REPUBLIC SERVICES, INC.

NOMINATING & CORPORATE GOVERNANCE COMMITTEE OF THE BOARD OF DIRECTORS

CHARTER

(Amended and Restated as of July 29, 2026)

Purpose

The Nominating & Corporate Governance Committee (the "Committee") is appointed by the Board of Directors (the "Board") of Republic Services, Inc., a Delaware corporation (the "Company" or "Republic") to assist the Board in (1) developing the Board's criteria for selecting new directors, (2) identifying individuals qualified to serve on the Board in accordance with the criteria developed, (3) selecting, or recommending that the Board select, the director nominees for each annual meeting of shareholders and to fill any other vacancy on the Board, as needed, (4) developing and recommending to the Board corporate governance principles applicable to the Company, (5) monitoring and recommending the functions of the various committees of the Board and their composition, (6) overseeing the evaluation of the Board and management and the review of the succession plans of executive officers of the Company, and (7) reviewing and recommending to the Board any changes in remuneration paid to independent members of the Board in connection with service on the Board or on its committees.

Membership

The Committee shall consist of at least three members, one of whom shall serve as Chair. The members of the Committee shall be appointed and may be removed by the Board. The Committee shall be composed entirely of independent directors, as such term is defined by New York Stock Exchange requirements and other applicable law or regulation and as set forth in the Company's Corporate Governance Guidelines. Should any member of the Committee cease to be an independent director, such member shall immediately resign his or her membership on the Committee.

Duties and Responsibilities

The Committee shall:

1. Recommend the number of directors to be elected to the Board, and ensure that a majority of the Board consists of independent directors.

2. Solicit recommendations for candidates to be considered by the Committee as potential nominees for election as directors to the Board or for appointment to fill any vacancy on the Board.

3. Have the sole authority to retain and terminate any search firm to be used to identify and assist in recruiting director candidates, and have the sole authority to approve the search firm's fees and other retention terms.

4. To the extent the Committee determines in its discretion, develop and review information about, and perform background checks and conduct interviews of, such candidates, as well as candidates for directors that may be proposed by shareholders, who meet the Board's criteria for selecting new directors.

5. Make recommendations to the Board regarding such candidates.

6. Make recommendations to the Board on committee structure and composition, and the appointment and removal of the Chair and each member of each committee.

7. Establish and monitor a formalized onboarding process as a requirement for new directors and committee members.

8. Review and recommend continuing education programs for directors that support the Committee's objective to promote the continuing quality performance of the Board and its members.

9. Periodically review with the Chairman of the Board and with the Chief Executive Officer the succession plans relating to positions held by executive officers of the Company. The Committee's Chair may also collaborate with the Talent & Compensation Committee's Chair to ensure continuity of leadership through effective succession planning for the Company.

10. Together with the Chairman of the Board and the Chair of the Talent & Compensation Committee after obtaining feedback from the Board: (a) evaluate the Company's CEO based on his or her performance against annual and long-term performance goals; (b) meet with the CEO annually to provide recommendations to the CEO concerning such goals; and (c) annually communicate the Board's evaluation of the CEO's performance against such goals.

11. Periodically review the composition of the current executive officers and potential successors to ensure that there is appropriate focus on maintaining a diverse team of current and future executives.

12. In the event of a vacancy in the office of the Chairman of the Board or Chief Executive Officer of the Company, recommend a successor to the Board, and consider whether to recommend that one person should serve as both the Chairman of the Board and the Chief Executive Officer of the Company.

13. Monitor ongoing developments, including legislative and regulatory initiatives, pertaining to corporate governance principles which may be applicable to the Company.

14. Advise the Board with respect to the Company's policies and procedures regarding compliance with applicable laws, regulations and New York Stock Exchange requirements, and review and recommend any revisions to the Company's Code of Business Ethics and Conduct in connection therewith on an annual basis, or more frequently if appropriate.

15. Review and recommend to the Board the adoption and revision of corporate governance principles applicable to the Company, and monitor compliance with those principles.

16. Advise the Board on recommended changes in the composition of the Board.

17. Advise the Board with regard to the Company's policies and procedures for the review, approval or ratification of any transaction presenting a potential conflict of interest between the Company and any member of the Board or any executive officer, or any transaction otherwise required to be reported pursuant to Item 404(a) of Regulation S-K of the Securities and Exchange Act of 1934, as amended.

18. Review the outside activities of members of the Board and the Company's executive officers, including service on other company boards, to the extent necessary to ensure that such activities do not unreasonably interfere with the fulfillment of their duties and obligations to the Company.

19. Review and recommend to the Board any changes in remuneration paid to independent members of the Board in connection with service on the Board or on its committees.

20. Conduct an annual performance evaluation of the Committee. The Committee shall also recommend to the Board a process for annual performance evaluations of the Board and its committees, and shall oversee such process.

21. Review and reassess annually the powers and duties of the Committee and the adequacy of this Charter and recommend any proposed changes to the Board for approval.

22. At the beginning of each fiscal year, establish an agenda for the Committee for that year in accordance with the Charter.

23. Undertake any other matter specifically delegated to the Committee from time to time by the Board and perform any other activities consistent with this Charter, the Company's Bylaws, New York Stock Exchange requirements, and applicable law and regulations as the Committee or the Board deems appropriate.

Outside Advisors

The Committee shall have the authority to engage independent legal counsel or other advisors to assist the Committee as the Committee may, in its discretion, determine to be necessary to carry out its duties. The Company shall provide for appropriate funding, as determined by the Committee, for the payment of compensation to such counsel or other advisors and for the Committee's ordinary administrative expenses that are necessary or appropriate in carrying out its duties.

Administrative

The Committee normally is expected to meet at least four times each year. Additional meetings may be called by the Chair of the Committee as needed. A majority of the members of the Committee shall constitute a quorum for the transaction of business. Minutes are recorded by the Secretary to the Committee. Approval of any matter by a majority of the members present at a meeting at which a quorum is present shall constitute approval of that matter by the Committee. The Committee may also act by unanimous written consent without a meeting. The Committee may form and delegate authority to subcommittees when appropriate and to the extent not expressly reserved to the Committee by applicable law, rule or regulation.

The Committee may request any officer or employee of the Company or the Company's outside counsel or independent auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

The Committee shall make regular reports to the Board on the Committee's activities.