

**BRIGHTSPRING HEALTH SERVICES, INC.**

**NOMINATING AND CORPORATE GOVERNANCE COMMITTEE  
OF THE BOARD OF DIRECTORS**

**CHARTER**

**I. PURPOSE**

The Nominating and Corporate Governance Committee (the “*Committee*”) shall provide assistance to the Board of Directors (the “*Board*”) of BrightSpring Health Services, Inc. (the “*Company*”), by:

A. Identifying individuals qualified to become directors, consistent with the criteria approved by the Board, from time to time, and selecting, or recommending that the Board select, the director nominees for the next annual meeting of stockholders or to fill vacancies or newly created directorships that may occur between such meetings;

B. Developing and recommending to the Board a set of corporate governance guidelines applicable to the Company and assisting the Board in complying with them;

C. Overseeing the evaluation of the Board;

D. Recommending members of the Board to serve on committees of the Board and evaluating the functions and performance of such committees;

E. Overseeing succession planning of the Company’s Chief Executive Officer (“*CEO*”); and

F. Otherwise taking a leadership role in shaping the corporate governance of the Company.

**II. STRUCTURE AND OPERATIONS**

Composition and Qualifications

The Committee shall be composed of three (3) or more members of the Board, each of whom shall be determined by the Board to meet the criteria for independence set forth under the applicable Nasdaq Listing Rules.

Appointment and Removal

The members of the Committee shall be appointed by the Board and each member shall serve until such member’s successor is duly elected and qualified or until such member’s earlier resignation, removal, retirement, disqualification or death. The members of the Committee may be removed, with or without cause, by action of the Board.

Chair

The chair of the Committee (the “*Chair*”) shall be appointed by the Board, which appointment may be made on the recommendation of the Committee. In the absence of such appointment, the members of the Committee shall designate a Chair by majority vote of the full Committee membership. The Chair will chair all meetings of the Committee and is responsible for setting the agendas for Committee meetings. In the absence of the Chair, the Committee shall select another member to preside.

### Delegation to Subcommittees

The Committee may form subcommittees composed of one or more of its members for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority held by the Committee under this Charter as the Committee deems appropriate.

### III. MEETINGS

The Committee shall meet as often as it deems appropriate to carry out its responsibilities under this Charter. The chair of the Board or any member of the Committee may call meetings of the Committee. The same procedural rules concerning notice of meetings, actions by written consent or telephonic meetings and meetings held by other means of remote communication, and other procedural matters, shall apply to Committee meetings as apply to meetings of the Board under the Company's certificate of incorporation or bylaws.

The Committee may invite to its meetings any director, management of the Company and such other persons as it deems appropriate in order to carry out its responsibilities. The Committee may also exclude from its meetings any persons (other than a member of the Committee) it deems appropriate in order to carry out its responsibilities.

A majority of the members of the Committee shall constitute a quorum for the transaction of business. The act of a majority of its members present at any meeting at which there is a quorum shall be the act of the Committee.

### IV. RESPONSIBILITIES AND DUTIES

The following functions are expected to be the common recurring activities of the Committee in carrying out its responsibilities. These functions should serve as a guide with the understanding that the Committee may carry out additional functions and adopt additional policies and procedures as may be required or appropriate in light of changing business, legislative, regulatory, legal or other conditions. The Committee may also carry out any other responsibilities and duties delegated to it by the Board from time to time.

The Committee, in discharging its oversight role, is empowered to study or investigate any matter of interest or concern that the Committee deems appropriate and shall have the authority to retain and terminate outside counsel or other experts for this purpose, including the authority to approve fees payable to such counsel or experts and any other terms of retention. The Company shall provide appropriate funding, as determined by the Committee, for payment of reasonable compensation to any consultant, legal counsel, or other expert or adviser retained by the Committee, as well as funding for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. The Committee also shall have sole authority to retain and to terminate any director search firm or executive search firm to be used to assist it in identifying candidates to serve as directors or executives of the Company, including sole authority to approve the fees payable to such search firm and any other terms of retention.

### Board Selection, Composition, Evaluation and Orientation

1. Determine the qualifications, qualities, skills, and other expertise required to be a director and to develop, and recommend to the Board for its approval, criteria to be considered in selecting nominees for director (the "***Director Criteria***").

2. Subject to paragraph 13 below:
  - (a) Identify and screen individuals to serve on the Board, consistent with the Director Criteria, and make recommendations to the Board regarding the selection and approval of the nominees for such director or directors to be submitted to a stockholder vote at the annual meeting of stockholders, subject to approval by the Board;
  - (b) Review and make recommendations to the full Board whether members of the Board should stand for re-election;
  - (c) Consider matters relating to the retirement of members of the Board, including term limits or age limits, as well as the performance of such directors; and
  - (d) In the case of a director nominated to fill a vacancy on the Board (whether due to a resignation or increase in the number of directors), recommend to the Board the individuals to fill the vacancy and, if applicable, the class of directors in which the director-nominee should serve and in accordance with any applicable provisions of the Company's certificate of incorporation, bylaws or any stockholders agreement to which the Company is a party.
3. Evaluate candidates for nomination for election to the Board, including those recommended by stockholders in accordance with applicable laws, rules and regulations and the provisions of the Company's charter documents. The Committee may adopt such procedures for the submission of recommendations as it deems appropriate.
4. Conduct all necessary and appropriate inquiries into the backgrounds and qualifications of possible candidates to serve on the Board.
5. Annually assess independence (including requirements of the Securities Exchange Commission and Nasdaq Listing Rules) of all Board members and executive officers and make recommendations to the Board.
6. Consider questions of possible conflicts of interest of members of the Board and executive officers.
7. Review and make recommendations, as the Committee deems appropriate, regarding the structure, composition and size of the Board in order to ensure the Board has the requisite expertise and its membership consists of persons with sufficiently diverse and independent backgrounds.
8. Review and evaluate the succession plan for the CEO.
9. Oversee evaluations of the Board and any evaluations conducted by any committee of the Board.

#### Committee Selection, Composition and Evaluation

10. Recommend members of the Board to serve on the committees of the Board, including the chair of each committee, giving consideration to the criteria for service on each committee as set forth in the charter for such committee, as well as to any other factors the Committee deems relevant, and where appropriate, make recommendations regarding the removal of any member of any committee.
11. Establish, monitor and recommend the qualifications and criteria for membership on each committee of the Board and, as circumstances dictate, make any recommendations regarding

periodic rotation of directors among the committees and impose any term limitations of service on any committee of the Board.

12. Periodically review the charter, structure and composition of each committee of the Board and make recommendations to the Board and periodically consider the creation of additional committees or the elimination of committees of the Board and make recommendations to the Board.
13. Make recommendations concerning any other aspect of the procedures of the Board that the Committee considers warranted including procedures with respect to the waiver by the Board of any Company rule, guideline, procedure or corporate governance principle.

#### Implementation of Provisions of Stockholders Agreement

14. To the extent there is a stockholders agreement to which the Company is a party, governing the composition of the Company's Board and/or its committees, the Committee shall act appropriately to nominate individuals to serve as directors of the Board and members of committees, to fill vacancies on the Board and on committees and to comply with such other matters as may be specified in such agreement, in each case, in accordance with such stockholders agreement.

#### Corporate Governance

15. Review the adequacy of the certificate of incorporation and by-laws of the Company and recommend to the Board, as conditions dictate, proposed amendments to the certificate of incorporation and by-laws for consideration by the Board and, if applicable, the stockholders.
16. Annually review the Company's Corporate Governance Guidelines and recommend any changes to the Board in light of corporate governance developments as may be appropriate.
17. Review policies relating to meetings of the Board. This may include meeting schedules and locations, meeting agendas and procedures for delivery of materials in advance of meetings.
18. Review significant stockholder relations issues. Review and make recommendations to the Board regarding any stockholder proposals to be included in the proxy statement for the annual meeting of stockholders.
19. Review and make recommendations to the Board regarding director's and officer's indemnification and insurance matters.

#### Reports

20. Report regularly to the Board including:
  - (a) following meetings and unanimous written consents of the Committee; and
  - (b) with respect to such other matters as are relevant to the Committee's discharge of its responsibilities.

The Committee shall provide such recommendations to the Board as the Committee may deem appropriate. The report to the Board may take the form of an oral report by the Chair or any other member of the Committee designated by the Committee to make such report.

21. Maintain minutes or other records of meetings and activities of the Committee.

### Other Activities

22. The Committee will perform any other duties or responsibilities within the scope of its functions as (i) the Committee may determine, provided that such duties and responsibilities are consistent with the Company's articles of incorporation, bylaws and other governing documents, (ii) may otherwise be required by law or regulation, or (iii) may be delegated to the Committee by the Board from time to time.

### V. ANNUAL PERFORMANCE EVALUATION

It is expected that the Committee shall perform a review and evaluation, at least annually, of the performance of the Committee and its members, including by reviewing the compliance of the Committee with this Charter. In addition, the Committee shall periodically review and reassess the adequacy of this Charter and recommend to the Board any proposed changes to this Charter that the Committee considers necessary or appropriate. The Committee may conduct such evaluations and reviews in such manner as it deems appropriate.

Adopted as of April 28, 2026.