

**GE VERNOVA INC.**

**NOMINATING AND GOVERNANCE COMMITTEE CHARTER**

The Nominating and Governance Committee (the “committee”) of the board of directors (the “board”) of GE Vernova Inc., a Delaware corporation (the “Company”) shall consist of a minimum of three directors, or such number as may be required by the New York Stock Exchange (the “NYSE”). Members of the committee shall be appointed by the board upon the recommendation of the committee and may be removed by the board in its discretion. The committee’s chair shall be designated by the board or, if not so designated, the members of the committee shall elect a chair by a vote of the majority of the full committee. All members of the committee shall satisfy the applicable independence requirements of the NYSE and any other applicable regulatory requirements.

Meetings shall be called by the chair of the committee or, if there is no chair, by a majority of the members of the committee. Meetings may be held telephonically or by other electronic means to the extent permitted by the Company’s organizational documents and applicable law. Committee actions may be taken by unanimous written consent. The chair of the committee, at the request of any member of the committee, may request any officer, employee or advisor of the Company to attend a meeting of the committee or otherwise respond to committee requests.

The purpose of the committee shall be to assist the board in identifying qualified individuals to become board members, in determining the composition of the board and its committees, in overseeing a process to assess board effectiveness, and in developing and making recommendations to the board regarding governance processes and procedures, including the Company’s Governance Principles. The committee shall have the sole authority to determine and approve all ordinary administrative expenses of the committee that are necessary or appropriate in carrying out its duties and purpose.

In furtherance of this purpose, the committee shall have the following authority and responsibilities:

1. To develop, and to recommend to the board for its approval, qualifications for director candidates, including skills, experience and diversity, and to review these qualifications with the board periodically.
2. To review on an annual basis, and make recommendations to the board with respect to, the independence of directors.
3. Based on its assessment of a candidate’s independence and the business and professional experience, diversity of background (including gender and

racial and ethnic diversity), talents and perspectives, and the needs of the Board for certain areas of expertise at any given time, to identify individuals qualified to become members of the board and recommend director nominees to be presented for stockholder approval at the annual meeting. As part of this process the committee shall formally review each director's continuation on the board. In identifying and reviewing the qualifications of candidates for membership on the board, the committee shall consider all factors which it deems appropriate, including the requirements of the Company's Governance Principles and any other criteria approved by the board.

4. To develop and periodically assess the Company's policies and procedures with respect to the consideration of director nominees submitted by stockholders of the Company and review the qualifications of such candidates pursuant to these policies and procedures.
5. To oversee the leadership structure, size, composition, duties, leadership composition and functioning of the board and its committees and to recommend to the board for its approval directors to serve as members of each committee, and, in consultation with the board chair (and lead director, if the chair and the CEO positions are combined), as committee chairs. The committee shall review and make recommendations to the board with respect to board process, including the calendar, agenda and information requirements for meetings of the board and its committees, executive sessions of non-management directors and executive sessions of independent directors. The committee shall review and recommend committee slates annually, recommend additional members to fill vacancies as needed and evaluate and recommend changes to board leadership structure as may be appropriate for the Company's needs.
6. To review the Governance Principles on an annual basis, or more frequently if appropriate, and recommend changes as necessary.
7. To oversee the annual self-evaluation process of the board and its committees and the individual director evaluation process.
8. To review on an annual basis non-management director compensation and benefits, including consultation with the compensation consultant and consideration of benchmarking, and recommend changes to the board as necessary.
9. To oversee and make recommendations regarding orientation programs for new directors and continuing education programs for directors.

10. To review and approve executive officer and director indemnification and insurance matters.
11. To assist the board in determining whether individual directors have material relationships with the Company that may interfere with their independence, as provided under the requirements of the Company's Governance Principles, the NYSE or any other applicable regulatory requirements.
12. To review and make recommendations to the board with respect to any actual or potential conflict of interest involving a director or executive officer or other circumstances that may adversely reflect upon a director, unless such actual or potential conflict of interest involves a related person transaction (as set forth in the Governance Principles), including, but not limited to, (a) requesting that the director or officer should cease the conflicting activity or (b) requesting that the director or executive officer submit his or her resignation from his or her position if such director or executive officer's continuing service is not consistent with the criteria deemed necessary for his or her continuing service. In the event that a potential or actual conflict of interest arises in conjunction with a related person transaction, the Audit Committee shall review the conflict and the transaction together.
13. To periodically review legislative, regulatory and public policy matters that could be significant to the Company. To oversee the manner in which the Company conducts its public policy and government relations activities, including policies and guidelines regarding political contributions by the Company and lobbying activities.
14. To review, at least annually, the Company's policies and practices related to political and campaign contributions, and contributions to trade associations and other tax-exempt and similar organizations that may engage in political activity; and review, on a semi-annual basis, reports on the Company's political spending and lobbying activities.
15. To approve the Company's annual budget for political activities and oversee the Company's spending pursuant to such budget and the Company's issuance of an annual political spending report.
16. To review and assess stockholder proposals submitted to the company for inclusion in the Company's proxy statement, including an assessment of the relevance and significance of the proposal to the Company's particular circumstances, and determine whether and on what basis such proposal may be excluded from the Company's proxy statement in accordance with the rules of the Securities and Exchange Commission.

17. To perform any other activities consistent with this charter, the Company's bylaws and governing law, as the committee or the board deems appropriate.

The committee shall have the authority to delegate any of its responsibilities to subcommittees as the committee may deem appropriate in its sole discretion, provided that the subcommittees are composed entirely of directors who satisfy the applicable independence requirements of the NYSE and any other applicable regulatory requirements.

The committee shall have authority to retain or terminate any search firm engaged to assist in identifying director candidates, and to retain or terminate outside counsel, experts and other advisors as the committee may deem appropriate in its sole discretion and shall be directly responsible for overseeing the work of such advisors. The committee shall have sole authority to approve related fees and retention terms, as well as the extent of funding necessary (and to be provided by the Company) for payment of any compensation to such advisors.

The committee shall report its actions and any recommendations to the board after each regular committee meeting and shall conduct an annual performance evaluation of the committee. The committee shall review at least annually the adequacy of this charter and recommend any proposed changes to the board for approval.