

SOLV ENERGY, INC.

Compensation Committee Charter

Effective as of February 10, 2026.

PURPOSES

The Compensation Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of SOLV Energy, Inc. (the “Company”) to: (A) assist the Board in overseeing the Company’s employee compensation policies and practices, including (i) determining and approving the compensation of the Company’s Chief Executive Officer (“CEO”) and the Company’s other executive officers, and (ii) reviewing and approving incentive compensation and equity compensation policies and programs, and exercising discretion in the administration of such programs; and (B) produce the annual report of the Committee required by the rules of the Securities and Exchange Commission (the “SEC”). All references to “executive officers” shall have such meaning as defined in Rule 3b-7 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

COMMITTEE MEMBERSHIP

Composition. The Committee shall consist of at least 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, including standards specifically applicable to compensation committee members. In addition, in selecting the members of the Committee, the Board considers whether the director is a “non-employee director” within the meaning of Rule 16b-3 under the Exchange Act. Any action duly taken by the Committee or any subcommittee shall be valid and effective, whether or not the members of the Committee or subcommittee 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 compensation consultant, legal counsel or other adviser to the Committee and 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 (as determined by the Committee) for the payment of reasonable compensation to any such adviser, and other ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

COMMITTEE MEETINGS

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

The Committee shall meet at least annually with the CEO and any other executives the Committee deems appropriate to discuss and review the performance criteria and compensation elements applicable to the executive team.

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. The Committee may, as appropriate, delegate to a subcommittee the power and authority to review and approve transactions, involving equity securities of the Company, between the Company and its directors and officers subject to Section 16 of the Exchange Act, for purpose of exempting such transactions under Rule 16b-3 thereunder. Such subcommittee shall consist of two or more directors, each of whom qualifies as a "non-employee director" within the meaning of Rule 16b-3 under the Exchange Act.

In addition, the Committee may, by resolution approved by a majority of the Committee, delegate to management the administration of the Company's incentive compensation and equity-based compensation plans, to the extent permitted by law and as may be permitted by such plans and subject to such rules, policies and guidelines (including limits on the aggregate awards that may be made pursuant to such delegation) as the Committee shall approve,

provided that, consistent with the below, the Committee shall determine and approve the awards made under such plan to any director, executive officer, and any other member of senior management as the Committee shall designate and shall at least annually review the awards made to such other members of senior management as the Committee shall designate.

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. **Establish Compensation Programs.** Establish and review the objectives of the Company's management compensation programs and its basic compensation policies.
2. **Goals.** Review and approve at least annually corporate goals and objectives relevant to the compensation of the CEO and other executive officers, including annual and long-term performance goals and objectives. The CEO shall not be present during voting or deliberations relating to the CEO's compensation.
3. **Executive Compensation.** Evaluate at least annually the performance of the CEO and other executive officers against corporate goals and objectives including the annual performance objectives and, based on this evaluation, determine and recommend to the Board for approval, the compensation (including any awards under any equity-based compensation or non-equity-based incentive compensation plan of the Company and any material perquisites) for the executive officers based on this evaluation.
4. **Agreements.** Review and recommend to the Board for approval, any employment, compensation, benefit or severance agreement with any executive officer and determine and approve the Company's policy with respect to change of control payments.
5. **Compensation Programs.** Review periodically the Company's executive officer compensation programs, including incentive compensation plans as well as plans and policies pertaining to perquisites, to determine whether they are appropriate, properly coordinated and achieve their intended purpose(s), and recommend to the Board any appropriate modifications or new plans, programs or policies.
6. **Equity-Based Compensation Plans.** Review, approve and recommend to the Board the adoption of the Company's equity-based compensation plans and any modification of any such plans.
7. **Administer Plans.** Administer the Company's equity-based compensation plans as provided by the terms of such plans.
8. **Non-Equity-Based Compensation Plans.** Review, approve and recommend to the Board the adoption of any non-equity-based incentive compensation plan for executive officers and any material modification of any such plan and review at least annually the awards made pursuant to such plans.
9. **Retirement Plans.** Review, approve and recommend to the Board the adoption of any employee retirement plan and other material employee benefit plan, and any material modification of any such plan.

10. **Risk Assessment.** Review at least annually (a) the Company's compensation policies and practices for executives, management employees and employees generally to assess whether such policies and practices could lead to excessive risk taking behavior and (b) the manner in which any risks arising out of the Company's compensation policies and practices are monitored and mitigated, including any adjustments necessary to address changes in the Company's risk profile.
11. **Compensation Consultant.** Engage a compensation consultant to make determinations or recommendations on the amount or form of executive or director compensation and: (a) annually, or from time to time as the Committee deems appropriate, assess whether the work of any such compensation consultant (whether retained by the compensation committee or management) has raised any conflicts of interest; and (b) review the engagement and the nature of any additional services provided by such compensation consultant to the Committee or to management, as well as all compensation provided to such consultant.
12. **Independence Assessment.** Annually assess the independence of compensation consultants, legal and other advisers to the Committee, taking into consideration all relevant factors the Committee deems appropriate to such adviser's independence, including factors specified in the listing standards of Nasdaq.
13. **CD&A and Other Disclosure.** Review and discuss with management the Compensation Discussion and Analysis disclosure required by SEC regulations and determine whether to recommend to the Board, as part of a report of the Committee to the Board, that such disclosure be included in the Company's Annual Report on Form 10-K and any proxy statement for the election of directors; as part of this review, the Committee shall consider the results of the most recent shareholder advisory vote on executive compensation ("say-on-pay" vote) required by Section 14A of the Exchange Act. As appropriate, review and discuss with management other executive compensation disclosures.
14. **Say-On-Pay Frequency.** At least every six years or more frequently as appropriate, make a recommendation to the Board regarding the frequency with which the Company will conduct a say-on-pay vote.
15. **Board Compensation.** Review the form and amount of director compensation at least annually and make recommendations thereon to the Board.
16. **Compensation Recovery Policies.** Oversee and monitor the Company's policies and procedures relating to recovery of erroneously awarded compensation.
17. **Shareholder Communications.** Oversee shareholder communications relating to executive compensation and review and make recommendations with respect to shareholder proposals related to compensation matters.
18. **Stock Ownership.** Periodically review Company stock ownership of executive officers and, if appropriate, establish and oversee stock ownership and/ or retention guidelines for directors and/or executive officers.
19. **Talent and Succession Planning.** Review and oversee the Company's succession planning process for executive officers and discuss plans for the interim succession of

executive officers in the event of an unexpected occurrence. Oversee the Company's human capital and talent strategy.

20. **Committee Evaluation.** Conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter.
21. **Charter Review.** Review and assess the adequacy of this Charter on an annual basis.
22. **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.
23. **Coordination with Other Committees.** Coordinate with other Board Committees in instances where there is overlap with their responsibilities and related activities.
24. **Other Responsibilities.** Undertake such other responsibilities or tasks as the Board may delegate or assign to the Committee from time to time.