

**UNITED STATES LIME & MINERALS, INC.  
NOMINATING AND CORPORATE GOVERNANCE  
COMMITTEE CHARTER**

I. Purposes

The Nominating and Corporate Governance Committee (the “Committee”) of the Board of Directors (“Board”) of United States Lime & Minerals, Inc. (the “Company”) is appointed by, and serves at the pleasure of, the Board. The Committee’s purposes shall be:

- A. To identify individuals qualified to serve as members of the Board, and to identify and recommend to the Board the director nominees for the next annual meeting of shareholders and to fill vacancies on the Board between shareholder meetings, and the director to serve as Chairman of the Board.
- B. To recommend to the Board the duties and responsibilities of each Board committee, the structure and operation of each Board committee, the director nominees for assignment to each Board committee, and the director to serve as Chairman of the Committee.
- C. To assist the Board with oversight and review of ESG (environmental, social, and governance) and sustainability policies and practices.
- D. To assist the Board with other matters to ensure effective corporate governance.

II. Membership

- A. The Committee shall be composed of at least three directors, each of whom must be independent. A director shall qualify as independent if the Board has affirmatively determined that the member is independent under the independence criteria set forth by the Nasdaq Stock Market.
- B. The members of the Committee shall be designated and approved by the Board. Unless the Board has previously designated the Committee Chairman, the members of the Committee shall elect a Chairman of the Committee by majority vote.

III. Meetings and Procedures

- A. The Committee shall meet as often as it may deem necessary or appropriate, but at least once per year. A majority of the members of the Committee shall constitute a quorum, and the Committee shall act only on the affirmative vote of a majority of the members present at the meeting.
- B. The Chairman of the Board, the Chairman of the Committee, or a majority of the members of the Committee may call a special meeting of the Committee on one day’s notice.

- C. The Committee may act by the unanimous written consent of the members of the Committee.
- D. The Committee may request that any directors, officers, or employees of the Company, or other persons whose advice and counsel are sought by the Committee, attend any meeting to provide such information and advice as the Committee may request.
- E. The Committee shall maintain minutes of all meetings, documenting its activities and recommendations to the Board.
- F. The Committee shall report significant matters discussed, determinations made, and actions taken to the Board.

#### IV. Authorities, Duties, and Responsibilities

The Committee shall have the following duties and responsibilities:

##### A. Board Size and Composition

1. Consider and recommend to the Board the appropriate size, structure, composition, diversity and needs of the Board, including consideration of such factors as a candidate's age, gender, nationality, race, and ethnicity, taking into account that the Board as a whole shall have competency in the following areas: (i) industry knowledge; (ii) accounting and finance; (iii) business judgment; (iv) management; (v) leadership; (vi) business strategy; (vii) risk management; and (viii) corporate governance. The Board also seeks members from diverse backgrounds so that the Board consists of members with a broad spectrum of experience, judgments, and expertise and with a reputation for integrity. Directors should have a reputation for integrity, experience in positions with a high degree of responsibility, be leaders in the companies, institutions or professions with which they are or were affiliated, and be selected based upon the contributions that they can make to the Company.
2. Determine what types of experience, qualifications, attributes, and skills of Board members are needed to help strengthen and balance the Board, taking into account the considerations described above and the independence and other determinations related to qualification standards set by federal and state legislation and regulation and the applicable listing standards of the Nasdaq Stock Market.
3. Evaluate and recommend to the Board the slate of nominees for directors to be elected by the shareholders at the Company's next annual meeting of shareholders and, where applicable, to fill vacancies on the Board. The Committee shall give the same consideration to candidates for director nominees recommended by Company shareholders as those candidates recommended by others. The Committee shall establish the Board's procedures for consideration of shareholder recommendations.

4. Consider and recommend to the Board the director to serve as Chairman of the Board.
5. Consider and recommend to the Board the effect, if any, that changes in the circumstances of a given director may have on his or her continued service on the Board or a Board committee, and as Chairman of the Board, including, without limitation, service on the boards or board committees of other public or private companies, change in principal occupation, retirement from principal occupation, governmental service, participation in industry or professional organizations, and substantial share ownership in other public or private companies, including vendors, suppliers, customers, and competitors.
6. Oversee the establishment of the Board's policies and procedures for shareholder communications with the Board and individual directors.

#### B. Board Committees

1. Consider and recommend to the Board the duties and responsibilities of the Board committees, including each committee's structure, operations, and authority to delegate to subcommittees.
2. Evaluate and recommend to the Board those directors to be appointed to the various Board committees, including the persons recommended to serve as chairman of each committee.

#### C. General Corporate Governance Matters

1. Periodically review and assess the adequacy of the Company's corporate governance policies and practices and recommend any changes of the Board for its approval.
2. Consider and recommend general governance matters to the Board, including without limitation: (i) the structure of Board meetings, including recommendations for the improvement of such meetings, and the timeliness and adequacy of the information provided to the directors prior to such meetings; (ii) director retirement policies; (iii) director and officer insurance policy requirements; (iv) policies regarding the number of boards on which a director may serve; (v) meetings of the independent directors in executive sessions; (vi) director attendance at annual shareholder meetings; and (vii) director orientation, training, and evaluation.
3. Review and recommend to the Board the compensation of non-employee directors and the principles upon which such compensation is determined.
4. Assist the Board with review and oversight of ESG and sustainability policies and practices, including, without limitation, with respect to compliance with all environmental, mine safety, and land reclamation and remediation laws, rules, and regulations, protection of the health, safety,

and welfare of the Company's employees and other individuals at its facilities, fostering a work environment that values and promotes diversity and inclusion, including providing equal access to, and participation in, equal employment opportunities, programs, and services, without regard to a person's age, gender, nationality, race, ethnicity, and overall risk management, including, without limitation, cybersecurity risks, with a view towards furthering the long-term best interests of the Company's shareholders and the businesses and communities that it serves.

5. Assist the Board, and where applicable the other Board committees, with respect to the consideration of shareholder proposals, communications, and engagement.
6. Consult with the Chairman of the Board, the CEO, and other Board members, as appropriate, to ensure that the Committee's decisions are consistent with the sound relationship between and among the Board, Board committees, individual directors, and management.
7. Review and assess, at least annually, this Charter and the performance of the Committee, report to the Board the results of that review and assessment, and recommend any changes for the approval of the Board. Review and assess, at least annually, the performance of the Board, and the committees of the Board, and the members thereof, report to the Board the results of that assessment and review, and recommend any changes for the approval of the Board.

**August 3, 2023**