

KLX ENERGY SERVICES HOLDINGS, INC.

NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

This Nominating and Corporate Governance Committee Charter (this “Charter”) of the Board of Directors (the “Board”) of KLX Energy Services Holdings, Inc. (the “Company”) specifies the scope of the responsibilities of the Nominating and Corporate Governance Committee of the Board (the “Committee”) and the manner in which those responsibilities shall be performed, including its structure, processes and membership requirements.

Purpose

The primary purpose of the Committee is to (i) assist the Board by actively identifying individuals qualified to become Board members and recommend to the Chairman of the Board the director nominees for election at the next annual meeting of stockholders; (ii) review and recommend changes to the Company's Corporate Governance Guidelines; (iii) perform a leadership role in shaping the Company's corporate governance and overseeing the evaluation of the Board and its committees; and (iv) assist the Board in overseeing the Company's engagement efforts with stockholders and other key stakeholders.

Composition

1. Members. The Committee shall consist of as many directors as determined by the Board (each a “Member” and collectively, the “Members”), but in any event not fewer than three members. The Members shall be appointed by the Board in consultation with the Nominating and Corporate Governance Committee of the Board (the “Nominating and Corporate Governance Committee”), and shall serve until their successors are duly appointed and qualified, or until their earlier death, disqualification, resignation or removal.
2. Qualifications. Each Member shall be an independent director and free of any relationship that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment as a Member. Each member of the Committee shall meet all applicable independence and other requirements of law and the Nasdaq Stock Market LLC. Notwithstanding the foregoing membership requirements and subject to applicable law, no action of the Committee will be invalid by reason of any such requirement not being met at the time such action is taken.
3. Chair. The Chair of the Committee (the “Committee Chair”) shall be appointed by the Board in consultation with the Nominating and Corporate Governance Committee.
4. Removal and Replacement. The members of the Committee may be removed or replaced, and any vacancies on the Committee shall be filled,

by the Board in consultation with the Nominating and Corporate Governance Committee.

Operations

1. Meetings. The Committee Chair, in consultation with the Chairman of the Board and the Committee members, shall determine the schedule and frequency of the Committee meetings, provided that the Committee shall meet at least four times per year. Meetings may be held in person or virtually by telephone or video conferencing. A quorum shall exist when all of the members of the Committee are present and the Committee shall act only by (i) the affirmative unanimous vote of its members or (ii) unanimous written consent in lieu of a meeting. Subject to the other provisions of this Charter, the Committee may meet with management, individual directors or its advisors at any time it deems appropriate to discuss any matters before the Committee.
2. Agenda. The Committee Chair, in consultation with the Chairman of the Board and other members of the Committee, shall develop and set the Committee's agenda. The agenda and information concerning the business to be conducted at each Committee meeting shall, to the extent feasible, be communicated to the members of the Committee sufficiently in advance of each meeting to permit meaningful review.
3. Report to Board. The Committee shall timely report its actions to the Board at the next regularly scheduled Board meeting for Board approval or ratification, as appropriate, and shall submit to the Board the minutes of its meetings.
4. Committee Advisors. The Committee may retain counsel, accountants or other advisors as it deems appropriate to discharge its duties and responsibilities. The Committee shall have the sole authority to retain and terminate such counsel, accountants or other advisors, and to review and approve their fees and other retention terms. The Committee shall receive appropriate funding, as determined by the Committee, from the Company and shall be authorized to pay the fees of any such counsel, accountants or other advisors and to pay any other ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties .
5. Performance Evaluation and Confirm Responsibilities Carried Out. On an annual basis the Committee shall conduct a self-evaluation of its performance and confirm that all responsibilities outlined in this Charter have been carried out.
6. Assessment of Charter. The Committee shall review periodically the adequacy of this Charter, and if revisions are determined necessary and

approved by the Committee, submit the proposed amendments to the Board for approval.

Authority and Duties

1. Director Nominees. The Committee shall identify, and recommend to the Board, the nominees for election or reelection to the Board, or for appointment to fill any vacancy that is anticipated or has arisen on the Board, in accordance with the criteria, policies and principles set forth in this Charter. The Committee and Chairman of the Board, as well as any other members of the Board, shall each have the opportunity to interview any candidates. The Committee may, in its discretion, retain a search firm to provide additional candidates. The Committee shall report to the Board periodically on the status of these efforts. The Committee shall review candidates for the Board recommended by stockholders equally with recommendations received from any other source; *provided, however*, that in order for such stockholder recommendations to be considered, the recommendations must comply with the procedures outlined in the Company's proxy statement for its annual meeting of stockholders. Invitations to join the Board shall be extended only by the Chairman of the Board.
2. Director Independence. The Committee shall review the relationships between the Company and each director and report the results of its review to the Board, which will then determine which directors satisfy the independence standards of the Nasdaq and any heightened standards under SEC rules.
3. Board Composition. The Committee shall review with the Board, on a periodic basis, the current composition of the Board in light of the characteristics of independence, skills, experience and availability of service to the Company of its members and of anticipated needs, giving due consideration to such other factors that the Committee considers appropriate so that the Board includes members, if suitable, with a variety of backgrounds, perspectives, skills and experience. The Committee shall establish and review with the Board the appropriate skills and characteristics required of Board members. The Committee shall engage in succession planning for the Board and key leadership roles on the Board and its committees.
4. Change in Director's Occupation. The Committee shall, upon a significant change in a director's principal occupation, review, as appropriate and in light of the then current Board policies, the continued Board membership of such director.
5. Service on Other Boards. The Committee must be informed by a director in advance of any director accepting an invitation to serve on another public

company board. The Committee will inform the Chairman of the Board of any such information. In addition, no director may sit on the board of directors, or beneficially own more than 1% of the outstanding equity securities, of any of the Company's competitors in the Company's principal lines of business.

6. Corporate Governance Guidelines. Periodically, the Committee will review and reassess the adequacy of the Company's corporate governance guidelines, considering corporate governance issues and trends that arise from time to time, and recommend any proposed changes to the Board for approval.
7. Stockholder Proposals. The Committee shall review and make recommendations to the Board regarding stockholder proposals, as well as stay apprised by management of and share with the Board any significant feedback from the Company's stockholders. The Committee shall also oversee the Company's engagement efforts with stockholders and other key stakeholders on governance matters.
8. Board and Committee Evaluation. The Committee shall oversee the evaluation of the overall performance of the Board, its committees, and individual directors. The Committee shall also annually review the Board's leadership structure and recommend changes to the Board as appropriate.
9. D&O Insurance Programs. The Committee shall review the Company's director and officer insurance program and other key insurance policy coverage.

Clarification of the Committee's Role

The foregoing list of duties is not exhaustive, and the Committee may, in addition, perform such other functions as it may deem necessary or appropriate for the performance of its duties. The Committee shall have the power to delegate its authority and duties to subcommittees or individual members of the Committee or, to the extent permitted by the terms of any plan, to officers of the Company or other persons, in each case as it deems appropriate in accordance with applicable laws and regulations and the requirements of Nasdaq. Each subcommittee shall keep minutes and regularly report to the Committee, and decisions made pursuant to any such delegated authority shall be reported to the full Committee at its next scheduled meeting.

The Committee's responsibility is one of oversight. It is the responsibility of the Company's management to conduct its business in accordance with applicable laws and regulations. Each member of the Committee shall be entitled to rely, to the fullest extent permitted by law, on the integrity of those persons and organizations within and outside the Company from whom he or she receives information, and the accuracy of the information provided to the Committee by such persons or organizations.

Adoption

This Charter was approved by the Board and is effective as of March 9, 2026.