



CENTERPOINT ENERGY, INC.

Human Capital and Compensation Committee

Charter

(Adopted: December 11, 2025)

Purpose: The primary purpose of the Human Capital and Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of CenterPoint Energy, Inc. (the “Company”) is to discharge the Board’s responsibilities relating to compensation of the Company’s executive officers, or assist the Board in discharging those responsibilities. The Committee shall oversee and administer the Company’s incentive compensation programs; evaluate Chief Executive Officer performance; and review management succession planning and development. The Committee shall prepare the report required by the rules of the U.S. Securities and Exchange Commission (the “SEC”) to be included or incorporated by reference in the Company’s Annual Report on Form 10-K. The Committee shall also review and discuss with management the Compensation Discussion and Analysis (“CD&A”) and recommend to the Board inclusion of the CD&A in the Company’s annual proxy statement and, through incorporation, Annual Report on Form 10-K in accordance with applicable SEC rules.

The Committee shall have and may exercise all the powers of the Board, except as may be prohibited by applicable law, with respect to all matters encompassed by this Charter. The Committee shall not be deemed the fiduciary of any Company benefit plan nor shall it be responsible for managing the administrative functions of a benefit plan or directing the investment of benefit plan assets.

Membership: The Committee shall consist of at least three members. Members of the Committee shall be appointed by the Board and may be replaced by the Board. The Board shall appoint as members only directors it has determined meet the independence requirements mandated by the listing standards of the New York Stock Exchange (“NYSE”) and the applicable independence requirements of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). It is also expected that members of the Committee will be “non-employee” directors for purposes of Rule 16b-3 under the Exchange Act.

Meetings and Structure: The Committee shall meet at such times as deemed appropriate by the Chairperson of the Committee, any two members of the Committee, the Chair of the Board or the Chief Executive Officer. The Committee shall meet at least annually with the Chief Executive Officer and any other officers the Committee deems appropriate to discuss and review compensation levels of key executives. The Committee shall provide on a regular basis opportunities for separate executive sessions without any Company officers or employees present.

The Board shall appoint one member of the Committee as Chairperson. The Chairperson shall be responsible for overseeing the preparation of the agenda, presiding over the meetings, making subcommittee assignments and coordination of reporting to the Board. In the absence of the Chairperson, a majority of the members present at a meeting shall designate a member to preside at the meeting.

Authority and Responsibilities: In addition to the responsibilities set forth above, the Committee shall from time to time as required and otherwise when the Committee considers it appropriate:

- Review with management and approve the compensation philosophy and guidelines for senior executive officers of the Company. For the purposes of this Charter, “senior executive officers” are defined as officers of the Company subject to the requirements of Section 16 of the Exchange Act.
- Review and approve corporate goals and objectives relevant to compensation of the Chief Executive Officer, and evaluate the performance of the Chief Executive Officer in light of those goals and objectives. During an executive session of the Board, the Chairperson of the Committee will report to the non-management directors on the evaluation of the Chief Executive Officer's performance. The Chair of the Board, if the positions of Chair of the Board and CEO are separate, and otherwise, the Lead Director and Chairperson of the Committee (if separate), will review comments of the Board with the CEO following the executive session, as appropriate. The Committee shall additionally review at least annually the status of actual Chief Executive Officer performance compared to established goals.

- Together with the other independent directors of the Board, determine and approve the compensation of the Chief Executive Officer based on the Committee's performance evaluation of the Chief Executive Officer. In determining compensation, a number of factors may be considered, including, but not limited to, the Company's performance and relative shareholder return, the compensation of chief executive officers at comparable companies and the awards given to the Company's Chief Executive Officer in past years.
- Administer the Company's incentive compensation and executive benefits plans for which the Committee is named as plan administrator, including review and approval of participants, goals, measurements and determination of awards as provided in the plans.
- Following review of the performance of senior executive officers (other than the Chief Executive Officer) with the Chief Executive Officer, review, evaluate and approve the compensation of such officers.
- Make recommendations to the Board concerning the establishment of and changes to short-term and long-term incentive compensation plans, other equity-based plans and any special benefits for senior executive officers (including perquisites and other fringe benefits).
- Oversee the administration of the Company's Executive Officer Recovery Policy and recommend any amendments to such policy to the Board from time to time, as appropriate.
- Consider the results of the most recent shareholder advisory vote on the compensation of the Company's named executive officers ("say-on-pay") in connection with the Committee's determinations and recommendations regarding the Company's executive compensation policies and decisions, and make recommendations to the Board concerning the frequency of future say-on-pay votes.

- At least annually, review tally sheets including all components of total compensation and benefits, including perquisites and other fringe benefits, of senior executive officers.
- At least annually, review management's recommendations concerning the performance and qualifications of continuing members of the Company's Benefits Committee and the appointment of new members, and report thereon to the Board.
- Review annually the investment performance of the Company's benefit plans' trusts and management's recommendations regarding contributions to the trusts, and make recommendations to the Board regarding contributions to the trusts.
- Obtain an annual report from the Benefits Committee or its delegate regarding the Company's investment policy statements and benefit plan asset allocations in compliance therewith.
- Make recommendations to the Board concerning employment agreements or other special agreements with senior executive officers.
- Review and discuss at least annually the Company's management succession planning and development program, including planning in the event of an emergency or retirement of the Chief Executive Officer. The entire Board will work with the Committee to identify potential successors to the Chief Executive Officer. The Chairperson of the Committee and the Chief Executive Officer will report to the Board on management succession and development.
- Periodically review and monitor the Company's human capital management practices.
- Undertake other assignments related to compensation and management development as assigned to the Committee by the Board.
- Review the risks associated with the Company's compensation plans and programs.

- Review and assess at least annually the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- Review annually the Committee's own performance.
- Make regular reports to the Board, including any recommendations, as appropriate.
- Perform such other duties and responsibilities as specified by the Board from time to time.

The Committee may form and delegate authority to subcommittees consisting of one or more members of the Committee when appropriate.

The Committee shall have the sole authority to retain or obtain the advice of and terminate any compensation consultant, legal counsel or other advisor, including sole authority to approve the fees and other retention terms and to oversee the work of such advisors, to assist the Committee in the discharge of its duties and responsibilities under this Charter. The Committee shall receive appropriate funding from the Company, as determined by the Committee, for the payment of compensation to such advisors. Prior to selecting any compensation consultant, the Committee shall take into consideration any factors regarding independence required by the NYSE Listed Company Manual, as amended from time to time, and the applicable rules of the SEC. The Committee may retain or obtain advice from any compensation consultant preferred by the Committee, including any that are not independent, after considering such specified factors. The Committee shall delineate the services to be performed for the Committee or the Company by such compensation consultant. On an annual basis, the Committee shall review and assess the independence and performance of any compensation consultant retained for the prior year and make a determination of whether such compensation consultant, or another compensation consultant, will be retained to provide services to the Committee. In addition, the Committee shall evaluate whether any compensation consultant retained or to be retained by it has any conflict of interest in accordance with applicable SEC rules.

The Committee shall have the assistance of the Company's human resources, legal and accounting staff. The Committee may request any officer or employee of the Company or the

Company's outside counsel or independent auditors to attend a meeting of the Committee or to meet with any members of, or advisors to, the Committee.

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