would place an undue hardship on an executive officer, the Chair, in their discretion and in consultation with the Chief Executive Officer, as appropriate, may determine the appropriate hardship relief, if any, for non-compliance with executive officer stock ownership guidelines, including but not limited to

allowing individuals additional time to gain or regain compliance and suspending ownership or retention requirements in the event of extreme volatility in the Company's stock price. The Committee may modify or amend the stock ownership guidelines for both executive officers and non-management directors at its discretion;

- K. Report annually to the Board its self-evaluation of the Committee's performance;
- L. Review at least annually the Company's Corporate Governance Principles, the Charter of this Committee and relevant benchmark data to determine whether changes should be submitted to the Board for approval;
- M. Review and recommend to the Board whether to accept the resignation of a director who has offered to resign because his or her principal employment or principal responsibilities outside of the Company have changed substantially. This review will consider whether the director remains able to devote the time required to effectively serve on the Board or on any committee of the Board in accordance with the Company's policies;
- N. In selecting new directors, the Board shall give the highest priority to meeting the standards and qualifications set forth in this Charter. The Board shall seek candidates whose service on other boards will not adversely affect their ability to dedicate the requisite time to service on the Board. The Board believes that directors who are full-time employees of other companies should not serve on more than two other public company boards at a time, and that directors who are retired from active employment should not serve on more than five such boards. The Board may, however, make exceptions to this standard as it deems appropriate in the interest of the Company's shareholders;
- O. Review periodically the Company's policies as to retirement age and tenure for non-employee directors, and review and approve service by executive leadership team members of the Company as directors of other public companies;
- P. Review and monitor the orientation of new Board members and the continuing education of all directors;
- Q. Review corporate governance developments and trends and, where appropriate, make recommendations to the Board on the Company's governance;
- R. Review and, where appropriate, make recommendations to the Board regarding the Company's responses to shareholder proposals after appropriate consultation with relevant committees, as needed;
- S. Review and monitor the Company's positions and responses to significant public policy issues, including but not limited to the Company's compliance with applicable laws, its policies and objectives with respect to safety, the environment and affirmative action plans for equal employment opportunities, its positions taken in legislative, regulatory and judicial forums, and its actions in furtherance of corporate social responsibility;

- T. Review and monitor the Company's policies and practices with respect to contributions to charitable, educational, and other tax-exempt organizations involved in the arts, civic and community affairs, education, and health and human services, political spending and lobbying activities, and direct and indirect political spending and lobbying activities from corporate officers responsible for such activities;
- U. Oversee the Company's human rights practices, including ethical and responsible sourcing practices within the Company's supply chain. Also, the Committee shall oversee supplier social and environmental practices;
- V. Oversee the Company's sustainability matters, including climate change and related issues, energy management, waste reduction and recycling, and carbon emissions management, and environmental conservation and ingredient stewardship;
- W. Periodically review the Company's contributions, financially or in-kind, to charitable and community service organizations and its policies and practices with respect to community affairs and corporate citizenship consistent with the Company's best interests, goals and legal requirements; and
- X. Review such other matters as may be referred to it from time to time.

V. Authority

The Committee shall have full access to all management and authority to consult independent legal or other advisors as deemed appropriate.

VI. Subcommittees and Delegation

The Committee has full authority to form and delegate authority to one or more subcommittees consisting solely of one or more members of the Committee as it deems appropriate from time to time, subject to applicable laws, rules and regulations. The Committee may delegate, as appropriate, authority to the CEO or any other executive officer, subject to such limitations as the Committee may determine.

VII. Committee Compensation

Members of the Committee will receive compensation for their service as Committee members as may be determined by the Board, which may include additional compensation for the Chair.