

**SHORE BANCSHARES, INC.**

**and**

**SHORE UNITED BANK, N.A.**

**Governance Committee Charter**

**I. Authority**

The board of directors of Shore Bancshares, Inc. and Shore United Bank, N.A. (collectively, the “company”) establishes this Governance Committee (the “committee”) as a standing committee of the board to assist the board in maintaining a board of directors comprised of individuals with the necessary skills and attributes to oversee the affairs of company, establishing strong governance principles and practices, and overseeing succession planning for the company’s Chief Executive Officer (CEO).

This charter is intended as a component of a flexible governance framework within which the board, assisted by its committees, directs the affairs of the company. It should be interpreted within the context of all applicable laws, regulations, listing rules and the company’s articles of incorporation, bylaws and Corporate Governance Guidelines. It is not intended to establish by its own force legally binding obligations.

**II. Purpose**

The purpose of the committee is to (1) identify individuals qualified to serve as directors and to recommend to the board the nominees for election at the next annual meeting of stockholders or to fill vacancies on the board, (2) recommend to the board governance principles and processes, (3) oversee the process for the annual evaluation of the performance and effectiveness of the board and its committees, and (4) oversee planning for the succession of the company’s CEO.

**III. Committee Membership**

The committee shall consist of at least three (3) members of the board, each of whom the board has determined to be “independent” under the listing standards of the Nasdaq Stock Market and any other applicable laws, rules, and regulations regarding independence as they are in effect from time to time. The board, on the recommendation of the Governance Committee, shall appoint members of the committee and designate the chair, annually. Committee members shall serve at the pleasure of the board and for such term as the board determines.

#### **IV. Duties and Responsibilities**

##### **A. Director Nomination Process.** The committee shall:

1. Identify potential candidates for nomination as directors, consistent with the criteria set forth in the company's Corporate Governance Guidelines, including consideration of prospective candidates proposed by security holders in accordance with the same criteria. The committee may adopt procedures regarding director candidates nominated or proposed by security holders.
2. Recommend to the board the number of directors to be elected and a slate of nominees for election as directors at the company's annual meeting of stockholders and persons to be appointed as directors to fill any vacancies in the interval between annual meetings of stockholders.
3. Annually review the relationship between directors, on the one hand, and the company and employees of the company, on the other hand, and recommend to the board whether each director qualifies as "independent" under applicable listing standards and any standards adopted by the company for determining outside director independence.
4. Review the size and composition of the board, including the qualifications and independence of the members of the board and its various committees on a regular basis and make recommendations to the board concerning the size and composition of the board and its committees, including the identification of directors qualified to serve as members and chairs of a committee.
5. Oversee the orientation of new directors and continuing education opportunities for incumbent directors.

##### **B. Governance Policies and Practices**

1. Make recommendations to the board regarding committee structure and functions, including the creation and elimination of standing and special committees.
2. Review stockholder proposals duly and properly submitted to the company and recommend appropriate action to the board.
3. Review any proposed amendments to the company's Articles of Incorporation and Bylaws and recommend appropriate action to the board.
4. Review and monitor director and executive officer stock ownership levels in accordance with stock ownership requirements adopted by the board.

5. Monitor and review evolving corporate governance trends and best practices and make recommendations to the board regarding, or take action with respect to, such matters.
6. Periodically review and assess the adequacy of the company's Corporate Governance Guidelines and recommend any proposed changes to the board for approval.

**C. Board and Director Evaluation.** The committee shall:

1. Periodically conduct evaluations of the performance and effectiveness of the board, its committees, and individual members and discuss the results with the board.

**D. Succession Planning.** The committee shall:

1. Oversee and report annually to the board on CEO succession planning, which shall include transitional leadership in the event of an unplanned vacancy.
2. Make recommendations to the board regarding: (i) establishing management development and succession plans; and (ii) reviewing the development of key executives with the CEO and other executives.

**V. Corporate Governance Responsibilities**

The committee shall periodically review its own performance.

The committee shall review and assess the adequacy of this charter annually and recommend any proposed changes to the board.

The committee shall assume such other duties and responsibilities as the board, from time to time, may delegate to the committee.

**VI. Authorities and Management Support**

The committee may, in its discretion, request and review information and reports from management to the extent that it deems necessary or appropriate. The committee may conduct or authorize investigations into any matters within the scope of its responsibilities and may meet with any employees of the company or any third parties it deems necessary in connection with such investigations.

The committee has the power and authority in its sole discretion to retain or obtain the advice of consultants, legal counsel, or other advisors (together, "advisors") as it determines necessary to carry out its duties and responsibilities under this charter. The committee shall be directly responsible for the appointment, compensation, and oversight of the work of any advisor retained by the committee.

The company shall provide for appropriate funding, as determined by the committee, in its capacity as a committee of the board, for payment of (i) compensation of any advisors employed by the committee, and (ii) ordinary administrative expenses of the committee that are necessary or appropriate in carrying out its duties.

The committee shall not be required to implement or act consistently with the advice or recommendations of advisors to the committee, and the authority granted in this charter shall not affect the ability or obligation of the committee to exercise its own judgment in fulfilling its duties under this charter.

## **VII. Committee Meetings and Action**

A majority of the committee members will constitute a quorum for the transaction of business. The committee shall act only on the affirmative vote of at least a majority of its members present at any meeting. The committee may also act without a meeting by securing the unanimous written consent of its members. Meetings of the committee may be held by telephone or video conference.

The committee shall keep minutes of its meetings, which shall include a record of any actions taken by the committee. The chair shall report the committee's actions, recommendations, or findings to the board at the next regular or special board meeting following the committee meeting.

The committee shall meet at regularly scheduled times in accordance with the committee's needs and the company's master calendar prepared annually and distributed to the board. Additionally, the committee may meet at such times as may be requested by its chair.

The committee shall meet in executive session without the presence of members of management as often as it deems appropriate.

The chair shall set the agenda for committee meetings.

Except as expressly provided in this charter, the company's bylaws, or as required by applicable law, regulation or listing standard, the committee may establish its own rules of procedure.

Approved by the Governance Committee on February 17, 2026

Ratified by the Shore Bancshares, Inc. and Shore United Bank, N.A. Board of Directors on February 18, 2026