

**CHARTER FOR THE COMPLIANCE COMMITTEE  
OF THE BOARD OF DIRECTORS  
OF  
FULL HOUSE RESORTS, INC.**

Amended and Restated as of May 18, 2023

**I. PURPOSE**

The purpose of the Compliance Committee (the “Committee”) of the Board of Directors (the “Board”) of Full House Resorts, Inc., a Delaware corporation (the “Company”), shall be to provide oversight and monitoring of: (i) the Company’s regulatory compliance program; (ii) the Company’s systems of internal controls over gaming regulatory compliance; and (iii) the integrity of the Company’s business operations. The Committee shall periodically provide the Board with the results of its monitoring and recommendations derived therefrom. In fulfilling such responsibilities of its oversight and monitoring role, the Committee is empowered to investigate any matter brought to its attention and any other matters that the Committee believes should be investigated.

**II. MEMBERSHIP**

- 1. Member Appointment.** The Committee members will be appointed from time to time by and will serve at the discretion of the Board. The Committee will be comprised of at least (3) directors determined by the Board to be independent in accordance with the requirements of the rules of the Nasdaq Stock Market LLC, and other applicable state and federal laws and regulations, as determined by the Board. The Committee must be comprised of at least one member, either independent or otherwise, with experience and expertise in Nevada gaming laws. In the absence of such member familiar with Nevada gaming laws, the Committee shall retain legal counsel familiar with Nevada gaming laws to serve the Committee.
- 2. Chair Appointment.** The Board may designate a Chairperson of the Committee (“Chairperson”). In the absence of the Board’s appointment of a Chairperson, the members of the Committee shall appoint a Chairperson of the Committee by a majority vote of the full Committee.
- 3. Removal.** The Board may remove a member from the Committee at any time, with or without cause; provided however, that if removing a member or members of the Committee would cause the Committee to have fewer than (3) members, then the Board must at the same time appoint enough additional members to the Committee so that the Committee will have at least three (3) independent members.

**III. MEETINGS**

- 1. Frequency.** The Committee shall meet on a quarterly basis at such times and places it deems necessary to fulfill its responsibilities. The Committee shall report regularly to the Board on its discussions and actions, including any significant issues or concerns that arise at its meetings, and shall make recommendations to the Board as appropriate.
- 2. Form of the Meetings.** Meetings may be in person, by telephone or other form of interactive real time electronic communication where all members can hear each other. Participation by telephone or interactive electronic communication shall constitute presence in person at the meeting.

3. **Notice of Meetings.** Notice of meetings will be given to each member, normally at least one day before the meeting. Any meeting at which all members are present will be a duly called meeting, whether or not such notice was given.
4. **Meetings with Management.** The Committee shall meet with members of the Company's management, including the Chief Executive Officer, Chief Financial Officer, and Company Compliance Officer to assist in carrying out its duties and responsibilities.
5. **Compliance Officer.** The Company Compliance Officer shall serve as a liaison between the Company and the Committee. The Compliance Officer by training, education and experience, shall have sufficient knowledge and expertise in gaming regulation and compliance therewith to design, amend, modify, implement and carry out the regulatory compliance program of the Company and system of internal controls sufficient to ensure compliance by the Company with any and all requirements of gaming law to which the Company is or may become subject.
6. **Reporting to the Board.** The Chairperson or his/her designee shall routinely report to the Board on pertinent matters addressed at the Committee meeting.
7. **Minutes.** The Committee shall maintain written minutes of its meetings and shall report such minutes to the Board for inclusion in the corporate records.
8. **Charter.** The Committee shall review this Charter at least annually and recommend any proposed changes to the Board for approval.

#### **IV. DUTIES AND RESPONSIBILITIES**

The Committee shall have the following authority and responsibilities:

- To provide oversight and monitoring of the activities of the Company, including without limitation, management and staff with respect to the Company's regulatory compliance process;
- To provide oversight and review the adequacy and effectiveness of the Company's regulatory compliance program and system of internal controls over regulatory compliance as well as the Company's compliance controls and procedures;
- To obtain and review on a periodic basis, a report from the Compliance Officer describing the Company's internal quality-control procedures, any material issues raised by the most recent internal quality- control review or peer review or by any inquiry or investigation by governmental or professional authorities, and any steps taken to deal with such issues;
- To review, in conjunction with legal counsel, any legal matters that could have a significant impact on the Company's regulatory compliance; and
- To ensure the Company has established procedures for receiving, retaining and treating complaints received by the Company regarding regulatory compliance, internal controls, compliance matters and procedures for the confidential, anonymous submission by employees of concerns regarding questionable compliance internal controls or compliance matters;

## **VI. OUTSIDE ADVISORS**

The Committee has the authority to select, direct, and if appropriate, terminate such experts as it deems necessary to fulfill the performance of its responsibilities. The Company shall provide the funding, as determined by the Committee to compensate outside legal counsel or other experts and advisors retained by the Committee and pay ordinary Committee administrative expenses that are necessary and appropriate in carrying out its responsibilities.

## **VII. DELEGATION OF AUTHORITY**

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion. The Committee may delegate to the Compliance Officer the authority to pre-approve Compliance and permissible non-Compliance services, provided such pre-approval decision is presented to the full Committee at its scheduled meetings.

## **VIII. INDEMNIFICATION.**

The Company shall indemnify and hold harmless all Committee members to the fullest extent possible under applicable laws, the Certificate of Incorporation and Bylaws of the Company.