



Nominating, Governance & Sustainability Committee Charter



I. Membership

The Nominating, Corporate Governance & Sustainability Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Blink Charging Co. (the "**Company**") shall consist of three (3) or more directors. Each member of the Committee shall be independent in accordance with the rules of Nasdaq and the Company's independence guidelines for members of the Committee.

The Board shall appoint the members of the Committee. The members of the Committee shall serve for such term or terms as the Board may determine or until earlier resignation or death. The Board may remove any member from the Committee, including the Chairperson, at any time with or without cause.

II. Purpose

The purpose of the Committee is to carry out the responsibilities delegated by the Board relating to the Company's director nominations process and procedures, development and maintenance of the Company's corporate governance policies, practices and procedures related to sustainability and environmental, social, and governance, corporate social responsibility, oversight of the Board and Board committee assessment process and any related matters required by the federal securities laws.

III. Meetings

The Board shall designate a member of the Committee as the chairperson. The Committee shall meet at least once per year at such times and places as 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. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as apply to the Board.

Calling of Meetings. Meetings of the Committee may be called by the Chairperson of the Committee, the Chairperson of the Board, or any two (2) members of the Committee. Notice of any meeting of the Committee shall be given to each member of the Committee at least One (1) day prior to the meeting unless all members waive such notice. The notice shall state the time, date, and place of the meeting and, if possible, the agenda to be discussed. In urgent circumstances, special meetings of the Committee may be called by the Chairperson of the Board or the Chairperson of the Committee upon two (2) hours' notice to each Committee member. The notice for a special meeting shall state the purpose of the meeting. Any two (2) members of the Committee may request the Chairperson of the Committee to call a meeting. If the Chairperson does not call a requested meeting within two (2) days, those two members may call the meeting themselves, providing notice as described above.

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:

- a) To determine the qualifications, qualities, skills, and other expertise required to be a director and to develop, and recommend to the Board for its approval, criteria to be considered in selecting nominees for director (the "**Director Criteria**"). Candidates are selected for, among other things, their character, integrity, judgment, diversity, other commitments. Candidates should also have one or more of the following skills and qualifications: experience, and independence.
- b) To identify and screen individuals qualified to become members of the Board, consistent with the Director Criteria. The Committee shall consider any director candidates recommended by the Company's stockholders pursuant to the procedures described in the Company's proxy statement.
- c) To make recommendations to the Board regarding the selection and approval of the nominees for director to be submitted to a stockholder vote at the annual meeting of stockholders.
- d) To develop and recommend to the Board a set of corporate governance guidelines applicable to the Company, to review these principles at least once a year and to recommend any changes to the Board.
- e) To oversee the Company's corporate governance policies, practices and procedures, including identifying best practices and reviewing and recommending to the Board for approval any changes to the documents, policies and procedures in the Company's corporate governance framework, including its articles of incorporation and by-laws.
- f) To review the Board's committee structure and composition and to make recommendations to the Board regarding the appointment of directors to serve as members of each committee and committee chairperson annually.
- g) If a vacancy on the Board and/or any Board committee occurs, to identify and make recommendations to the Board regarding the selection and approval of candidates to fill such vacancy either by election by stockholders or appointment by the Board.
- h) To develop and oversee a Company orientation program for new directors and a continuing education program for current directors, periodically review these programs and update them as necessary.
- i) To develop and recommend to the Board for approval standards for determining whether a director has a relationship with the Company that would impair its independence.
- j) To review and discuss with management disclosure of the Company's corporate governance practices, including information regarding the operations of the Committee and other Board committees, director independence and the director nominations process, and to recommend that this disclosure be, included in the Company's proxy statement or annual report on Form 10-K, as applicable.
- k) To develop and recommend to the Board for approval a CEO succession plan (the "**Succession Plan**"), to review the Succession Plan periodically with the CEO, develop and evaluate potential candidates for senior executive positions and

recommend to the Board any changes to and any candidates for succession under the Succession Plan.

- l) Review any director resignation letter tendered per the Company's director resignation policy, and evaluate and recommend to the Board whether such resignation should be accepted.
- m) To develop and recommend to the Board for approval a policy on Company political contributions and lobbying expenses, to receive and review an annual report on the Company's political contributions and lobbying expenses, and to review the policy periodically and recommend to the Board any changes to the policy based on the most recent report.
- n) To oversee the Company's strategy on global corporate social responsibility and sustainability, including evaluating the impact of Company practices on communities and individuals, to develop and recommend to the Board for approval policies and procedures relating to the Company's corporate social responsibility and sustainability activities, and to develop and monitor ongoing compliance with the Company's corporate responsibility and sustainability program, including review of annual sustainability disclosure issued by the Company.
- o) To oversee the Company's engagement strategy and efforts with stockholders and other key stakeholders, including proxy advisory firms, non-governmental organizations, and key environmental, social, and governance rating agencies.

V. Outside Advisors

Upon the Board's approval, the Committee may select, retain, and obtain the advice of a director search firm as necessary to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall set the compensation and oversee the work of the director search firm per the Board of Directors' annual budget for committees.

The Committee shall receive appropriate funding from the Company, as determined by the Board per its established annual budget for committees, for the payment of compensation to its search consultants, outside counsel and any other advisors.

VI. Structure and Operations

Delegation of Authority. The Committee shall have the authority to delegate any of its responsibilities and take action in relation to such responsibilities to one or more subcommittees as the Committee may deem appropriate in its sole discretion. The delegation of authority is subject to revocation or modification by the Board at any time.

Performance Evaluation. The Committee shall conduct an annual evaluation of the performance of its duties under this charter and shall present the results of the evaluation to the Board. The Committee shall conduct this evaluation in such manner as it deems appropriate.

As amended and re-adopted in full by the Board of Directors on May 30, 2024.