

**Charter of the Nominating and
Governance Committee**

of the Board of Directors of

agilon health, inc.

As Amended and Restated, and Adopted by the Board of Directors

Effective as of December 29, 2025

This Charter sets forth, among other things, the purpose, membership, responsibilities of the Nominating and Governance Committee (“Committee”) of the Board of Directors (“Board”) of agilon health, inc. (“Corporation”). The Board hereby adopts this Amended and Restated Nominating and Governance Committee Charter (“Charter”), to establish the governing principles of the Committee.

1. Purpose

The Committee assists the Board in: (a) identifying individuals qualified and suitable to serve as directors and committee members and recommending director nominees for election at each annual meeting of stockholders; (b) developing and recommending a set of corporate governance guidelines for the Corporation (“Corporate Governance Guidelines”), (c) overseeing the evaluation of the Board and management; (d) overseeing Board and committee succession planning; (e) overseeing policies and practices related to sustainability matters, including having primary oversight responsibility for coordinating the Corporation's overall sustainability strategy, policies, and public reporting, in coordination with other Board committees as appropriate; (f) overseeing risk governance responsibilities as assigned by the Board, including primary oversight of third-party/vendor risk and government and regulatory uncertainty, and secondary oversight of cybersecurity risk as it relates to third-party exposure; and (g) providing leadership in shaping the Corporation’s governance.

2. Membership

The Committee shall consist of at least three directors. The members of the Committee shall be appointed by the Board on the recommendation of the Committee, which shall recommend for Committee membership such directors as it believes are qualified, subject to the terms of the Stockholders Agreement, dated April 16, 2021, between the Corporation and CD&R Vector Holdings, L.P. (the "Stockholders Agreement"). Members of the Committee shall serve at the pleasure of the Board for such term or terms as the Board may determine, and may be removed by the Board in accordance with the Amended and Restated By-laws of the Company (as may be further amended or restated, the "By-laws") and Stockholders Agreement.

Each member of the Committee shall satisfy, as determined from time to time by the Board, the director “independence” requirements of the New York Stock Exchange listing standards, the SEC rules, and the Corporation’s Corporate Governance Guidelines.

3. Structure and Operations

The Board shall appoint one member of the Committee as chairperson, who shall supervise meetings and other responsibilities as set forth herein or as determined by the Committee. The chairperson, with input from management and the Board, will set the agenda for each meeting. Each Committee member shall have one vote and the affirmative vote of a majority of members present at a meeting at which a quorum is present is required to adopt any resolution. The Committee may create subcommittees and may delegate any of its duties or responsibilities to them at its discretion; provided, however, that the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

The Committee shall meet at least [two/four] times per year, at times and places determined by the chairperson, with additional meetings as needed. Members may participate by conference call, virtual meeting, or similar communications arrangements. The Committee may request any officer, employee, outside counsel, independent auditor, or other advisor of the Corporation to attend meetings or provide information as deemed necessary. The meetings and other actions of the Committee shall be governed by the By-laws applicable to Board committees.

4. Responsibilities

The Committee's responsibilities shall include each of the items enumerated in this Section 4 and such other matters as may from time to time be delegated to the Committee by the Board.

The Committee shall:

Board Nominations and Criteria

(a) Recommend to the Board appropriate criteria for the selection of new directors, committee members and Board and committee chairs and periodically review the criteria adopted by the Board and, if deemed desirable, recommend to the Board changes to such criteria.

(b) Maintain and periodically update a matrix of skills, experience, and personal attributes relevant to the Board and its committees (the "Director Skills Matrix"), and use this matrix to inform recommendations regarding director and committee member nominations and appointments.

(c) Identify and recommend to the Board candidates qualified and suitable to become members of the Board and its committees, and recommend director nominees for election at each annual or special meeting of stockholders, subject to the Stockholders Agreement.

(d) Identify Board members qualified to fill vacancies on the Board (including any vacancy created by an increase in the size of the Board) or on any committee of the Board (including the Committee), and recommend that the Board appoint the identified member or members to the respective committee, taking into account the factors set forth in the relevant committee charter, the Corporation's Corporate Governance Guidelines, the Corporation's Director Skills Matrix and any other factors it deems appropriate.

(e) Review the composition of the Board and Board committees and make recommendations to the Board from time to time as to changes in the size of the Board that the Committee believes to be desirable.

(f) Make recommendations to the Board with respect to director independence, including overseeing the Board's annual evaluation of the independence of each director.

(g) Establish and review the process for the recommendation of director candidates by stockholders, which shall be published in the Corporation's annual proxy statement or as otherwise required by applicable rules of the U.S. Securities and Exchange Commission (the "SEC"). Review director candidates recommended by stockholders in accordance with the foregoing procedures (provided that such recommendations are consistent with the Board's criteria for evaluating new directors as set forth in the Corporation's Corporate Governance Guidelines and any additional director criteria determined from time to time by the Board) and make recommendations to the Board with respect to each such director candidate.

(h) Review and make recommendations to the Board with respect to any director resignation requiring acceptance by the Board.

(i) Oversee and monitor compliance with the Corporation's policy on director time commitments, review such policy annually and advise the Board on any recommended updates. Review each Board member's time commitments and ability to effectively serve on the Board considering the Company's policy on director time commitments.

Corporate Governance

(j) Oversee the system of corporate governance of the Corporation, including developing and recommending to the Board a set of Corporate Governance Guidelines for the Corporation, reviewing and reassessing the adequacy of the guidelines at least annually, and recommending changes as deemed appropriate.

(k) Review emerging corporate governance trends and practices and make recommendations to the Board for any changes to the corporate governance policies or guidelines of the Corporation.

(l) Periodically review and evaluate the orientation process for new directors on the Board and recommend enhancements as appropriate.

(m) Monitor compliance with the Corporation’s applicable conflict of interest policies as it relates to directors and otherwise consider questions of possible conflicts of interest of Board members and of executive officers, other than transactions with related persons reviewed by the Audit Committee of the Board (the “Audit Committee”).

Succession Planning

(n) Ensure that there is appropriate succession planning in place with respect to the chair of the Board, the chair of each committee of the Board, and the Chief Executive Officer of the Corporation.

(o) Oversee Board and committee succession planning, including with respect to the chairs of the Board and each committee.

(p) With respect to executive management succession, coordinate with the Compensation and Human Capital Committee, which has primary responsibility for reviewing management development and succession plans.

Sustainability Related Oversight

(q) Provide primary oversight and guidance on the Corporation’s overall sustainability strategy, including the development and recommendation of sustainability policies, goals, and metrics to the Board.

(r) Oversee policies and practices related to sustainability concerns, review and evaluate material sustainability impacts on the Corporation’s business, strategy, and reputation, review and approve external sustainability reports and other significant public communications, reviewing and reassessing the adequacy of sustainability policies and practices, and report to the Board at least annually on the foregoing.

(s) Coordinate with other Board committees, including the Audit Committee and the Compliance and Quality Committee, to ensure that sustainability-related risks and opportunities are appropriately managed and integrated into the Corporation’s overall risk management framework.

Risk Oversight

(t) Periodically review and oversee the Corporation’s risks related to (i) third-party and vendors, including vendor identification, contract review, compliance review, and contract lifecycle management, and (ii) government and regulatory uncertainty, including oversight of ACO REACH, 340B, and other significant regulatory developments.

(u) Provide secondary oversight, in coordination with the Audit Committee, for cybersecurity, privacy, data governance, and artificial intelligence risk, with a focus on risks

arising from third-party/vendor exposure, and provide secondary oversight for executive talent and organizational structure risk in coordination with the Compensation and Human Capital Committee.

(v) Review and oversee the Corporation's policies and practices regarding political contributions and lobbying activities.

(w) Coordinate with other Board committees to ensure comprehensive and non-duplicative risk oversight.

Reports to Board; Review of Committee Performance and Charters

(x) Maintain minutes or other records of its meetings and report regularly to the Board, including presenting, as appropriate, such measures and recommending such actions as may be necessary or desirable to assist the Corporation in conducting its activities in compliance with all applicable laws, regulations and policies. Reports to the Board may take the form of oral reports by the chairperson or any other member of the Committee designated by the Committee to give such report.

(y) At least annually, review and evaluate the charters of the Board's other committees and recommend updates to ensure consistency, clarity of responsibilities, and alignment with governance best practices.

(z) Oversee and facilitate the annual performance evaluation process for the Board, its committees, and individual directors, including reviewing the results and making recommendations for improvement. The Committee shall also undertake and review with the Board an annual performance evaluation of the Committee, comparing its performance with the requirements of this Charter and setting forth goals and objectives for the upcoming year.

(aa) Annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

(bb) Perform such other functions as may be assigned to the Committee from time to time by the Board.

5. Authority and Resources

The Committee shall have the sole authority, without further approval by the Board, to select, retain, and terminate a consultant or search firm to be used to identify director candidates and to approve any compensation payable by the Corporation to such consultant or search firm, including the fees, terms, and other conditions for the performance of such services. In addition, the Committee may, without further approval by the Board, obtain such advice and assistance from outside legal or other advisors as the Committee determines to be necessary or advisable in connection with the discharge of its responsibilities hereunder. Any legal or other advisor

retained by the Committee may, but need not, be otherwise engaged by the Corporation for any other purpose.

The Corporation shall pay to any consultant or search firm or outside legal or other advisor retained by the Committee such compensation, including, without limitation, usual and customary expenses and charges, as shall be determined by the Committee.

The Committee has the authority to conduct or authorize any investigation into any matters within the scope of its responsibilities as it deems necessary or appropriate to fulfill its responsibilities.

6. Reliance; Standard of Care; No Expansion of Duties

The Committee's responsibilities are primarily of an oversight nature. The Company's management is responsible for providing the Committee with the information and support necessary to fulfill its responsibilities relating to Board composition, corporate governance practices, and related matters. The Committee's role is to oversee and review these matters in accordance with the responsibilities set forth in this Charter.

In carrying out its responsibilities, the Committee is entitled to rely in good faith on the integrity, expertise, reports, representations and opinions of management, legal counsel, and other advisors, as well as on the accuracy of information provided by such persons.

Nothing in this Charter is intended to expand applicable standards of liability under statutory or regulatory requirements for directors or members of the Committee. This Charter is intended to serve as a flexible framework to assist the Committee in the discharge of its responsibilities; it does not create by itself any legally binding obligations on the part of the Committee, the Board, or the Company.

The Committee may adopt additional procedures as needed and will act consistently with the Corporation's Corporate Governance Guidelines.