Governance Principles

The following principles have been approved by the board of directors (board) of GE Vernova Inc. (GE Vernova or the Company) and, along with the charters of the board committees, provide the framework for the governance of GE Vernova. The board will review these principles and other aspects of GE Vernova's governance annually or more often if deemed necessary. The principles are intended to serve as a flexible framework for the conduct of the board's business and not as a set of legally binding obligations. The board may modify or make exceptions to the principles from time to time in its discretion and consistent with its duties and responsibilities to the Company and its stockholders.

1. Role of Board and Management

GE Vernova's business is conducted by its officers and other employees, under the direction of the chief executive officer (CEO) and the oversight of the board, to enhance the long-term value of the Company for its stockholders. The board of directors is elected by the stockholders to oversee management and to assure that the long-term interests of the stockholders are being served. Both the board of directors and management recognize that the long-term interests of stockholders are advanced by responsibly addressing the interests of other stakeholders including customers, suppliers, employees, recruits, GE Vernova communities, government officials and the public at large.

2. Functions of Board

The board of directors will generally hold five meetings per year, unless it determines that more or fewer meetings are required. During board meetings, directors will review and discuss the performance of the Company, its plans and prospects, as well as issues facing the Company. Directors are expected to attend all scheduled board meetings, meetings of the committees on which they serve and the Company's Annual Meeting of Stockholders. Attendance in person is preferred but attendance by teleconference is permitted if necessary. In addition to its general oversight of management, the board, either directly or through its committees, also performs a number of specific functions, including:

a. selecting, evaluating and compensating the CEO and approving and maintaining CEO and executive succession plans, based on recommendations from the compensation and human capital committee;

b. providing counsel and oversight on the selection, evaluation and development of the Company's executive officers and establishing their compensation;

c. reviewing, monitoring and, where appropriate, approving fundamental financial and business strategies and major corporate actions;

d. assessing major risks facing the Company — and reviewing options for their mitigation; and

e. ensuring processes are in place for maintaining the integrity of the Company — the integrity of the financial statements, the integrity of compliance with law and ethics, the integrity of relationships with customers and suppliers and the integrity of relationships with other stakeholders.

3. Qualifications

Directors should possess leadership experience, the highest personal and professional ethics, integrity and values, a passion for learning, a sense of priorities and balance, talent development experience and be committed to representing the long-term interests of the stockholders. They must also have an inquisitive and objective perspective, practical wisdom and mature judgment. We endeavor to have a board that represents a range of experience at policy-making levels in business, government, education and technology and domain expertise in areas that are relevant to the Company's global activities, as well as various demographic attributes.

Directors must be willing to devote sufficient time to carrying out their duties and responsibilities effectively and should be committed to serve on the board for an extended period of time.

Directors who also serve as executives of public companies should not serve on more than one board of a public company in addition to the GE Vernova board and other directors should not serve on more than three other boards of public companies in addition to the GE Vernova board, absent special circumstances, such as a period of transition. Service by a director on the board of a public company for which he or she serves as an executive, together with service on the board of any public company subsidiary or public affiliates as part of the director's executive responsibilities shall count as one board for purposes of this limit. Members of the audit committee should not serve on more than three audit committees of public companies (including the Company's audit committee), unless the member is a retired certified public accountant, CFO, controller or has similar experience in which case the limit for such member shall be four public company audit committees if the board affirmatively determines that such service does not impair service on the Company's audit committee.

When a director's principal occupation or job responsibilities change significantly during his or her tenure as a director, that director shall offer to tender his or her resignation for consideration by the nominating and governance committee. The nominating and governance committee will recommend to the board whether the board should accept the offer to resign and the board will make a final determination with respect to such offer to resign. Management directors shall offer to resign from the board upon their resignation, removal or retirement as an employee of the Company.

The board does not believe that directors should expect to be renominated at the end of their respective terms. The annual board self-evaluation process and the individual director evaluation process will each be important determinants for board tenure. Additionally, directors will not be nominated for election to the board after their 75th birthday. The full board may nominate candidates who are over the age limit in special circumstances.

4. Independence of Directors

The Company will have a majority of independent directors at all times, as independence is defined under the rules of the New York Stock Exchange (NYSE) and determined by the board. Further, while it is the board's goal that at least two-thirds of the directors will be independent, the board also recognizes that non-independent directors make valuable contributions to the board and to the Company by reason of their experience and wisdom. The board will make and publicly disclose its independence determination for each director when the director is first elected to the board and thereafter for all nominees for election as directors and this determination will be disclosed in the proxy statement for the Company's next annual meeting.

Each independent director of the board shall promptly notify the chair of the board of any developments that may impair such director's independence. If a conflict exists, the procedures set forth in Section 12 of these governance principles should be followed.

5. Size of Board and Selection Process

Until the conclusion of the Company's fifth annual stockholder meeting, which we expect to hold in 2029, the board will be divided into three classes of directors, with each class serving a three-year term beginning and ending in different years than those of the other two classes. Only one class of directors will be elected at each annual stockholder meeting, with the other classes continuing for the remainder of their respective three-year terms. Commencing with the fifth annual stockholder meeting, expected to be held in 2029, directors of each class will be elected annually and will hold office until the next annual stockholder meeting and until their respective successors have been duly elected and qualified or until their earlier death, resignation, disqualification or removal. Effective as of the conclusion of the 2029 annual meeting, the board will no longer be divided into three classes.

Stockholders may recommend nominees for consideration by the nominating and governance committee by submitting the names and supporting information to: Secretary, GE Vernova, 58 Charles Street, Cambridge, MA 02141. The board proposes a slate of nominees to the stockholders for election to the board. The board also shall consist of such number of directors as shall be determined from time to time solely by resolution of the board. Between annual stockholder meetings, the board may elect directors to a class to serve until the next annual meeting at which such class is up for reelection. In addition to considering candidates recommended by stockholders, the nominating and governance committee considers potential candidates recommended by current directors, Company officers, employees and others. The committee considers all potential candidates in the same manner regardless of the source of the recommendation.

6. Board Committees

The board has established the following committees to assist the board in discharging its responsibilities: (i) audit; (ii) nominating and governance; (iii) compensation and human capital; and (iv) safety and sustainability. Each of these committees shall consist solely of independent directors. The charters of these committees are published on the GE Vernova website and will be mailed to stockholders on written request. The committee chairs report the highlights of their

meetings to the full board following each regular meeting of the respective committees. The committees may also hold meetings in conjunction with the full board or other committees.

7. Independent Risk Oversight

The board provides independent risk oversight with a focus on the most significant risks facing the Company, including significant risks that relate to strategic, operational, financial, legal and compliance, as well as sustainability, climate change and reputational matters. It has also delegated specific risk oversight responsibility to the committees of the board as follows: the audit committee oversees risk relating to the financial statements, financial systems, financial reporting processes, cybersecurity, enterprise risk management, regulatory, compliance and litigation risks and auditing; the compensation and human capital committee oversees risk relating to executive compensation and human capital management; the nominating and governance committee oversees risk relating to corporate governance, governance processes and procedures, public policy matters and government relations activities; and the safety and sustainability committee oversees risk relating to environmental, health, safety and sustainability matters.

8. Independence of Committee Members

In addition to the requirement that a majority of the board satisfy the independence standards discussed in section 4 above, members of the audit committee must also satisfy an additional Securities and Exchange Commission (SEC) independence requirement. Specifically, they may not accept directly or indirectly any consulting, advisory or other compensatory fee from GE Vernova or any of its subsidiaries other than their directors' compensation for GE Vernova or a GE Vernova subsidiary. Furthermore, they may not be an affiliated person with the Company or a subsidiary of the Company. Under NYSE rules, in determining the independence of compensation and human capital committee members, the board also will consider similar factors, namely whether (i) their source of compensation, including any consulting, advisory or other compensatory fee paid directly or indirectly by GE Vernova or any of its subsidiaries and (ii) any affiliate relationship involving the director, would in each case impair the director's ability to make independent judgments about the Company's executive compensation.

9. Meetings of Independent Directors

The board will have regularly scheduled executive sessions for the independent directors without any management directors or employees present. The chair (or the lead director, if the chair and the CEO positions are combined) will preside at such meetings. The independent directors may also meet in executive session at such other times as determined by the chair (or the lead director, if the chair and CEO positions are combined).

10. Board Leadership

The chair of the board shall be elected by the board. Currently, the chair is an independent director; however, the board believes that GE Vernova and its stockholders are best served by maintaining flexibility to have any director serve as chair and therefore believes that a permanent policy on whether the chair and CEO positions should be separated or combined is not appropriate. In consultation with the nominating and governance committee, the chair oversees

the board's periodic review of the GE Vernova board leadership structure to evaluate whether it remains appropriate for the Company based on its needs. In order to maintain the independent integrity of the board, however, if the chair is not an independent director, the board shall appoint a lead director who must be independent.

The chair (or the lead director, if the chair and the CEO positions are combined) leads meetings of the independent directors and regularly meets with the CEO for discussion of matters arising from these meetings, calls additional meetings of the independent directors or the entire board as deemed appropriate, serves as a liaison on board-related issues between the CEO and the independent directors and performs such other functions as the board may direct, including (1) advising the nominating and governance committee on the selection of committee chairs, (2) approving the agenda, schedule and information sent to the directors for board meetings, (3) working with the CEO and secretary to propose an annual schedule of major discussion items for the board's approval and (4) guiding the board's governance processes, including the annual board self-evaluation, succession planning and other governance-related matters. The chair (or the lead director, if the chair and the CEO positions are combined) is also available for engagement, consultation and direct communication with the Company's major stockholders.

11. Setting Board Agenda

The board shall be responsible for its agenda. The chair (or the lead director, if the chair and the CEO positions are combined) of the board will periodically review with the board, CEO and secretary of the Company the key issues of strategy, risk and integrity to be scheduled and discussed at upcoming meetings. Prior to board meetings, the chair of the board (or the lead director, if the chair and the CEO positions are combined) will review specific agenda items for the next meeting with the CEO and secretary of the Company and shall have the authority to approve the agenda for the meeting. The chair of the board (or the lead director, if the chair and the CEO positions are combined) or committee chair as appropriate, shall determine the nature and extent of information that shall be provided regularly to the directors before each scheduled board or committee meeting. Directors may make suggestions for agenda items, or additional pre-meeting materials, to the chair of the board (and the lead director, if the chair and the CEO positions are combined) or appropriate committee chair at any time.

12. Ethics and Conflicts of Interest

The board expects GE Vernova directors, as well as all officers and employees, to act ethically at all times and to acknowledge their adherence to the policies comprising GE Vernova's code of conduct. GE Vernova will not make any personal loans or extensions of credit to directors or executive officers, provided that ordinary course transactions in connection with a cashless exercise of options shall not be considered a personal loan or an extension of credit. No independent director may directly provide personal services for compensation to GE Vernova, other than in connection with serving as a GE Vernova director. The board will not permit any waiver of any ethics policy for any director or executive officer.

If an actual or potential conflict of interest arises for a director, the director shall promptly inform the chair (and the lead director, if the chair and the CEO positions are combined) of the board and the CEO. If a conflict exists that cannot be managed, the director shall resign. All

directors will recuse themselves from any discussion or decision that may affect their personal, business or professional interests.

The nominating and governance committee shall 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 below). The CEO in consultation with the Legal Department shall resolve any conflict of interest issue involving any other officer of the Company. 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. Approval of Certain Related Person Transactions

The audit committee shall review and approve any transaction in which the Company is a participant and a related person has a direct or indirect material interest and which is required to be disclosed under the rules of the SEC. For purposes of this practice the terms "transaction" and "related person" have the meaning contained in Item 404 of Regulation S-K. In the course of its review of a transaction, the committee shall consider:

a. the nature of the related person's interest in the transaction;

b. the material terms of the transaction, including without limitation, the amount and type of transaction;

c. the importance of the transaction to the related person;

d. the importance of the transaction to the Company;

e. whether the transaction would impair the judgment of a director or executive officer to act in the best interest of the Company; and

f. any other matters the committee deems appropriate, including any third-party fairness opinions or other expert review obtained by the Company in connection with the transaction.

In its review of any related person transaction, the committee shall also consider if such transaction is consistent with the interests of the Company and its stockholders.

Any committee member who is a related person with respect to a transaction under review may not participate in the committee's deliberations or vote respecting such transaction; provided, however, that such director may be counted in determining the presence of a quorum at a meeting of the committee which considers the transaction.

14. Reporting of Concerns to Independent Directors or the Audit Committee

The audit committee and the independent directors have established procedures to enable anyone who has any comment, complaint or concern relating to conduct and actions that implicate the

Company or its policies, including any employee who has a comment, complaint or concern about any matter relating to accounting, internal accounting controls, auditing or federal securities laws, to communicate directly to the chair (or the lead director, if the chair and the CEO positions are combined) or to the audit committee chair. Such communications may be confidential or anonymous, and may be e-mailed or submitted in writing. The Company's Global Ombuds's Office or the corporate secretary's office, as applicable, will initially process such comments, complaints and concerns. Depending on the nature of the issues raised, in coordination with the chair (or the lead director, if the chair and the CEO positions are combined) or the audit committee chair, the Ombuds's Office or the corporate secretary's office, as applicable, may provide a copy or a summary of such communication to the full audit committee or the full board. Issues raised that involve an executive officer of the Company shall be brought to the chair (and the lead director, if the chair and the CEO positions are combined) and the chair of the audit committee. The chair (or the lead director, if the chair and the CEO positions are combined) or the audit committee chair may also direct that certain matters be presented to the full audit committee or the full board and may direct special treatment, including the retention of outside advisors or counsel, for any communication addressed to them. The Company's code of conduct prohibits any employee from retaliating or taking any adverse action against anyone for raising or helping to resolve such comment, complaint or concern.

15. Compensation of the Board

The nominating and governance committee shall have the responsibility for periodically recommending to the board compensation for non-employee directors. In discharging this duty, the committee shall be guided by the following goals: compensation should fairly pay directors for work required in a company of GE Vernova's size and scope; compensation should align directors' interests with the long-term interests of stockholders; and the structure of the compensation should be simple, transparent and easy for stockholders to understand. In implementing these goals, the committee will adhere to the following practices, with specific compensation amounts to be determined following the review by the board, based on the recommendation of the committee:

a. **Board Compensation.** Non-employee directors will be paid in a combination of cash and equity awards as determined by the Board from time to time. The aggregate dollar value of the equity-based and cash compensation will not exceed $750,000 in any calendar year (except as set forth in the Company's long-term incentive plan).

b. **Non-Executive Chair, Lead Director and Committee Compensation.** The non-executive chair, lead director (if the chair and CEO positions are combined) and members of certain or all committees may be eligible for additional compensation, as recommended by the nominating and governance committee and approved by the board.

c. **Perquisites.** The nominating and governance committee will review and recommend for approval to the board the terms of any perquisites for which the non-employee directors may be eligible.

16. Succession Plan

The board shall review and maintain a succession plan for the CEO and the Company's executive officers, based upon recommendations from the compensation and human capital committee. The board views CEO selection and management succession as one of its most important responsibilities.

17. Annual Compensation Review of Executive Officers

The compensation and human capital committee has primary responsibility for assisting the board in developing and evaluating potential candidates for executive officer positions, including the CEO, and for overseeing the development of succession plans. As part of this responsibility, the committee oversees the design, development and implementation of the compensation program for the CEO and other members of the senior management team. The committee evaluates the performance of the CEO and determines, or recommends to the independent directors, CEO compensation in light of the goals and objectives of the compensation program. The CEO and the committee together assess the performance of the executive officers other than the CEO and the committee determines their compensation, based on initial recommendations from the CEO.

18. Access to Senior Management

Independent directors are encouraged to contact senior managers of the Company. To facilitate such contact, independent directors are encouraged to visit GE Vernova businesses and sites, including without senior management being present.

19. Access to Independent Advisors

The board and its committees shall have the right at any time to retain independent outside accounting, financial, legal or other advisors, and the Company shall provide appropriate funding, as determined by the board or any committee, to compensate such independent outside advisors, as well as to cover the ordinary administrative expenses incurred by the board and its committees in carrying out their duties.

20. Board Communication Policy

The board believes that management should speak for the Company and that the non-executive chair (or lead director, if the chair and CEO positions are combined), should speak for the board. In order to ensure compliance with applicable securities laws and to avoid the potential detriment to the interests of GE Vernova, its stockholders and other constituencies that could result from inconsistent communications, the members of the board will not respond to media inquiries or make statements to the media regarding the Company and its business without consultation with, and approval by, the chair (or the lead director, if the chair and the CEO positions are combined) or the board.

21. Confidentiality

The board believes maintaining confidentiality of information and deliberations is an imperative. Information learned during the course of service on the board or a board committee is to be held confidentially and used solely in furtherance of the Company's business.

22. Director Education

New directors participate in an orientation program provided by the general counsel and the chief financial officer. Each new director shall receive a personal briefing by senior management on the Company's strategic plans, its financial statements and its key policies and practices. In addition, the Company will facilitate continuing education on subjects that would assist directors in discharging their duties, which may include programs on the Company's financial planning and analysis, compliance and corporate governance developments; business-specific learning opportunities through site visits and board meetings; and briefing sessions on topics that present special risks and opportunities to the Company. The Company may also provide the directors with access to outside educational programs pertaining to the directors' responsibilities, such as "directors' colleges."

23. Majority Vote Standard

As set forth and described in the Company's Bylaws, a director in an uncontested election shall be elected by a majority of the votes cast with respect to the director, and in a contested election, directors shall be elected by a plurality of the votes cast at a meeting of stockholders by the holders of shares entitled to vote in the election. An election shall be considered contested if as of the record date the number of nominees exceeds the number of directors to be elected at the meeting. In any uncontested election of directors, any incumbent director nominee who receives a greater number of votes cast against his or her election than in favor of his or her election shall offer to tender his or her resignation to the board in accordance with the Company's Bylaws. The board or a duly authorized committee thereof, giving due consideration to the best interests of the Company and its stockholders, shall evaluate the relevant facts and circumstances, and shall make a decision, within 90 days after the election, on whether to accept the offer of resignation. Any director who offers to tender a resignation shall not participate in the board's decision. The board will promptly disclose publicly its decision, and if applicable, the reasons for rejecting the offer to resign.

24. Stock Ownership Requirements and Guidelines

a. Independent directors.

All independent directors are required to hold at least five times the cash portion of their annual retainer worth of Company stock and/or restricted stock units while serving as a director of GE Vernova. Directors have five years from joining the GE Vernova board to attain this ownership threshold.

b. Executive and other senior level officers.

Our executive officers and certain other senior level officers are required to hold significant amounts of Company stock and/or qualifying equity securities. The amount required to be held depends upon the officer's base salary, effective upon his or her promotion to the applicable position, as follows:

Position	Multiple of Base Salary	Time to Attain Compliance
CEO	10X	5 years
Executive Leadership Team (ELT)	5X	5 years
Non-ELT Section 16 Officers	3X	5 years

"Executive Leadership Team" means those officers, other than the Company's CEO and Non-ELT Section 16 Officers, approved by the compensation and human capital committee to be subject to these guidelines.

Time to attain compliance with these guidelines is measured from the later of the first amendment of these guidelines or the date the officer begins serving in the capacity that subjects the officer to these guidelines.

The following holdings of Company stock count towards an officer's satisfaction of the guidelines: stock owned directly or beneficially, stock held in a Company retirement plan and any Company stock or stock-equivalents held in deferred compensation accounts. Company stock underlying unvested performance stock unit awards, unvested restricted stock unit awards and unexercised stock options do not count toward the satisfaction of the guidelines.

Until an officer has attained compliance with the applicable ownership requirement set forth in these guidelines, 100% of net shares received from vesting of restricted stock unit awards or performance stock unit awards or exercise of stock options must be held. Officers are subject to a post-vesting one-year holding period before sale or exercise (does not apply to shares sold to pay taxes).

25. Prohibition on Hedging and Pledging

The board believes the Company's executive officers and directors should not speculate or hedge their interests in the Company's stock. Therefore, the Company's executive officers and directors are prohibited from entering into any derivative transactions in the Company's stock, including any short sale, forward sale, equity swap, option or collar that is based on the Company's stock price. The Company's executive officers and directors are also prohibited from pledging the Company's stock.