Dated: April 15, 2026

NRC HEALTH
AMENDED AND RESTATED
CHARTER OF THE COMPENSATION AND TALENT COMMITTEE

I. PURPOSE

The Compensation and Talent Committee (the "Committee") shall discharge the responsibilities of the Board of Directors of NRC Health, a Delaware corporation (the "Company"), with respect to all significant aspects of the companies policies, programs, plans and the Company's compensation programs and practices, including its executive compensation plans and its incentive-compensation and equity-based plans; to review and discuss with management the Company's compensation discussion and analysis ("CD&A") to be included in the Company's annual proxy statement or annual report on Form 10-K filed with the Securities and Exchange Commission ("SEC"); and to prepare the "Compensation Committee Report" as required by the rules of the SEC.

II. COMPOSITION

The Committee shall consist of at least three members of the Board of Directors, each of whom shall meet the independence requirements of The Nasdaq Global Select Market applicable to compensation committee members. Additionally, no director may serve on the Committee unless he or she (1) is a "Non-Employee Director" under the qualifications set forth in Rule 16b-3 of the Securities Exchange Act of 1934 and (2) is free of any relationship or affiliation with the Company, a subsidiary of the Company, or an affiliate of a subsidiary of the Company that, in the Board of Directors' discretion, would interfere with the director's independent judgment.

The members of the Committee shall be appointed by the Board of Directors annually or as necessary to fill vacancies on the recommendation of the Company's Nominating Committee. Unless a Chair is elected by the full Board of Directors, the members of the Committee may designate a Chair by majority vote of the full Committee membership. Each member shall serve until his or her successor is duly elected and qualified or until such member's earlier resignation or removal. Any member of the Committee may be removed, with or without cause, by a majority vote of the Board of Directors.

III. MEETINGS

The Committee shall meet at least two times annually, or more frequently as circumstances dictate. Any member of the Committee may call meetings of the Committee.

The Committee shall meet periodically, as circumstances require, in executive session, without Company management present. The Committee may invite to its meetings any officer, associate or director of the Company and such other persons as it deems appropriate in order to carry out its responsibilities. A member of management shall not, however, be present at any discussion or review where his or her performance and compensation is being determined.

IV. RESPONSIBILITIES AND DUTIES

In furtherance of its purpose, the Committee shall have the following responsibilities and duties. These responsibilities and duties 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 appropriate in light of changing business, legislative, regulatory, legal, or other conditions. The Committee also shall carry

out any other responsibilities and duties delegated to it by the Board of Directors from time to time related to the purposes of the Committee outlined in Article I of this Charter.

Setting Compensation for Executive Officers & Non-Associate Directors

1. The Committee shall review the overall compensation philosophy of the Company.

2. The Committee shall review and approve corporate goals and objectives relevant to Chief Executive Officer and other executive officer compensation.

3. The Committee shall evaluate the performance of the Chief Executive Officer in light of those criteria and, based on such evaluation and other relevant considerations, review and approve the annual salary, bonus, stock options and other benefits, direct and indirect, of the Chief Executive Officer and the other executive officers. The Chief Executive Officer shall not be present during deliberations or voting regarding his or her compensation. In determining the long-term incentive component of the Chief Executive Officer's (or other executive officer whose compensation includes a long-term incentive component) compensation, the Committee shall consider all relevant factors, including:

    a. The Company's performance and relative shareholder return; and

    b. The awards given to the Chief Executive Officer (or other applicable executive officer) of the Company in past years.

4. In connection with executive compensation programs, the Committee shall:

    a. Review and recommend to the Board of Directors, or approve, new executive compensation programs;

    b. Review on a periodic basis the operations of the Company's executive and other compensation programs to determine whether they are properly coordinated and achieving their intended purpose(s);

    c. Establish and periodically review policies for the administration of executive compensation programs;

    d. Review employee compensation strategies, benefits, and equity programs and ensure such strategies, benefits, and programs encourage alignment of risk-taking behavior consistent with the Company's business strategy and appetite for risk; and

    e. In reviewing and approving executive compensation matters, consider the results of the most recent shareholder advisory vote on executive compensation.

5. The Committee shall periodically review the perquisites offered to senior management personnel.

6. The Committee shall review and recommend to the Board of Directors, or approve, any contracts or other transactions with current or former executive officers of the Company,

including consulting arrangements, employment contracts, and severance or termination agreements.

7. The Committee shall periodically consider whether the risks arising from the Company's compensation policies and overall actual compensation practices for employees, including non-executive officers, may have a material adverse effect on the Company, and report any such risks to the Board of Directors as appropriate.

8. The Committee shall periodically review and make recommendations to the Board of Directors with respect to non-associate director compensation. Director compensation should provide reasonable compensation for non-associate directors commensurate with their duties and responsibilities as directors and provide a sufficient level of compensation necessary to attract and retain the highest quality individuals.

Monitoring Incentive and Equity-Based Compensation Plans

9. The Committee shall review and make recommendations to the Board of Directors with respect to the Company's incentive-compensation plans and equity-based plans. The Committee shall review all incentive-compensation plans which may have a material impact on overall financial performance of the company. The Committee shall have and shall exercise all the authority of the Board of Directors with respect to the administration of such plans.

10. The Committee shall make recommendations to the Board of Directors with respect to the establishment of new incentive-compensation plans and equity-based plans.

11. The Committee shall review and approve all equity compensation plans of the Company that are not otherwise subject to the approval of the Company's stockholders.

12. The Committee shall review and make recommendations to the Board of Directors, or approve, all awards pursuant to the Company's equity-based plans.

13. The Committee shall monitor compliance by executive officers with the rules and guidelines of the Company's equity-based plans and otherwise administer such plans.

14. The Committee shall oversee and monitor compliance with the Company's clawback policy and review and approve, or recommend to the Board of Directors, changes in such policy from time to time as appropriate.

15. The Committee shall review, as appropriate, associate pension, profit sharing and benefit plans applicable to senior management personnel.

Succession Planning

16. The Committee will review the overall strategy and policies for the Company and its subsidiaries, including any foreign operations and subsidiaries, with respect to leadership development and related matters. This includes recommendations to the Board of Directors regarding the Company's compensation, inclusion, and succession strategies.

Reporting and Review Procedures

17. The Committee shall oversee the Company's submissions to shareholders on executive compensation matters, including advisory votes on executive compensation and the frequency of such votes. The Committee shall review and recommend to the Board of Directors for approval the frequency with which the Company will conduct such advisory votes, taking into account the results of the most recent shareholder vote on the frequency of such advisory votes.

18. The Committee shall review and discuss annually with management the Company's CD&A required by Item 402(b) of Regulation S-K. The Committee shall consider annually whether it will recommend to the Board of Directors that the CD&A be included in the Company's Annual Report on Form 10-K, proxy statement on Schedule 14A or information statement on Schedule 14C.

19. The Committee shall prepare and review all items relating to disclosures in connection with the "Pay Versus Performance" section of the Company's annual proxy statement required by Item 402(v) of Regulation S-K, including the ability to select and approve, in its sole discretion, performance measures and narrative materials to accompany the Pay Versus Performance table.

20. The Committee shall prepare the annual "Compensation Committee Report" required by Item 407(e)(5) of Regulation S-K.

21. The Committee shall report regularly to the Board of Directors (a) following meetings of the Committee, (b) with respect to such other matters as are relevant to the Committee's discharge of its responsibilities and (c) with respect to such recommendations as the Committee may deem appropriate. The report to the Board of Directors may take the form of an oral report by the Committee's Chairperson or any other member of the Committee designated by the Committee to make such report.

22. The Committee shall maintain minutes or other records of meetings and activities of the Committee.

23. The Committee shall have such other duties as may be delegated from time to time by the Board of Directors.

V. STUDIES, INVESTIGATIONS AND ADVISORS

The Committee shall have the power and authority to conduct or authorize studies and investigations into any matter of interest or concern within the scope of its responsibilities that the Committee deems appropriate. The Committee shall have the authority, in its sole discretion, to retain or obtain the advice of independent counsel, compensation consultants, accountants or other experts to assist in the conduct of any such study or investigation or otherwise, but, to the extent required by the NASDAQ Listing Rules, the Committee may select, or receive advice from, an advisor only after taking into consideration the factors relevant to the advisor's independence from management specified in NASDAQ Listing Rule 5605(d)(3). The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any such advisor retained by the Committee, and the Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any such advisor.

VI. ANNUAL PERFORMANCE EVALUATION

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

VII. LIMITATION OF COMPENSATION AND TALENT COMMITTEE DUTIES

The Committee shall exercise its business judgment in performing its duties under this Charter, including the duties outlined in Article IV, and may emphasize and prioritize those duties and responsibilities set forth above which the Committee, in its sole discretion and judgment, believes are the most important, given the particular circumstances. In performing its functions, the Committee may rely upon information provided to it by management, the Company's auditors, or legal counsel. This Charter imposes no duties on the Committee or its members that are greater than those duties imposed by law upon a director of a Delaware corporation under the Delaware General Corporation Law. If any claim is asserted against the Committee, any of its members, or the Company by a shareholder or any other person, nothing in this Charter shall be construed to limit or restrict any defense or indemnification available to the Committee, any of its members, or the Company.