



Board of Directors | Risk Management Committee Charter

Approved by the Board of Directors on March 3, 2026

I. Purpose.

The purpose of the Risk Management Committee ("Committee") of the Board of Directors (the "Board") of Nature's Sunshine Products, Inc. (the "Company") shall be to assist the Board in fulfilling its oversight responsibilities regarding the Company's risk management by overseeing the Company's risk management program and framework. The purpose of the Committee includes the following:

A. Oversee and review the identification and assessment of key strategic and operational risks facing the business that may impact the organization's strategy and objectives, including ensuring that the ERM governance, framework, and capabilities support the full risk management lifecycle (identifying, assessing monitoring, reporting, and responding).

B. Oversee and review the Company's operational risks, including management's processes, to assess, identify, and manage material risks, related to legal and regulatory requirements, including, but not limited to, distributor compliance and direct selling best practices; employee compliance, such as code of conduct and other mandated trainings (including FCPA trainings); product and product distribution regulatory compliance, including adherence to FTC, FDA and other similar regulatory bodies' mandates; FCPA compliance and best practices; data protection and privacy, cybersecurity, and IT, including AI, governance compliance and best practices; and foreign operations compliance.

II. Committee Structure.

The Committee shall consist of at least three members of the Board, one of whom shall be a member of the Audit Committee of the Board (the "Audit Committee"). Each member of the Committee be independent under Nasdaq Listing Rule 5605 and applicable SEC and Nasdaq and the rules and regulations of the Securities and Exchange Commission ("SEC"), as affirmatively determined by the Board. The members of the Committee shall be appointed by the Board and shall serve for such term or terms as the Board may determine or until earlier resignation or death. The Board may, at any time and in its complete discretion, replace a Committee member. The Board shall appoint a member of the Committee to serve as the Committee's chairperson.

III. Meetings.

The Committee shall meet as often as it determines, but not less frequently than quarterly. Attendance of a majority of the directors serving on the Committee shall constitute a quorum for the transaction of business. Any such meeting may be held by telephone or by any other means that allows members of the Committee to communicate simultaneously.

The Committee chairperson may ask members of management or others to attend all or any portion of any meeting or to provide relevant information in written form.

The Committee chairperson shall be responsible for scheduling all meetings of the Committee and providing the Committee with a written agenda for each meeting. The Committee chairperson shall preside at the meetings of the Committee. In the absence of the Committee chairperson, the majority of the members of the Committee present at the meeting shall appoint a member to preside at the meeting. The Committee chairperson shall report to the full Board regularly following each meeting and make such recommendations to the Board as the Committee deems appropriate.

The Committee shall maintain minutes and other relevant documentation of all its meetings.

IV. Committee Authority and Responsibilities.

A. The Committee shall oversee the Company's risk management framework and capabilities. In this regard, the Committee may, without limitation:

i. Review periodically and make recommendations to the Board on the adequacy and effectiveness of the Company's risk management governance, framework, and capabilities and provide feedback on how well current risks are being managed;

ii. Monitor the Company's risk profile and review assessment results through discussion of key risks including financial, operational, reputational, regulatory, extended enterprise, strategic, technological, and talent related risks

iii. Meet with and receive and review reports from the Company's Chief Compliance Officer concerning the Company's risk management infrastructure and framework, provided that such reports shall not include matters that are within the purview of the Audit Committee, which includes matters related to the Company's financial statements and financial reporting obligations, any accounting, internal accounting controls or auditing matters, and any anonymous submissions by the Company's employees regarding allegations of misconduct or violations of laws or regulations or Company policies or procedures;

iv. Discuss and monitor potential emerging risks and their relevancy to the Company;

v. Promptly refer all known matters within the purview of the Audit Committee and any matters that could have a significant impact on the Company's financial statements or could involve financial fraud to the Chair of the Audit Committee;

B. The Committee shall oversee management's development of a board-approved risk appetite statement, including, among other things, risk appetite thresholds. The Committee shall monitor threshold breaches and ensure appropriate escalation and corrective actions.

C. The Committee shall have the authority to conduct, authorize, or oversee investigations into any matter within the Committee's scope of responsibilities. The Committee shall be empowered to retain, without Board approval, independent legal, accounting, and other advisors as it deems necessary to carry out its duties. The Company shall provide appropriate funding, as determined by the Committee, to compensate outside legal counsel or any other advisors employed by the Committee, and to pay ordinary Committee administrative expenses that are necessary and appropriate in carrying out its duties.

D. The Committee shall have the authority to institute special investigations with full access to all books, records, facilities and personnel of the Company as and when the Committee determines appropriate and necessary for the conduct of its duties.

E. The Committee shall review and reassess the adequacy of this Charter on an annual basis and submit proposed changes to the Board for approval. The Committee has the powers and responsibilities delineated in this Charter.

F. Although the Committee may initiate audits or investigations, it is not the duty of the Committee to plan or conduct audits in the ordinary course of the Company's business, to conduct investigations, or to assure compliance with legal and regulatory requirements, and ethical programs and policies, as established by management and the Board. Rather, the Committee will oversee the relevant work of the Company's Chief Compliance Officer and will receive reports from the Chief Compliance Officer, the General Counsel and other members of management about issues that may arise concerning the Company's risk management infrastructure and framework, as established by management and the Board.

G. Any communication between the Committee and legal counsel in the course of obtaining legal advice will be considered privileged communications of the Company and the Committee will take all necessary steps to preserve the privileged nature of those communications.

H. The Committee chairperson shall coordinate with the Chairs of other Board level committees in their review of the Company's risks that have been delegated to these committees to assist them in coordination of the relationship between risk management policies and practices and company strategy.

I. In performing its oversight and review responsibilities, the Committee may, as and to the extent that it determines appropriate, review with management and the Board, and actively advise them regarding, the following matters:

i. The Company's risk governance structure and the tone and culture within the Company regarding risk, including open risk discussions, and integration of risk management into the Company's behaviors, decision making, and processes;

ii. The Company's integration of risk management processes with performance management.

H. The Committee shall regularly report to the Board on all significant matters it has addressed and with respect to other such matters that are within its responsibilities.

J. Perform any other activities consistent with this Charter, the Company's certificate of incorporation, the Company's Bylaws and governing law, as the Committee or the Board deems necessary or appropriate.