

## CHARTER OF THE TALENT & COMPENSATION COMMITTEE

This Talent & Compensation Committee Charter (this “**Charter**”) was adopted by the Board of Directors (the “**Board**”) of Deckers Outdoor Corporation (the “**Company**”) on January 21, 2026, replacing the charter previously adopted by the Board on January 22, 2025.

This Charter is intended to be a component of the flexible governance framework within which the Board, assisted by its committees, directs the affairs of the Company. While this Charter should be interpreted in the context of all applicable laws, regulations and listing requirements, as well as in the context of the Company’s Amended and Restated Certificate of Incorporation and Amended and Restated Bylaws, it is not intended to establish by its own force any legally binding obligations.

### **I. PURPOSE**

The purpose of the Talent & Compensation Committee (the “**Committee**”) is to discharge the responsibilities of the Board relating to the general oversight of the Company’s employment practices, policies and compensation plans, as well as the compensation levels and programs for (i) the Company’s directors, (ii) the Chief Executive Officer (“**CEO**”), (iii) the Company’s other executive officers (together with the CEO, the “**Executive Officers**”) as determined with reference to Section 16 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and (iv) the Company’s executive leadership team (together with the CEO and the Executive Officers, the “**ELT**”).

To carry out this purpose, the Committee shall:

- A.** Review and approve goals and objectives relevant to compensation of the ELT;
- B.** Evaluate the performance of the ELT in light of those goals and objectives;
- C.** Determine and approve the compensation of the ELT based, in part, on the foregoing evaluations, including each element of compensation;
- D.** Make recommendations to the Board for any action that is required by law or regulation to be submitted to the stockholders of the Company for approval with respect to executive compensation plans, including incentive-compensation plans and equity-based plans;
- E.** Administer and approve the Company’s equity-based plans, and approve, or delegate authority to approve (below the ELT), individual award grants under those plans, or recommend award grants to the Board for approval;

- F. Oversee the Company's key human capital management strategies and programs;
- G. Review the Company's overall talent management strategy, including development and succession plans for ELT; and
- H. Produce an annual report on executive compensation for inclusion in the Company's annual report or proxy statement for the annual meeting of stockholders.

## II. COMMITTEE MEMBERSHIP AND ORGANIZATION

The Committee shall be comprised of no fewer than three (3) members. Each Committee member shall meet the independence requirements adopted by the Board with reference to the requirements of the New York Stock Exchange Listed Company Manual and the Securities and Exchange Commission, and shall be "outside directors" within the meaning of Section 162(m) of the Internal Revenue Code of 1986 ("**Section 162(m)**") and "non-employee" directors within the meaning of Rule 16b-3 under the Exchange Act. Each member shall be free of any material relationship with the Company (either directly or as a partner, stockholder or officer of an organization that has a relationship with the Company), as determined by the Board. Furthermore, no Committee member shall be affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

The Corporate Responsibility, Sustainability & Governance Committee shall recommend directors to be appointed as members of the Committee to the Board. The Board shall appoint members of the Committee and may replace or remove members from time to time. The Board shall appoint one of the members as Committee chair ("**Chair**"). Committee members shall typically serve for a period of one (1) year unless a member resigns or is replaced by the Board and their successor appointed.

## III. COMMITTEE RESPONSIBILITIES AND AUTHORITY

To carry out the purposes expressed in Paragraph I above, the Committee shall have the responsibilities and authority set forth below.

1. Review and approve the Company's compensation strategy and design to ensure that it is appropriate to attract, retain and motivate senior management and other key employees, such employees are incentivized and rewarded appropriately for their contributions to Company growth and profitability, and the executive compensation strategy supports the Company's objectives and stockholders' interests.
2. Review and approve for the ELT, as applicable: (a) annual base salary level, (b) annual incentive opportunity level (either cash-based, equity-

based or otherwise), (c) long-term incentive opportunity level (either cash-based, equity-based or otherwise), (d) any employment agreements, severance agreements, change-in-control agreements, or retirement arrangements, (e) any special or supplemental benefits, except as provided in paragraph III.5 below, and (f) any awards or adjustments to cash or equity compensation proposed throughout the year. The Committee may solicit and, if received, accept or reject the recommendation of the CEO with respect to the foregoing for any ELT member (other than the CEO). Each ELT member may not be present during voting on or discussion of their compensation. All stock awards granted to the ELT shall be granted under the Company's equity-based plans. In evaluating and determining the compensation of the ELT, the Committee shall consider the results of the most recent stockholder advisory vote on executive compensation required by Section 14A of the Exchange Act. In addition, in evaluating and determining the long-term incentive opportunity component of the CEO's compensation, the Committee shall consider the Company's performance and relative stockholder return, the value of similar incentive awards to CEOs at comparable companies, and the awards given to the Company's CEO in past years.

- 3.** Review and approve, subject to ratification by the Board, annual retainer and meeting fees for directors and members of Board committees, any additional compensation for service as a committee chair, service as a lead director, or any other benefit payable by virtue of the director's position as a member of the Board, including expense reimbursement limits and per diem allowances, and the terms and awards of stock compensation for members of the Board.
- 4.** Review and, subject to paragraph III.5 below, approve the Company's (a) equity-based plans and awards thereunder, (b) employee stock purchase plan, and (c) incentive-compensation plans, including any material changes or amendments to such plans. To the extent that any such plans are qualified under Section 162(m) and require the Committee to certify whether performance goals have been met, the Committee shall make such certification prior to making any payments under such plans. The Committee shall oversee the Company's Benefits Committee and shall have responsibility for overseeing the Company's 401(k) plan.
- 5.** Present as a recommendation to the Board for approval: (a) any action that is required by law or regulation to be submitted to the stockholders of the Company for approval with respect to executive compensation plans, including incentive-compensation plans and equity-based plans, and (b) any approval, amendment, or termination of severance or change-in-control agreements or provisions related to directors or Executive Officers.

6. Annually review the performance of the ELT with insight from the CEO, and report on the Committee's review to the Board. The Corporate Responsibility, Sustainability & Governance Committee shall oversee and administer the annual performance evaluation process of the CEO and report to this Committee.
7. Review and discuss with management the Compensation Discussion and Analysis ("**CD&A**"), including related tabular disclosure and footnotes, for inclusion in the Company's annual report or proxy statement for the annual meeting of stockholders. The Committee shall determine whether to recommend to the Board that the CD&A be included in the annual report or proxy statement for the annual meeting of stockholders or shall disclose to the Board the reasons that it cannot make such a recommendation. The Committee shall produce the annual Compensation Committee Report for inclusion in the Company's annual report or proxy statement.
8. Periodically review with management the Company's key human capital management strategies and programs, including organizational structure and workforce recruitment, retention and development, and report to the Board on such topics as the Committee may deem appropriate.
9. Discuss, review, adopt (or recommend to the Board for adoption) and revise on a periodic basis, plans for orderly management succession planning and talent management, and make an annual report to the Board regarding ELT succession. The Committee shall work with the Board and management to identify recommendations and evaluations of potential successors for ELT, along with a review of any development plans recommended for such individuals. The Committee shall review periodically the Company's overall management, development and succession programs, including such topics as career paths and attracting and retaining quality employees.
10. Review and recommend to the Board any new employee benefit plan or change to an existing plan that creates a material long-term financial commitment by the Company. The Committee may review periodically the Company's material benefit plans, the appropriateness of the allocation of benefits under such plans, and the extent to which such plans are meeting their intended objectives.
11. Consult with and seek advice from the Company's senior management concerning the appropriateness and usefulness of the Company's employment policies, practices and compensation plans, and consult with senior management and other appropriate persons, including external consultants, regarding appropriate employment planning and incentives in light of regulatory developments and industry-wide trends.
12. Approve revisions to or termination of the Company's Clawback and

Forfeiture Policy. The Committee shall approve any revisions to the Company's Executive Officer Stock Ownership Guidelines applicable to the ELT, monitor compliance with such guidelines, and grant hardship exceptions or make other determinations under such guidelines where appropriate.

13. Review and recommend to the Board for approval the frequency with which the Company shall conduct stockholder advisory votes on executive compensation ("**Say on Pay Vote**"), taking into account the results of the most recent stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in the Company's proxy statement.
14. Have sole authority to appoint, obtain advice from, oversee and terminate any compensation consultants, legal counsel, accountants or other advisors (each, an "**Advisor**") used to assist in the evaluation of director or ELT compensation, including sole authority to approve any such Advisor's fees and other retention terms. All fees and other retention items for Advisors shall be paid by the Company. The Committee may only obtain advice and assistance from an Advisor after taking into consideration the following: (i) the provision of other services to the Company by the person or entity that employs the Advisor; (ii) the amount of fees received from the Company by the person or entity that employs the Advisor, as a percentage of the total revenue of the person or entity that employs the Advisor; (iii) the policies and procedures of the person or entity that employs the Advisor that are designed to prevent conflicts of interest; (iv) any business or personal relationship of the Advisor with a member of the Committee; (v) any stock of the Company owned by the Advisor; and (vi) any business or personal relationship of the Advisor or the person or entity employing the Advisor with an Executive Officer of the Company. Consideration of the above factors is not required for an Advisor that acts in a role limited to (a) consulting on any broad-based plan that does not discriminate in scope, terms, or operation, in favor of Executive Officers or directors of the Company, and that is available generally to all salaried employees; and/or (b) providing information that either is not customized for a particular issuer or that is customized based on parameters that are not developed by the Advisor, and about which the Advisor does not provide advice.
15. Periodically evaluate, at least annually, the potential risks arising from or related to the Company's compensation policies and practices, and whether the compensation policies and practices create risks that are reasonably likely to have a material adverse effect on the Company. As appropriate, drive action to mitigate risks to acceptable levels.

16. Form and delegate authority to subcommittees, or delegate authority to members, when appropriate, provided that such subcommittees will be composed exclusively of members of this Committee.
17. Review and re-examine this Charter at least annually and make recommendations to the Board with respect to any proposed changes.
18. Annually report to the full Board regarding its own performance against the responsibilities outlined in this Charter and as otherwise established by the Board.
19. Such other duties and responsibilities as may be assigned to the Committee, from time to time, by the Board or the Chair, or as designated in compensation plan documents.

#### **IV. MEETING AND MINUTES**

The Committee shall meet at least four (4) times annually and shall also meet, as required, in response to the needs of the Board and as necessary to fulfill its responsibilities. The Committee shall meet regularly, but not less than three (3) times annually, in executive session to discuss any matters that the Committee deems appropriate. The Committee shall determine which officers of the Company or other visitors to invite to the Committee's meetings, if any, provided the CEO and other Executive Officers may not be present during voting or discussion of their respective compensation. Committee meetings may be held in person or telephonically or by video conference.

The Committee shall maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board. Two members of the Committee shall constitute a quorum for doing business. Committee actions shall be taken by unanimous vote if only a quorum is present at a meeting; or by majority vote of the Committee members present at a meeting where at least three members are present. The Committee may also act through unanimous written consent and such consents will be filed with the minutes of the meetings of the Board.

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