



TALENT AND COMPENSATION COMMITTEE CHARTER

The Board of Directors of ReliabilityFirst Corporation (“ReliabilityFirst”) has established a Talent and Compensation Committee (the “Committee”) with general responsibility and specific duties as described below:

COMPOSITION

The Committee shall be comprised of at least five (5) directors, including all the Independent Directors, according to independence standards established under the governance guidelines adopted by the Board (the “Governance Standards”). Committee members shall be elected by the Board at its annual meeting and shall serve until their successors are duly elected and qualified. The Committee shall have a chair and a vice chair. The vice chair shall assume the duties of the chair in the absence of the chair at any meeting. The Committee’s chair shall be an independent director and the chair and vice-chair shall be designated by the full Board upon the recommendation of the Nominating and Governance Committee.

RESPONSIBILITY

The primary purpose of the Committee shall be to assist the Board in its responsibilities relating to the compensation and development of, and the benefits provided to, ReliabilityFirst employees, as well as the compensation of Independent Directors.

The Committee is empowered, without seeking Board approval, to retain persons having special competence, including outside consultants and other advisors, as necessary to assist the Committee in fulfilling its responsibilities.

ATTENDANCE AND VOTING

The Committee shall meet as often as it deems necessary in order to fulfill its duties and responsibilities. Meetings may be called either by the Committee Chair or by a majority of the members of the Committee. Members of the Committee should endeavor to be present, in the designated format, (in-person or virtual), at all meetings. Three (3) Committee members shall constitute a quorum. Each member of the Committee, including the chair, shall be entitled to one vote on each matter presented before the Committee. Action by the Committee may be taken at any duly called meeting at which a quorum is present upon the vote of a majority of the members present.

MINUTES OF MEETINGS

Minutes of each meeting shall be prepared and sent to Committee members for approval at the next regularly scheduled meeting and thereafter publicly posted on

ReliabilityFirst's website. The Committee's minutes will be kept by the person so designated by the Chair with a copy retained by Secretary of ReliabilityFirst.

SPECIFIC DUTIES

The Committee will:

1. In consultation with management, review and approve ReliabilityFirst's general policies relating to employee compensation. Oversee the implementation of RF's total compensation philosophy and programs (using total compensation as the relevant guideline for compensation studies and for assessing salaries, retirement benefits, bonuses, and other forms of compensation).
2. Oversee compensation for employees, review and approve annual salary increases, corporate incentive awards, and discretionary contributions based on corporate goals.
3. Assess the competitiveness and appropriateness of salaries, incentive plans, terms of employment, retirement and additional benefits, for the executive officers of ReliabilityFirst.
4. Approve incentive compensation for employees and, as it deems appropriate, delegate to the President the authority to distribute these awards among employees, provided this delegation follows the rules and limits of the applicable compensation plans.
5. Annually review the compensation of the independent members of the Board of Directors and make recommendations regarding compensation to the Board of Directors.
6. Review budget planning process and provide input to the Finance and Audit Committee on headcount and benefit assumptions when material changes to headcount are proposed.
7. Review and approve the President's annual goals and conduct performance evaluation. Recommend President's compensation and incentive compensation to the full Board for approval based on employment contract, market data, individual and company performance.
8. Review and provide oversight succession planning for key leadership roles.
9. Monitor workforce composition, employee engagement, and talent development strategies, including progress on inclusion initiatives and organizational health metrics through regular staff reporting. Perform periodic review of the effectiveness of ReliabilityFirst's recruiting efforts and talent development.

10. Perform other review functions as the Committee deems appropriate.
11. Conduct an evaluation of the Committee's performance and charter at least annually, and adopt such Committee Charter changes, as the Committee deems appropriate, subject to approval by the Board.
12. Regularly report to the Board regarding the Committee's activities.

APPOINTMENT OF ADVISORS

The Committee shall have the sole authority to retain, and approve the fees and other retention terms of, executive compensation, legal and other advisors, as it deems necessary for the fulfillment of its responsibilities.

ADOPTION AND APPROVAL

As adopted by the Compensation Committee on December 4, 2025 and approved by the Board of Directors on December 5, 2025.