

SR BANCORP, INC.
NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

I. Purpose

The primary objectives of the Nominating and Corporate Governance Committee (the “Committee”) are to assist the Board of Directors (the “Board”) of SR Bancorp, Inc. (the “Company”) by: (i) identifying individuals qualified to become Board members and recommending a group of director nominees for election at each annual meeting of the Company’s stockholders; (ii) ensuring that the Audit, Compensation, and Nominating and Corporate Governance Committees of the Board shall have qualified and experienced “independent” directors; and (iii) developing and recommending to the Board a set of effective corporate governance policies and procedures applicable to the Company.

II. Organization

The Committee shall consist of three or more directors, each of whom shall satisfy the definition of independent director as defined in any qualitative listing requirements for Nasdaq Stock Market, Inc. issuers and any applicable Securities and Exchange Commission rules and regulations.

Committee members shall be elected by the Board on an annual basis. Members shall serve until their successors are appointed. The Committee’s chairperson shall be designated by the full Board or, if it does not do so, the Committee members shall elect a Chairman by vote of a majority of the full Committee.

The Committee may form and delegate authority to subcommittees when appropriate.

III. Structure and Meetings

The chairperson of the Committee will preside at each meeting and, in consultation with the other members of the Committee, will set the length of each meeting and the agenda of items to be addressed at each meeting. The chairperson of the Committee shall ensure that the agenda for each meeting is circulated to each Committee member in advance of the meeting. The Committee shall keep written minutes of all meetings.

A quorum of the Committee shall be declared when a majority of the appointed members of the Committee are in attendance in person or by means of telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. All actions of the Committee shall require the affirmative vote of a majority of the membership of the Committee present at a meeting if a quorum is present. Any action required or permitted to be taken at any meeting of the Committee may be taken without a meeting if all members of the Committee consent thereto in writing.

IV. Goals and Responsibilities

The Committee shall: (i) develop and recommend to the Board Corporate Governance Principles (the “Principles”) applicable to the Company, and review and reassess the adequacy of such Policy annually and recommend to the Board any changes deemed appropriate; (ii) make recommendations on the size and composition of the Board; (iii) review possible candidates for Board membership consistent with the Board’s criteria for selecting new directors; (iv) annually recommend a slate of nominees to the Board with respect to nominations for the Board at the Company’s annual meeting of stockholders; and (v) generally advise the Board (as a whole) on corporate governance matters.

The Committee shall recommend to the Board whether directors should be determined to be independent in accordance with applicable laws, rules and regulations and any additional requirements determined by the Board.

The Committee shall also advise the Board on (i) committee member qualifications, (ii) committee member appointments and removals, (iii) committee structure and operations (including any authority to delegate to subcommittees), and (iv) committee reporting to the Board. The Committee shall maintain an orientation program for new directors and a continuing education program for all directors.

The Committee shall review the code of ethics for senior officers annually, or more frequently if appropriate, and recommend changes as necessary.

The Committee will annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

The Committee will, from time to time review and make recommendations to the Board regarding succession plans for the Chief Executive Officer and for other key management officials.

The Committee shall perform any other activities consistent with this Charter, the Company’s articles of incorporation and bylaws, and governing law and regulations as the Committee or the Board deems appropriate.

V. Performance Evaluation

The Committee shall conduct an annual performance evaluation of the Board. The evaluation shall be of the Board’s contribution as a whole and in each case specifically review areas in which the Board and/or management believes a better contribution could be made.

VI. Committee Resources

The Committee shall have the authority to obtain advice and seek assistance from internal or external legal, accounting or other advisors. The Committee shall have the sole authority to retain and terminate any search firm to be used to identify director candidates, including sole

authority to approve such search firm's fees and other retention terms. The Company shall provide appropriate funding to the Committee, as determined by the Committee, to compensate any such advisors.

Adopted: September 19, 2023