

**HUMAN CAPITAL AND COMPENSATION
COMMITTEE CHARTER
(Effective April 12, 2022)**

I. Purpose

The purpose (“Purpose”) of the Human Capital and Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Edgewell Personal Care Company (the “Company”) is to:

1. Discharge the Board’s responsibilities related to the compensation and benefits of executives and other employees;
2. Prepare an annual report on executive officer compensation for inclusion in the Company’s annual proxy statement;
3. Consider other matters related to the Company’s compensation and benefits practices;
4. Oversee plans for leadership development and succession; and
5. Perform such other duties and responsibilities as may be assigned to the Committee by the Board or as designated in plan documents.

II. Composition

The Committee’s composition is determined by the Board, based upon the recommendations of the Corporate Governance Committee, and consists of at least three directors. Each Committee member shall:

1. Satisfy the director independence requirements of the New York Stock Exchange (“NYSE”), including those specifically related to determining whether a director is independent from management in connection with the duties of a member of the Committee;
2. Qualify as a “Non-Employee Director” for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended (“Exchange Act”) and the Company’s independence standards set forth in the Company’s Corporate Governance Principles;
3. Meet any other requirements imposed by applicable law, regulations or rules, applicable stock exchange listing standards and any other guidelines established by the Company; and
4. Have a strong understanding of the critical role of directors in setting executive compensation standards.

At the time the Board appoints members of the Committee, the Board will also appoint one of the members to act as Chair of the Committee. In addition to chairing meetings, the Chair will be the liaison to Company management and will be responsible for setting the agenda for meetings and reporting to the Board. The Chair may temporarily delegate his or her responsibilities to another member of the Committee if she or he is not available to perform them. The Board may remove the Chair at any time, provided that the Board appoints a new Chair at the same time.

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, including during voting or deliberations on executive compensation.

IV. Responsibilities

The Committee's role is generally one of oversight of compensation practices and certain other similar functions which are the responsibility of the Company's management and which management is empowered to discharge.

The following represent those recurring functions undertaken in furtherance of the Purpose, which shall not be construed as limiting the Committee's ability to carry out additional functions and/or adopt additional policies and procedures as may be appropriate in its discretion in response to developments in the business, regulatory, legal, and/or political environment in which the Company operates. The Committee, in discharging its responsibilities and duties, may conduct, direct, supervise, or authorize studies of, or investigations into, any matter that the Committee deems appropriate, with full and unrestricted access to all books, records, documents, facilities, and personnel of the Company.

The responsibilities of the Committee include:

A. Compensation Practices and Policies

1. Review executive compensation practices and policies of the Company to ensure that they adequately and appropriately align executive and shareholder interests;

2. Make recommendations to the Board regarding the adoption, amendment or termination of equity compensation programs that require Board or shareholder approval;
3. Approve the adoption, amendment and termination of incentive compensation and deferred compensation programs for the Company's executives that require Board approval, subject to shareholder approval to the extent required under the Bylaws;
4. Oversee the administration of the Company's equity and deferred compensation plans and programs for its executives and non-employee directors, and either approve, or recommend for Board approval, adoption or amendments to such plans and programs;
5. Annually conduct a risk assessment of the Company's compensation policies and practices and assess whether any risks arising from compensation practices, policies and programs for employees are reasonably likely to have a material adverse effect on the Company; and
6. Review and approve the implementation or revision of any clawback policy allowing the Company to recoup compensation paid to executive officers and other employees.

B. CEO Compensation

1. Review and approve annual corporate goals and objectives relevant to the Chief Executive Officer ("CEO") compensation and lead a discussion of the CEO's performance against such goals and objectives as a Committee or together with the other independent directors (as directed by the Board). The Board's evaluation shall be communicated to the CEO annually by the Chairman and the Lead Director (if any), or by the Lead Director, if the Chairman is the CEO; and
2. Annually review and approve, subject to review and approval by the other independent directors: (i) the CEO's annual base salary; (ii) the CEO's annual incentive compensation; and (iii) awards to the CEO under the Company's long- term incentive compensation plans.

C. Executive Compensation

1. Make recommendations to the Board with respect to the structure of overall incentive and equity-based plans and adopt, amend or terminate plans consistent with the approved structure;
2. Review and approve a group of peer companies for the purpose of benchmarking executive compensation plans and practices. Peer companies, as approved by the Committee, shall have characteristics that make such companies relevant competitors for executive talent and compensation benchmarking purposes;
3. Review and approve participants in the Company's executive leadership team;

4. Review and approve any changes to the roles or responsibilities of the executive leadership team members;
5. Review and approve, for executive leadership team members, changes to: (i) annual base salary; (ii) annual incentive compensation; and (iii) awards under the Company's long-term incentive compensation plans;
6. Approve any severance or change-in-control arrangements, special or supplemental benefit arrangements and amendments to the foregoing for current or prospective executive leadership team members;
7. Establish and determine the satisfaction of performance goals for performance-based incentive compensation;
8. Annually review and approve the Company's practices for annual and long-term incentive awards for other executives and employees;
9. Review and consider the results of the Company's most recent shareowner advisory votes on executive compensation ("Say on Pay"), if any, and any other feedback garnered through the Company's ongoing shareholder outreach that may be in effect from time-to-time and recommend to the Board whether and, if so, how the Company should respond to Say on Pay vote outcomes and other shareowner feedback;
10. Review and discuss with management the Company's Compensation Discussion and Analysis and compensation-related disclosures required to be included in the Company's Annual Report on Form 10-K and/or Proxy Statement in accordance with applicable rules and regulations; and
11. Recommend to the Board based on the review and discussions whether the Compensation Discussion and Analysis should be included in the Company's Annual Report on Form 10-K and/or Proxy Statement.

D. Human Capital Management, Performance Evaluation and Other

1. At least annually review the Company's strategies, initiatives and programs with respect to human capital management, including the Company's culture, talent acquisition, development, and retention, employee engagement, workplace health and safety and community engagement and support. The Committee shall periodically receive and review reports on workforce metrics and trends, such as attrition rates and talent attraction, employee relations, workplace environment and safety. The Committee shall periodically review and discuss with management the Company's human capital management activities, including disclosure of these activities in public filings and reports, including the human capital management disclosure in the Company's Annual Report on Form 10-K;
2. Report annually to the Board on its assessment of the Committee's performance;
3. Annually review the adequacy of this Charter and recommend any changes to the Board for approval; and

4. Undertake such other matters as may be referred to the Committee from time-to-time.

V. Authority to Retain Advisors

The Committee shall have the sole authority to retain, oversee and terminate such consultants, outside counsel, and other advisors as the Committee may deem appropriate to assist it in the performance of its duties; provided, however, that the Committee may retain and receive advice from any such advisor only after taking into consideration all factors relevant to the advisor's independence from management, including those specified in Section 303A.05(c) of the NYSE Listed Company Manual.

The Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any advisor retained by the Committee. The Committee shall not be required to implement or act consistently with the advice or recommendations of the consultant, legal counsel or other adviser to the Committee and nothing shall affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties.

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.