CrowdStrike Holdings, Inc.
Nominating and Corporate Governance Committee Charter

Purpose

The Nominating and Corporate Governance Committee (the "**Committee**") is created by the Board of Directors (the "**Board**") of CrowdStrike Holdings, Inc. (the "**Company**") to:

- review and evaluate the size, composition, function and duties of the Board consistent with its needs;
- recommend criteria for the selection of candidates to the Board and its committees, and identify individuals qualified to become Board members consistent with such criteria;
- recommend to the Board director nominees for election at the next annual or special meeting of stockholders at which directors are to be elected or to fill any vacancies or newly created directorships that may occur between such meetings;
- recommend directors for appointment to Board committees;
- make recommendations to the Board as to determinations of director independence;
- oversee the evaluation of the Board and its Committees; and
- develop and recommend to the Board the Corporate Governance Guidelines and Code of Ethics and Business Conduct for the Company and oversee compliance with such Guidelines and Code.

Membership

The Committee shall consist of at least three members, comprised solely of directors deemed by the Board to be independent and who meet the independence requirements of Nasdaq. The Committee, in consultation with the Chair, shall recommend nominees for appointment to the Committee annually and as vacancies or newly created positions occur. Committee members shall be appointed by the Board and may be removed by the Board at any time. The Committee shall recommend to the Board, and the Board shall designate, the Chair of the Committee.

Responsibilities

In addition to any other responsibilities that may be assigned from time to time by the Board, the Committee is responsible for the following matters.

Board/Committee Nominees

- The Committee shall oversee searches for and identify qualified individuals for membership on the Board.

- The Committee shall recommend to the Board criteria for Board and Board committee membership and shall recommend individuals for membership on the Board and its committees. In making its recommendations for Board and committee membership, the Committee shall:

    - determine the desired qualifications, expertise and characteristics of Board members, with the goal of developing an experienced and highly qualified Board;

    - review candidates' qualifications for membership on the Board or a committee of the Board (including making a specific determination as to the independence of each candidate) based on the criteria approved by the Board (and taking into account the enhanced independence, financial literacy and financial expertise standards that may be required under law or Nasdaq rules for Audit Committee or other committee membership purposes);

    - review and consider any nominations of candidates for membership on the Board validly made by stockholders;

    - in evaluating current directors for re-nomination to the Board or re-appointment to any Board committees, assess the attendance and performance of such directors;

    - periodically review the composition of the Board and its committees in light of the current challenges and needs of the Board, the Company and each committee, and determine whether it may be appropriate to add or remove individuals after considering issues of judgment, variety of perspective, experience and expertise, independence, integrity, knowledge about the Company's business or industry, other individual skills or qualifications, and willingness and ability to devote adequate time and effort to Board responsibilities in the context of the existing composition, other areas that are expected to contribute to the Board's overall effectiveness;

    - periodically review, as appropriate, the service of all directors on the boards of other public companies with consideration to the substantial time commitment required of directors and make such recommendations to the Board as it may deem advisable;

    - consider rotation of committee members and committee chairs, as appropriate; and

    - consider any other factors that are set forth in the Company's Corporate Governance Guidelines or are deemed appropriate by the Committee or the Board.

Evaluating the Board and its Committees

- At least annually, the Committee shall lead the Board in a self-evaluation to determine whether it and its committees are functioning effectively and to evaluate the performance of the Board in light of the corporate goals and objectives. The Committee shall oversee the evaluation process and report on such process and the results of the evaluations, including any recommendations for proposed changes, to the Board.

Corporate Governance Matters

- The Committee shall review and recommend to the Board any proposed material changes to the Company's corporate governance framework, including its certificate of incorporation and bylaws.

- At least annually, the Committee shall review and reassess the adequacy of the Corporate Governance Guidelines and Code of Ethics and Business Conduct of the Company and recommend any proposed changes to the Board.

- The Committee shall be responsible for any tasks assigned to it in the Company's Corporate Governance Guidelines.

- The Committee shall oversee compliance with the Company's Corporate Governance Guidelines and Code of Ethics and Business Conduct and report on such compliance to the Board. The Committee shall also review and consider any requests for waivers of the Company's Corporate Governance Guidelines or Code of Ethics and Business Conduct for the Company's directors, executive officers and other senior financial officers, and shall make a recommendation to the Board with respect to such request for a waiver.

- The Committee shall review potential conflicts of interest involving directors, including whether such director or directors may vote on any issue as to which there may be a conflict.

- The Committee shall periodically review the Company's sustainability policies, programs and progress to support the sustainable growth of the business.

- The Committee shall review the Company's engagement efforts with stockholders and other key stakeholders related to corporate governance and applicable sustainability matters.

- The Committee shall review stockholder proposals within the scope of the Committee's responsibilities and management's proposed response to such proposals.

Director Orientation and Continuing Education

- The Committee shall oversee director orientation and any director continuing education programs, as set forth in the Company's Corporate Governance Guidelines.

Reporting to the Board

- The Committee shall report to the Board periodically.
- At least annually, the Committee shall evaluate its own performance and report to the Board on such evaluation.
- The Committee shall periodically review and assess the adequacy of this charter and recommend any proposed changes to the Board for approval.

Other Duties and Responsibilities

- The Committee will perform any other activities required by applicable law, rules or regulations, including those promulgated by the SEC and Nasdaq, and take such other actions and perform and carry out any other responsibilities and duties delegated to it by the Board or as the Committee deems necessary or appropriate consistent with its purpose.

Authority and Delegations

The Committee has the sole authority to retain and terminate any advisers, including search firms to identify director candidates, and legal counsel, including sole authority to approve all such advisers' fees and other retention terms.

The Committee may delegate its authority to subcommittees or the Chair of the Committee when it deems it to be appropriate and in the best interests of the Company.

Procedures

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter. The Chair of the Committee shall preside at each meeting and, in the absence of the Chair, one of the other members of the Committee shall be designated as the acting chair of the meeting. The Chair of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this charter.

Last reviewed October 14, 2026