

FIRST FINANCIAL CORPORATION
GOVERNANCE AND NOMINATING COMMITTEE CHARTER

Purpose

The Governance and Nominating Committee (“**Committee**”) is a committee of, and reports to, the Boards of Directors (“**Board**” or “**Boards**”) of First Financial Corporation (“**FFC**”) and First Financial Bank, N.A. (“**Bank**”). The Committee is established to provide leadership with respect to corporate governance and advise and make recommendations regarding candidates for election as directors of FFC and its subsidiaries, including the Bank (collectively, the “**Corporation**”), and perform all other duties and responsibilities as further described in this Governance and Nominating Committee Charter (“**Charter**”).

Membership

The Boards will annually appoint to the Committee three (3) or more members (“**Members**”), all of whom must qualify as independent directors under the standards for companies listed on the NASDAQ Global Select Stock Market or such other exchange or system upon which the Corporation’s securities are listed, quoted, or traded and any standards of independence as may be prescribed for purposes of any federal securities, tax, banking, or other laws relating to the Committee’s duties and responsibilities. The Boards will appoint Members to serve on the Committee in the event of any vacancies on the Committee, should any vacancies occur as a result of death, resignation, retirement, disqualification, removal from office, or other cause. Such appointed Members must qualify as independent directors under the same standards as the annually appointed Members. Members and the Committee chairperson (“**Chair**”) shall be appointed and removed by the Boards in their discretion. The Chair will designate a Committee secretary, who need not be a Member (“**Secretary**”).

Meetings

The Chair shall have the right to call meetings of the Committee as may be necessary to carry out the Committee’s responsibilities, provided the Committee will meet no less than two (2) times annually. The Chair or his/her designee(s) will establish the agenda, circulate the agenda to the Committee prior to holding the Committee meeting, and preside at Committee meetings. The Chair may also request that members of management, employees of the Corporation, legal counsel, or other advisors attend the meetings of the Committee, as the Chair sees fit. The Secretary is responsible for documenting Committee meetings in the minutes. Following each meeting, the Secretary will circulate draft minutes to each Member for review prior to the subsequent meeting, at which time the draft minutes will be considered by Members for approval. Each Member shall be entitled to one (1) vote with a majority of the Members constituting a quorum. Members may attend meetings in person or remotely via telephone or the Internet. In lieu of a meeting, the

Committee may act by unanimous written consent. The Chair shall report regularly to the Boards on the Committee's meetings, actions, and recommendations.

Authority and Responsibilities

In such a manner as the Committee deems necessary and appropriate, the Committee shall have the authority and responsibility to:

1. Develop, review, and recommend changes as needed to the Corporate Governance Guidelines;
2. Identify and evaluate the independence and other qualifications of potential and nominated candidates for Board membership, including nominees proposed or recommended by shareholders, as described in the Corporation's Corporate Governance Guidelines;
3. Annually evaluate the independence of Board members;
4. Annually evaluate the eligibility of Board members to serve as members of the Audit Committee pursuant to written, Board-approved criteria;
5. As may be applicable from time to time, nominate candidates to be presented to shareholders for election or to the Boards for appointment to fill vacancies;
6. Recommend Board members and chairpersons for the various Board committees as required pursuant to their distinct charters;
7. Oversee the functions of the Corporation's executive officers and governance structure;
8. Annually review the Corporation succession plans for the CEO, the Board, and executive officers and update or revise such plans as appropriate;
9. Oversee and review, on at least an annual basis, the Boards' performance, each committee's performance, and each individual director's performance, and report such findings to the Boards;
10. Periodically review and reassess the Corporation's organizational documents and policies and present any proposed revisions to the Boards for consideration;
11. Monitor and advise the Boards on the implementation and operation of the Corporation's Corporate Governance Guidelines and any other governance-related policies or procedures, including, but not limited to, the Corporation's Code of Business Conduct and Ethics;
12. Consider corporate governance issues that arise from time to time within the Corporation and develop plans for handling such corporate governance issues as needed;

13. Identify, review, and make recommendations to the Boards regarding measures to enhance their effectiveness. Topics for the Committee’s review, include, but are not limited to, the size and composition of the Boards and their committees as well as the frequency, structure, and procedures of Board meetings and executive sessions;

14. Oversee, review, and make recommendations to the FFC Board concerning shareholder proposals;

15. Retain or terminate independent legal, accounting, or other advisors to assist with fulfilling Committee responsibilities. Fees associated with such services will be borne by the Corporation;

16. Determine the Committee’s primary staff support needs which shall be provided by the Human Resources Director and the CEO;

17. Publicly disclose the Charter and any amendments at the times and in the manner required by any regulatory body or stock exchange having authority over the Corporation, and in all events post the most current Board-approved version of the Charter as part of the website’s Investor Relations page;

18. No less than annually, review and assess the adequacy of this Charter and propose recommended changes to the Boards; and

19. Perform other activities consistent with this Charter, as the Committee deems appropriate, or as the Boards may direct.

| Charter of the Governance and Nominating Committee – History | |
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| November 13, 2020 | Revised Charter presented to and approved by the Committee |
| November 17, 2020 | Revised Charter presented to and approved by the Boards |
| May 10, 2022 | Removed reference to the Morris Plan Approved on __June 21, 2022__ |
| January 16, 2024 | Revised Charter presented to and approved by the Boards |
| January 21, 2025 | Revised Charter presented to and approved by the Boards |