

MCGRAW HILL, INC.

POLICY REGARDING BOARD COMMUNICATIONS WITH STOCKHOLDERS AND OTHER INTERESTED PARTIES

Purpose

The Board of Directors (the “Board” and each member thereof, a “Director”) of McGraw Hill, Inc., a Delaware Corporation (the “Company”), values the input and feedback of its stockholders, other security holders, and other interested outside parties (together, the “Interested Parties”). The purpose of this Policy is to set forth the established process through which Interested Parties may communicate with Directors.

Communications Directed to Company Secretary

An Interested Party may contact Directors, individually or as a group, by a letter or other written statement (the “Communication”) that is clearly addressed to the Board, a specific committee of the Board, or any individual Director. Such Communication should state the type and amount of the Company’s securities held (if the Interested Party is a security holder), the nature of the Interested Party’s interest in the Company (if the Interested Party is not a security holder), and the Interested Party’s contact information (including telephone number and email address).

The Communication should be sent to the attention of the Company’s Secretary at the following address:

McGraw Hill, Inc.
8787 Orion Place
Columbus, Ohio 43240
Attn: Secretary

Communications Forwarded to Directors

As an initial matter, the Secretary will determine whether the Communication is a proper communication to be forwarded to the Board, a committee, or any individual Director. In general, the Secretary will not forward the following “Excluded Communications”: junk mail and mass mailings, business solicitations, routine customer service complaints, political campaign or election materials, new product or service suggestions, opinion survey polls, Communications that contain abusive or threatening language or individual grievances personal to the Interested Party, or any other Communications deemed by the Secretary to be unrelated to the duties and responsibilities of the Board or otherwise immaterial to the Company. In addition, proposals submitted by stockholders to be included in the Company’s definitive proxy statement, pursuant to Rule 14a-8 of the Securities Exchange Act of 1934, and other communications related thereto, will typically be treated as Excluded Communications.

With the exception of Excluded Communications, the Secretary will promptly forward Communications from Interested Parties to the Board, the committee of the Board, or the individual Director to whom such Communications were addressed. At the discretion of the Secretary or any Director, a Communication addressed to an individual Director may be shared with the Chairman of the Board or with selected Directors or members of the Company’s management team.

Addressing Communications Received

Whether or how the Board will respond to an Interested Party's Communication is a matter within the discretion of the Board. The Board believes that it is, in general, the responsibility of management to speak for the Company in normal business communications with Interested Parties, including stockholders, investment professionals, the press, and industry associations. Ordinarily, Directors will respond to, or otherwise communicate directly with, Interested Parties only at the request of management. However, the Board may, in appropriate circumstances, authorize Directors to communicate directly with Interested Parties.

Concerns communicated to the Board ordinarily will be addressed through the Company's regular procedures for addressing such matters. Depending upon the nature of the concern, it may be referred to the Company's Vice President Finance & Investor Relations, the Office of the General Counsel, the Chief Communications Officer, or other appropriate departments. As they deem necessary or appropriate, the Chairman of the Board or the Chair of any committee of the Board may direct that certain concerns communicated to them be presented to the full Board or any of its committees, or that such concerns receive special treatment, including the retention of outside counsel or other outside advisors. The status of concerns communicated to the Board will be reported periodically to the Chairman of the Board and/or the Chair of an applicable committee, as appropriate.

Public Posting of Policy

This Policy will be posted in the Investor section of the Company's website at <https://investors.mheducation.com/> and will be summarized in the Company's annual proxy materials.

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Adopted by the Board of Directors of McGraw Hill, Inc. as of July 2025.