

SOLV ENERGY, INC.

Nominating and Corporate Governance Committee Charter

Effective as of February 10, 2026.

PURPOSES

The Nominating and Corporate Governance Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of SOLV Energy, Inc. (the “Company”) to: (i) identify and screen individuals qualified to serve as directors and recommend to the Board candidates for nomination for election at the annual meeting of shareholders or to fill Board vacancies; (ii) develop, recommend to the Board and review the Company’s Corporate Governance Guidelines; (iii) coordinate and oversee the annual self-evaluation of the Board, and its committees, in the governance of the Company; (iv) review on a regular basis the overall corporate governance of the Company and recommend improvements for approval by the Board where appropriate; and (v) take such action in accordance with other authority and responsibility as set forth in this charter.

COMMITTEE MEMBERSHIP

Composition. The Committee shall consist of two or more members of the Board. Except as otherwise directed by the Board, a director appointed as a Committee member shall continue to be a member for as long as he or she remains a director or until his or her earlier resignation or removal from the Committee. Any member may be removed from the Committee by the Board, with or without cause, at any time.

Chair. The Chair of the Committee shall be appointed from among the Committee members by, and serve at the discretion of, the Board, shall preside at meetings of the Committee and shall have authority to convene meetings, set agendas for meetings, and determine the Committee’s information needs, except as otherwise provided by the Board or the Committee. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from among its members to serve as chair of the meeting.

Independence. Subject to any phase-in rules applicable to companies listed on the Nasdaq Stock Market (“Nasdaq”), each member of the Committee is an “independent” director in accordance with the applicable listing standards of Nasdaq. Any action duly taken by the Committee shall be valid and effective, whether or not the members of the Committee at the time of such action are later determined not to have satisfied the requirements for membership provided herein.

AUTHORITY

In discharging its role, the Committee is empowered to inquire into any matter that it considers appropriate to carry out its responsibilities, with access to all books, records, facilities and personnel of the Company, and, subject to the direction of the Board, the Committee is authorized and delegated the authority to act on behalf of the Board with respect to any matter it determines to be necessary or appropriate to the accomplishment of its purposes.

The Committee shall have the sole discretion to retain or obtain advice from, oversee and terminate any director search or recruitment consultant, legal counsel or other adviser to the Committee and shall be directly responsible for the appointment, compensation and oversight of any work of such adviser retained by the Committee, and the Company will provide appropriate funding for the payment of reasonable compensation to any such adviser.

COMMITTEE MEETINGS

The Committee shall meet on a regularly scheduled basis at least two times per year and additionally as circumstances dictate and in the discretion of the Chair.

The Committee shall establish its own schedule of meetings. The Committee may also act by unanimous written consent of its members.

Notice of meetings shall be given to all Committee members or may be waived, in the same manner as required for meetings of the Board. Meetings of the Committee may be held in person, telephonically or by means of other communications equipment that allows all persons participating in the meeting to hear and speak with each other. The Committee shall keep written minutes of its meetings. A majority of the members of the Committee shall constitute a quorum for a meeting and the affirmative vote of a majority of members present at a meeting at which a quorum is present shall constitute the action of the Committee. For the avoidance of doubt, if the Committee consists of an even number of members, a majority shall be one more than half. The Committee shall otherwise establish its own rules of procedure.

DELEGATION

The Committee, by resolution approved by a majority of the Committee, may form and delegate any of its responsibilities to a subcommittee so long as such subcommittee is solely comprised of one or more members of the Committee and such delegation is not otherwise inconsistent with law and any applicable rules and regulations of the SEC and Nasdaq.

KEY RESPONSIBILITIES

The following responsibilities are set forth as a guide for fulfilling the Committee's purposes in such manner as the Committee determines is appropriate.

1. **Director Nomination Process and Governance Disclosure.** Periodically review and recommend to the Board for approval, review the effectiveness of, recommend modifications as appropriate to, and review Company disclosures concerning: (a) the Company's policies and procedures for identifying and screening Board nominee candidates; and (b) the process and criteria used to evaluate Board membership and director independence.
2. **Director Candidates.** Identify and screen director candidates (including incumbent directors for potential renomination and candidates recommended by shareholders in accordance with the Company's policies as set forth in its proxy statement) consistent with criteria approved by the Board, and recommend to the Board such candidates for: (a) nomination for election or re-election by the shareholders; and (b) any Board vacancies that are to be filled by the Board.
3. **Director Independence.** Review annually the relationships between directors, the Company and members of management and recommend to the Board whether each director qualifies

as “independent” under the Board’s definition of “independence” and the applicable rules of Nasdaq, the SEC and the Company’s Corporate Governance Guidelines.

4. **Director Significant Events.** Assess the appropriateness of a director continuing to serve on the Board upon a substantial change in the director’s principal occupation or business association from the position such director held when originally invited to join the Board, and recommend to the Board any action to be taken with respect thereto.
5. **Board Size and Composition.** Periodically assess the size, composition, skills and other desired attributes of the Board as a whole, and recommend any appropriate changes to the Board in the context of the current make-up of the Board.
6. **Board Leadership.** Review the Board’s leadership structure considering the specific characteristics or circumstances of the Company, recommend any changes to the Board for approval and discuss in coordination with the Audit Committee the effect of such changes on the Board’s leadership structure regarding the Board’s role in the risk oversight of the Company.
7. **Committee Structure.** Periodically review the committee structure of the Board and recommend to the Board for approval the appointment of directors to committees and assignment of committee chairs and any other changes to the committee composition and structure.
8. **Director Orientation.** Develop, oversee, and coordinate with management on appropriate director orientation programs.
9. **Director Education.** Identify and make available continuing education opportunities for directors, from time to time and review and bring to the Board’s attention emerging governance issues and practices, including proxy advisory firm policies and recommendations.
10. **Corporate Governance Guidelines.** Develop and recommend to the Board for approval and periodically review the Corporate Governance Guidelines and other governance policies of the Company and recommend any modifications of such policies to the Board as appropriate.
11. **Board and Committee Evaluations.** Coordinate and oversee the annual self-evaluation of the role and performance of the Board and its committees in the governance of the Company.
12. **Committee Evaluation.** Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter.
13. **Charter Review.** Review and assess the adequacy of this Charter on an annual basis.
14. **Reporting.** Report regularly to the Board on Committee findings, recommendations and any other matters the Committee deems appropriate or the Board requests, and maintain minutes or other records of Committee meetings and activities.
15. **Coordination with Other Committees.** Coordinate with other Board Committees in instances where there is overlap with their responsibilities and related activities.

16. **Other Responsibilities.** Undertake such other responsibilities or tasks as the Board may delegate or assign to the Committee from time to time.