



## SERVISFIRST BANCSHARES, INC.

### CORPORATE GOVERNANCE AND NOMINATIONS COMMITTEE CHARTER

AS AMENDED OCTOBER 16, 2023

#### **Committee Membership**

Except as provided below, the Corporate Governance and Nominations Committee (the “Committee”) of the Board of Directors (the “Board”) of ServisFirst Bancshares, Inc. (the “Company”) shall consist solely of “independent directors,” *i.e.*, those directors who neither are officers or employees of the Company or its subsidiaries nor have a relationship which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director, and who are otherwise “independent” under the rules of the New York Stock Exchange.

The initial members of the Committee shall be appointed by the Board. Candidates to fill subsequent vacancies in the Committee shall be appointed by the Board based on nominations by the Committee. Members shall serve at the pleasure of the Board and for such term or terms as the Board may determine. Committee members may be replaced or removed by the Board at any time in the Board’s sole discretion. The members of the Committee shall also designate a Committee chairperson (the “Committee Chairperson”).

#### **Committee Purpose and Responsibilities**

The Committee shall have the purposes and responsibilities as follows:

1. The Committee shall make recommendations to the Board from time to time as to changes that the Committee believes to be desirable to the size of the Board or any committee thereof.
2. The Committee shall identify individuals believed to be qualified to become Board members, consistent with criteria approved by the Board, and the Committee shall select, or recommend to the Board, the nominees to stand for election as directors at the annual meeting of stockholders or, if applicable, at a special meeting of stockholders. In the case of a vacancy in the office of a director (including a vacancy created by an increase in the size of the Board), the Committee shall recommend to the Board an individual to fill such vacancy either through appointment by the Board or through election by stockholders. In selecting or recommending candidates, the Committee shall take into consideration the criteria approved by the Board, which are set forth in the Company’s Corporate Governance Guidelines and such other factors as it deems appropriate. These factors may include judgment, skill, diversity, experience with businesses and other organizations of comparable size, the interplay of the candidate’s experience with the experience of other Board members, and the extent to which the candidate would be a

desirable addition to the Board and any committees of the Board. The Committee shall consider all candidates recommended by the Company's stockholders in accordance with the procedures set forth in the Company's annual proxy statement and the Company's Corporate Governance Guidelines. The Committee may consider candidates proposed by management but is not required to do so.

3. The Committee shall develop and recommend to the Board standards to be applied in making determinations as to the absence of material relationships between the Company and a director.

4. The Committee shall identify Board members qualified to fill vacancies on any committee of the Board and shall recommend that the Board appoint the identified member or members to the respective committee. In nominating a candidate for committee membership, the Committee shall take into consideration the criteria approved by the Board, which are set forth in the Company's Corporate Governance Guidelines, and the factors set forth in the charter of that committee, if any, as well as any other factors it deems appropriate, including without limitation the consistency of the candidate's experience with the goals of the committee and the interplay of the candidate's experience with the experience of other committee members.

5. The Committee shall establish procedures for the Committee to exercise oversight of the evaluation of the Board and management.

6. The Committee shall develop and shall recommend to the Board a set of corporate governance guidelines applicable to the Company and shall review those guidelines from time to time as the Committee deems appropriate.

7. The Committee shall oversee the Company's corporate governance practices and procedures, including identifying best practices and reviewing and recommended to the Board for approval any changes in the documents, policies and procedures in the Company's corporate governance framework, including its Certificate of Incorporation and Bylaws.

8. The Committee shall assist management in the preparation of the disclosure in the Company's annual proxy statement regarding director independence and the operations of the Committee.

9. The Committee shall review any director resignation letter tendered in accordance with the Company's Director Resignation Policy set out in the Company's Corporate Governance Guidelines and evaluate and recommended to the Board whether such resignation should be accepted.

10. The Committee shall report to the Board not less than once per year.

11. The Committee shall perform any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to the nomination of Board and committee members.

## **Committee Structure and Operations**

The Committee shall meet at least once a year and perhaps more frequently, in conjunction with regularly scheduled meetings of the Board at regularly scheduled times and places determined by the Committee Chairperson, with further meetings to occur, or actions to be taken by unanimous written consent, when deemed necessary or desirable by the Committee or its chairperson. Members of the Committee, as well as any invited guests, may participate in a meeting of the Committee by means of conference call or similar communications equipment by means of which all persons participating in the meeting can hear one another. In the event of a tie vote on any issues, the Committee Chairperson's vote shall decide the issue. The Committee shall review this Charter at least annually and recommend any changes to the Board for approval.

A quorum at any Committee meeting shall be at least two members. All determinations of the Committee shall be made by a majority of its members present at a meeting duly called and held, except as specifically provided herein (or where a quorum consists of only two members, by unanimous vote). Any decision or determination of the Committee reduced to writing and signed by all of the members of the Committee shall be fully as effective as if it had been made at a meeting duly called and held.

## **Delegation to Subcommittee**

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.


## **Resources and Authority of the Committee**

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate, and approve the fees and other retention terms of special counsel or other experts or consultants, as it deems appropriate, without seeking approval of the Board or management. With respect to consultants or search firms used to identify director candidates, this authority shall be vested solely in the Committee.

## **Conflict with Board Resolutions or Directives**

In the event of an inconsistency or conflict between this Charter and any Board resolution, directive or action relating to this Committee, then such Board resolution, directive or action shall take precedence and govern.

I HEREBY CERTIFY THIS DOCUMENT WAS APPROVED BY THE SERVISFIRST BANCSHARES, INC. BOARD OF DIRECTORS ON OCTOBER 16, 2023

  
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Lisa Beck Youngblood  
Secretary to the Board of Directors of  
ServisFirst Bancshares, Inc.