THE ENSIGN GROUP, INC.

CORPORATE GOVERNANCE GUIDELINES

(Adopted by the Board of Directors effective August 20, 2026)

The Board of Directors (the "Board") of The Ensign Group, Inc. (the "Company") has adopted these Corporate Governance Guidelines (the "Guidelines") to set forth certain practices to assist the Board in fulfilling its responsibilities. The Guidelines reflect the Board's commitment to monitor the effectiveness of policy and decision making at the Board and management levels, with a view to enhancing stockholder value over the long term. The Guidelines also assure that the Board will have the necessary authority and practices in place to review and evaluate the Company's business operations as needed and to make decisions that are independent of the Company's management. The Guidelines are subject to modification from time to time as the Board may deem necessary or advisable.

Board Composition

Responsibilities. The Board is elected by the stockholders to oversee the Company's management and ensure that the long-term interests of the stockholders are served. The Board is the ultimate decision-making authority within the Company, except with respect to those matters, including the election of directors, that are reserved for the Company's stockholders. Each director is expected to discharge his or her duties in good faith and in a manner the director reasonably believes is in the best interests of the Company.

Board Size. The Nominating and Corporate Governance Committee of the Board considers and makes recommendations to the Board concerning the size of the Board. The Board believes that it should have between four and nine members to allow for effective Board functioning and the need for diversity of director skills and viewpoints. The Board may adjust the size of the Board from time to time in order to accommodate the availability of an outstanding director candidate or otherwise in accordance with the Company's certificate of incorporation and bylaws then in effect.

Selection of Director Candidates. The Nominating and Corporate Governance Committee is responsible for identifying, screening, and recommending director candidates to the full Board, taking into consideration the needs of the Board and the qualifications of the candidates. The Board is responsible for nominating candidates for election to the Board, filling vacancies on the Board that may occur between annual meetings of stockholders and reviewing each director's continuation on the Board in connection with the director's re-election based on the recommendation of the Nominating and Corporate Governance Committee. The Company's stockholders may recommend director candidates for consideration by the Nominating and Corporate Governance Committee by submitting the names and supporting information to the Secretary of the Company at the Company's principal executive offices at 29222 Rancho Viejo Road, Suite 127, San Juan Capistrano, California 92675.

Board Membership Criteria. In evaluating the suitability of director candidates and when considering whether to nominate a director for re-election as appropriate, the Nominating and Corporate Governance Committee and the Board take into account many factors approved by the Board from time to time, such as personal and professional integrity, financial literacy or other professional or business experience relevant to an understanding of the Company, demonstrated ability to think and act independently and with sound judgment, and ability to be effective, in conjunction with other members or nominees of the Board in collectively serving the long-term interests of the Company and its stockholders. The Board evaluates each candidate in the context of Board composition as a whole with the objective of retaining a group that is best equipped to help ensure the Company's success and represent stockholder interests through sound judgment.

Independent Directors. It is the policy of the Board, consistent with Nasdaq Stock Market ("Nasdaq") listing standards, that at least a majority of the Board shall be comprised of independent directors. At the recommendation of the Nominating and Corporate Governance Committee, the Board shall determine on an annual basis whether each director qualifies as an "independent director" pursuant to relevant Nasdaq rules. Relevant facts and circumstances are considered to determine if there are any interests that would materially impair a candidate's ability to exercise independent judgment or otherwise discharge the fiduciary duties owed as a director to the Company and its stockholders. Each independent director is expected to promptly disclose to the Board any existing or proposed relationships or transactions that could impact his or her independence.

Retirement Age and Tenure Policy. The Board does not believe it should limit the number of terms an individual may serve as a director or that a fixed retirement age for directors is appropriate. Directors who have served on the Board for an extended time period are often able to provide valuable contributions and insight into the Company's operations based on their experience with, and understanding of, the Company's business, history, and objectives. The Nominating and Corporate Governance Committee instead annually reviews the qualifications and contributions of each incumbent director.

Board Leadership. The Board will determine its leadership structure in a manner that it determines to be in the best interests of the Company and its stockholders. The Board will conduct an annual assessment of its leadership structure to determine that the leadership structure is the most appropriate for the Company at the time. The Board anticipates that the Company's Chief Executive Officer ("CEO") will be nominated annually to serve on the Board. The Chair of the Board and CEO positions may be filled by the same individual.

The Chair of the Board, among other things:

- chairs Board meetings and meetings of stockholders;
- establishes agendas for each Board meeting in consultation with the chairs of applicable committees of the Board;
- has authority to call Board meetings;
- approves meeting schedules for the Board;
- approves information sent to the Board;
- if requested by major stockholders, will be available for consultation and direct communication, as directed by the Board; and
- performs such other duties and responsibilities as requested by the Board.

If the Chair of the Board is not independent, the independent directors of the Board shall elect a Lead Independent Director who shall:

- serve as a liaison between the Chair of the Board and the independent directors without inhibiting direct communication;

- preside at all meetings of the Board at which the Chair of the Board is not present, including executive sessions of the independent directors;

- have authority to call meetings of the independent directors;

- review and report on the results of the Board and committee performance self-evaluations in consultation with the Nominating and Corporate Governance Committee;

- discuss Board and committee performance, effectiveness, and composition with the Chair of the Board;

- coordinate with the Chair of the Board to approve meeting agendas and meeting schedules for the Board;

- approve information sent to the Board in collaboration with the Chair of the Board;

- if requested by major stockholders, be available for consultation and direct communication as directed by the Board; and

- perform such other duties and responsibilities as requested by the Board.

Director Service on Other Boards. Officers of the Company, including the CEO, may only serve on one other board of directors of a public company (if in addition to the Board, two public company boards in total; otherwise, one public company board in total). All other directors may only serve on three other public company boards in addition to the Board (four public company boards in total).

Given the significant time and attention required for service on the Board, all directors should obtain Board approval prior to agreeing to serve on the board of directors of any other public or for-profit company. In addition, each director shall notify the Chair of the Nominating and Corporate Governance Committee prior to agreeing to be nominated, whether formally or informally, as a candidate for election to the board of directors of any other entity, including in connection with an activist, contested, or non-management slate. The Nominating and Corporate Governance Committee also takes into account the nature and time involved in serving on other boards when assessing director candidates.

Significant Change in Personal Circumstances and Other Matters. The Board does not believe that directors who experience a significant change in their personal circumstances, including a change in their principal employment, should necessarily leave the Board. However, a director who experiences a significant change in his or her professional or personal circumstances that could affect his or her ability to serve effectively shall promptly notify the Chair of the Board and the Lead Independent Director. The Nominating and Corporate Governance Committee will review the circumstances surrounding the change and recommend to the Board the action to be taken, if any. A director shall also promptly notify the Chair of the Board, the Lead Independent Director and the Secretary of the Company in the event of any change or anticipated change in affiliations, activities, or professional or personal circumstances that could (i) create a conflict or potential conflict of interest, (ii) trigger any Company reporting obligation with the Securities and Exchange Commission ("SEC"), (iii) involve the director engaging in significant political activity (such as accepting a leadership position in a political campaign, running for office, or accepting an elected or appointed political office), (iv) cause embarrassment, negative publicity, or reputational harm to the Company or the director, and/or (v) result in a possible inconsistency with the Company's policies or values. The Nominating and Corporate Governance Committee will review the appropriateness of that director's continued service on the Board in light of the new circumstances and make a recommendation to the Board as to what action, if any, should be taken. Management directors shall offer their resignation from the Board upon their resignation, removal or retirement as an officer of the Company.

Conflicts of Interest. In addition to complying with these Guidelines, all directors are expected to take steps reasonably necessary to keep informed on principles and practices of sound corporate governance and to comply with all relevant Company policies, including the Company's Code of Conduct and its "Avoid Conflicts of Interest" section. Each director is expected to disclose any existing or proposed relationships or transactions that involve or could give rise to a conflict of interest in accordance with the terms of the Company's Code of Conduct and its "Avoid Conflicts of Interest" section.

The Board will determine an appropriate resolution for conflicts of interest that arise on a case-by-case basis. Many conflicts can be managed appropriately through recusal from related information, discussions, and voting. A director shall therefore recuse himself or herself from Board or committee information, discussion, or voting related to a particular matter if requested to do so by the Board on account of an actual, apparent, or potential conflict of interest involving such director. If a significant conflict of interest involving a director cannot be resolved to the satisfaction of the Board after discussion with appropriate legal counsel, then the director having such conflict is expected to notify the Nominating and Corporate Governance Committee. The Nominating and Corporate Governance Committee will then review the appropriateness of that director's continued service on the Board in light of the conflict and make a recommendation to the Board as to what action, if any, should be taken.

Board Meetings; Involvement of Senior Management

Board Meetings—General. The Company's Amended and Restated Bylaws (the "bylaws") provide rules applicable to meetings and actions of the Board and its committees, including provisions governing notice of meetings and waiver thereof, the number of directors required to take action at meetings or by written consent, and other related matters. An annual meeting of the Board shall be held without notice immediately after and at the same place as the annual meeting of the stockholders. Regular meetings of the Board shall be held at such places and at such times as the Board shall from time to time determine. The Board expects to have at least four (4) regular Board meetings each year. Notice of regular meetings of the Board need not be given. Additional special meetings will be held as circumstances warrant and may be called by the Chair of the Board, the CEO or any two of the directors. Except as otherwise provided by law or by the bylaws, notice of each such special meeting shall be given by the Secretary of the Company as specified in the bylaws. Notice of any such meeting need not be given to any director if waived by him or her.

Agenda; Advance Distribution of Materials; Review by Directors. The Chair of the Board sets the agenda for each Board meeting in consultation with the Lead Independent Director, if any, and the CEO, as appropriate, and will use reasonable efforts to distribute it to all the directors in advance. The Chair of the Board shall, as appropriate, solicit suggestions from other directors as to agenda items for Board meetings. Directors shall receive relevant information in advance of Board and committee meetings. The Chair of the Board, in consultation with the Lead Independent Director, shall strive to circulate or discuss such materials in advance with each director. In no instance should the failure to provide materials in advance cause a matter of material importance to be delayed in being discussed with the Board or relevant committee. Directors are expected to review all material provided in advance prior to such meetings to facilitate the use of meeting time for discussion and deliberation.

Attendance at Board Meetings. Each director is encouraged to attend the annual meeting of stockholders, regularly scheduled Board meetings, and all meetings of the committees on which they serve. Special meetings of the Board and its committees may be necessary from time to time on relatively short notice. Directors should use their best efforts to attend all such meetings and let the Chair of the Board know in advance if they are unable to attend. When a director is unable to attend a regularly scheduled meeting, the director should notify the Chair of the Board in advance and explain the reason for the absence. Directors who attend fewer than 75% of regular and special meetings combined will be contacted by the Chair or Lead Independent Director to discuss the circumstances.

Executive Sessions. Independent directors, as defined under the Nasdaq listing standards, are expected to meet frequently in executive sessions presided over by the Chair of the Board, if an independent director, or, in the absence of an independent Chair, the Lead Independent Director. These executive sessions may include such topics as the independent directors determine. During these executive sessions, the independent directors shall have access to members of management, outside advisors and other guests as they may determine.

Director Orientation and Continuing Education. The Nominating and Corporate Governance Committee is responsible for developing and overseeing a Company orientation program for new directors and a continuing education program for current directors, periodically reviewing these programs, and updating them as necessary. Each director is expected to take steps reasonably necessary to enable the director to function effectively on the Board and Board committees on which the director serves, including becoming and remaining well informed about the Company, the industry, and business and economic trends affecting the Company.

Access to Employees; Independent Advisors. The Company’s management will afford the Board and each committee full access to the Company’s employees, books, records, facilities and other resources to the extent provided in the applicable committee charter and as necessary to carry out the committee’s purposes. Each committee shall have the authority to retain, terminate, compensate and oversee advisers to the extent provided in its charter and at the Company’s expense. As with all decisions, the Board and its committees will use their informed business judgment in retaining and providing oversight of outside advisors.

Majority Election of Directors; Procedure for Director Resignation; Vacancies. The Company’s bylaws provide for majority voting in uncontested director elections. Majority voting means that directors are elected by a majority of the votes cast—that is, the number of shares voted “for” a director must exceed the number of shares voted “against” that director. Any incumbent director who is not re-elected in an election in which majority voting applies shall tender his or her resignation to the Board following certification of the stockholder vote.

The Nominating and Corporate Governance Committee will promptly consider the resignation offer and recommend to the full Board whether to accept it. In considering whether to accept or reject the resignation offer, the Nominating and Corporate Governance Committee will consider all factors deemed relevant by its members. The director who tenders his or her resignation shall not participate in the recommendation of the Nominating and Corporate Governance Committee or the decision of the Board with respect to his or her resignation.

The Board shall, within ninety (90) days after receipt of the resignation, either (i) accept the resignation of such director, determine a date on which such resignation will take effect within ninety (90) days of the date of such decision, and make the effective date of such resignation public, or (ii) upon the unanimous vote of the Board, decline to accept such resignation and, not later than four (4) business days thereafter, make public, together with a discussion of the analysis used in reaching the conclusion, the specific reasons that the Board chose not to accept the resignation and that the decision was in the best interests of the Company and its stockholders.

To the extent that a director's resignation is accepted by the Board, the Nominating and Corporate Governance Committee will recommend to the Board whether to fill such vacancy or vacancies.

Except as otherwise provided in the certificate of incorporation and subject to the rights, if any, of the holders of any preferred stock then outstanding, any vacancy in the Board may be filled by a vote of the majority of the remaining directors, although less than a quorum, or by a sole remaining director.

When the Board fills a vacancy, the director chosen to fill that vacancy shall complete the term of the director he or she succeeds (or shall complete the term of the class of directors in which the new directorship was created) and shall hold office until such director's successor shall have been elected and qualified or until such director's earlier death, resignation or removal. No reduction of the authorized number of directors shall have the effect of removing any director prior to the expiration of such director's term of office.

Contested Elections of Directors. In accordance with the Company's bylaws, in a contested director election where the nominees exceed the number of directors to be elected, each director shall be elected by the vote of a plurality of the voting power of the stock, present in person or represented by proxy, at the meeting and entitled to vote. That is, at each election the persons receiving the greatest number of votes, up to the number of directors then to be elected, are the persons then elected as directors.

Performance Evaluations and Succession Planning

Board and Committee Self-Evaluation. The Board evaluates its performance and the performance of its committees annually through a process the Nominating and Corporate Governance Committee oversees. Each committee conducts self-evaluations at least annually. The Nominating and Corporate Governance Committee in consultation with the Lead Independent Director, if any, reviews and reports on the results of the Board and committee performance self-evaluations. The Board should discuss each evaluation to determine what, if any, actions should be taken to improve the effectiveness of the Board or any committee thereof.

CEO Evaluation. The Compensation Committee reviews, evaluates, and approves or makes recommendations to the Board for approval annually of the corporate goals and objectives relevant to CEO compensation, the performance of the CEO, and the CEO's compensation levels based on the evaluation. The Compensation Committee should consider factors that it deems appropriate, including the Company's performance and relative stockholder return, the value of similar incentive awards provided to CEOs at comparable companies, and the awards given to the CEO in past years. The results of this review are communicated to the CEO.

Management Succession Planning. The Nominating and Corporate Governance Committee reviews and assists the Board in developing succession plans for the Company's executive officers, including the CEO. Management succession planning may be reviewed more frequently by the Board as it deems warranted. To assist the Nominating and Corporate Governance Committee, the CEO and management shall provide the Nominating and Corporate Governance Committee with an assessment at least annually of persons considered potential successors and applicable management development plans, if any.

Compensation

Board Compensation Review. The Compensation Committee annually evaluates and recommends and reports to the Board the appropriate level of compensation for Board and committee service by non-employee members of the Board and periodically reviews trends in Board compensation and the competitiveness of the Company's director compensation program. The Board determines its director compensation practices after the Compensation Committee completes this review. It is the general policy of the Board that Board compensation should be a mix of cash and equity-based compensation. Directors who are also members of management shall not receive additional compensation for service as directors.

Stock Ownership by Directors. The Board believes that an ownership stake in the Company strengthens the alignment of interests between directors and stockholders. Accordingly, each director shall comply with the Company's Stock Ownership Guidelines for Non-Employee Directors through the director's term of service and for ninety (90) days following termination of his or her service. The Compensation Committee will evaluate whether exceptions should be made for any director on whom these guidelines would impose a financial hardship.

Committees

Number and Type of Committees. The Board has four committees—an Audit Committee, a Compensation Committee, a Nominating and Corporate Governance Committee, and a Quality Assurance and Compliance Committee. The Board may add new committees or disband existing committees as it deems advisable, subject to the Company's bylaws, applicable laws and Nasdaq listing standards. The composition, duties, and responsibilities of each committee are set forth in a written committee charter approved by the Board. Committee duties are described briefly as follows:

- Audit Committee. The Audit Committee oversees the Company's accounting and audit processes and is directly responsible for the appointment, compensation, retention, and oversight of the Company's independent auditors.

- Compensation Committee. The Compensation Committee (i) discharges the Board's responsibilities relating to compensation of the Company's executive officers and (ii) reviews and recommends to the Board compensation plans, policies, and programs intended to attract, retain, and appropriately reward employees.

- Nominating and Corporate Governance Committee. The Nominating and Corporate Governance Committee is responsible for identifying, evaluating, and recommending to the Board individuals qualified to be directors of the Company. It is also responsible for developing and recommending to the Board policies and practices with respect to corporate governance.

- Quality Assurance and Compliance Committee. The Quality Assurance and Compliance Committee oversees the Company's quality assurance, corporate compliance, and ethics programs. It also assists the Board and management in promoting an organizational culture that encourages ethical conduct and compliance with applicable laws and regulations.

Composition of Committees; Committee Chairs. The Board appoints committee members and committee chairs, taking into consideration any recommendations of the Nominating and Corporate Governance Committee (or as otherwise set forth in the Company's bylaws). If the Board does not designate a committee chair, the members of the applicable committee shall appoint a committee member as chair by majority vote to the extent provided in the applicable committee charter. Each member of the Audit, Compensation, and Nominating and Corporate Governance Committees shall be "independent" under Nasdaq listing standards and shall be otherwise qualified for membership in accordance with the relevant committee's charter. Any action duly taken by a Board committee during a period in which one or more of the members subsequently is determined to have failed to meet the membership qualifications described in its charter shall nevertheless constitute a duly authorized action of such committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by such committee to satisfy regulatory standards. The Board considers the rotation of committee members and committee chairs from time to time and makes adjustments as it deems necessary or advisable.

Agenda, Frequency, Length, and Reports of Committee Meetings. The chair of each committee convenes, creates the agenda, determines the length, attendees, and frequency, and presides over each committee meeting. The chair of each committee or a majority of the committee shall strive to circulate or discuss such materials in advance with each member of the committee, recognizing that circumstances may arise where the advance time for providing materials will be shortened. The committee chairs shall report a summary of their meeting to the Board following each committee meeting.

Delegation. Each Board committee may delegate any of its duties and responsibilities in accordance with the bylaws and relevant committee charters unless otherwise prohibited by applicable laws or listing standards. Each subcommittee, individual committee member or member of management shall provide a written or oral report to the relevant committee regarding any activities undertaken pursuant to such delegation as requested by the committee.

Communications

Board Interaction with Third Parties. As a general matter, the CEO has been authorized by the Board to speak on behalf of the Company on matters relating to the Company's performance, operations, and strategy. The CEO may further delegate such authority to senior executives at the CEO's discretion. Directors should refer inquiries from investors, analysts, the press, customers, suppliers, and others outside the Company to the CEO. The Chair of the Board or the Lead Independent Director may make statements from time to time as directed by the Board. The Board may also designate other directors to participate in and lead particular communication efforts. Individual directors may only speak with investors, analysts, the press, customers, suppliers, and others outside the Company about the Company if expressly authorized by the Board and in accordance with the policies of the Company.

Stockholder Access to Directors. Stockholders shall have reasonable access to directors at annual meetings of stockholders and an opportunity to communicate directly with directors on appropriate matters. The Board welcomes feedback from stockholders and will generally respond, or cause the Company to respond, in writing to bona fide communications from stockholders addressed to one or more members of the Board. Stockholders and other interested parties may communicate with the Board or any of its committees or directors by writing to the Secretary of the Company at the Company's principal executive offices at 29222 Rancho Viejo Road, Suite 127, San Juan Capistrano, California 92675.

Confidentiality. The proper functioning of the Board requires a candid and open exchange of information, ideas, and opinions among directors in an atmosphere of trust, confidence, and mutual respect. Directors have an affirmative duty to protect and hold confidential all non-public information (whether or not material to the Company) entrusted or obtained by a director by reason of his or her position as a director of the Company. Accordingly:

- no director shall use Confidential Information for his or her own personal benefit or to benefit persons or entities outside the Company; and

- no director shall disclose Confidential Information to any person or entity outside the Company (which prohibits a director designated by any other person or entity from disclosing Confidential Information to such person or entity), either during or after his or her service as a director of the Company, except with express prior authorization of the Company's General Counsel or the Chair of the Board, as may be otherwise required by law (in which event a director shall promptly advise the General Counsel and the Chair of such anticipated disclosure and take all reasonable steps to minimize the disclosure of such Confidential Information), or with respect to legally protected communications or disclosures made to a governmental agency or regulatory entity (provided that he or she advises such governmental agency or regulatory entity of the confidential nature of the information provided). In considering whether to permit a director to share Confidential Information, the General Counsel or the Chair may consider, among other things, whether sharing the information would give rise to a conflict and/or potential harm, including whether the information is protected by attorney-client privilege.

For purposes of these Guidelines, "Confidential Information" includes, but is not limited to:

- information regarding Board and committee meetings, discussions, deliberations, and decisions;
- information received from or relating to third parties with which the Company has or is contemplating a relationship, such as current or potential customers, operators, suppliers, or strategic partners;
- information, documents or other materials received pursuant to a confidentiality agreement, non-disclosure agreement or other agreement that includes confidentiality or non-disclosure obligations that relate to such information, documents or other materials;
- technology, products, concepts, valuable ideas, trade secrets, technical information, strategies, business, and product plans;
- patient or customer information;
- employee information;
- information that might be of use to competitors or harmful to the Company, its customers, suppliers, or other stakeholders if disclosed; and
- information that would qualify as Proprietary, Protected Health or Confidential Information under the Code of Conduct or information that would qualify as material nonpublic information under the Statement of Company Policy regarding Insider Trading.

Review of Corporate Governance Guidelines. The Nominating and Corporate Governance Committee is responsible for developing, overseeing the effectiveness of, reviewing at least annually, and recommending to the Board changes to the Company's Corporate Governance Guidelines.