



NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

Forbright, Inc.

1. Purpose of the Committee

The purpose of the Nominating and Corporate Governance Committee (the "Committee") of the Board of Directors (the "Board") of Forbright, Inc. (the "Company") is to (a) identify and recommend to the Board individuals qualified to serve as directors of the Company and on committees of the Board, consistent with criteria approved by the Board; (b) advise the Board with respect to Board composition, procedures and committees; (c) review developments in corporate governance and develop and recommend to the Board a set of corporate governance guidelines applicable to the Company (the "Corporate Governance Guidelines"); (d) evaluate the overall effectiveness of the Board, the Board's committees and the Company's management; and (e) to perform such further functions as may be assigned by the Board and consistent with this Charter, applicable law, the Company's Certificate of Incorporation and the Company's Amended and Restated Bylaws, each as may be amended or restated from time to time (together, the "Organizational Documents").

2. Membership

The Committee shall consist of three or more directors, each of whom shall be "independent" under the Securities Exchange Act of 1934, as amended, applicable SEC rules and regulations, the listing standards of the Nasdaq Stock Market (the "Nasdaq"), and subject to any additional requirements that the Board deems appropriate. Each such Committee member shall be free from any relationship that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment. Committee members are appointed by the Board on the recommendation of the Committee and may be replaced by the Board.

Any vacancy on the Committee shall be filled by majority vote of the Board based on the recommendation of the Committee. No member of the Committee shall be removed except by majority vote of the Board; provided, that any member of the Committee shall cease to be a member of the Committee if such member ceases to be a member of the Board.

3. Committee Chair

The Board will appoint one of the members of the Committee to serve as the chairperson of the Committee (the "Chair") on the recommendation of the Committee; provided, that if the Board does not so designate a Chair, the members of the Committee may designate its Chair by a majority vote.

The Committee may appoint a Vice Chair to carry out the duties of the Chair in his or her absence. The Committee may also appoint a Secretary, who need not be a director of the Company.

4. Meetings and Procedures of the Committee

A majority of the members of the Committee present in person, or by conference telephone or videoconference by means of which all persons participating in the meeting can hear each other, shall



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constitute a quorum to transact Committee business. The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but not less than twice annually.

Any action required or permitted to be taken at a meeting of the Committee may be taken by unanimous written consent in lieu of a meeting, when deemed necessary or desirable by the Committee or its Chair. The results of such an action in lieu of a meeting shall be filed with the minutes of the proceedings of the Committee.

The Committee, in its discretion, may ask members of senior management or others to attend its meetings (or portions thereof) and to provide pertinent information, as necessary. The Committee should meet separately on a periodic basis with senior management to discuss any matters that the Committee or any members of senior management believe warrant Committee attention. The Committee may also meet periodically in separate executive sessions with members of senior management, as determined by the Committee or at the request of senior management. Private sessions shall generally be held in conjunction with regularly scheduled meetings of the Committee.

5. Authority and Responsibilities

In carrying out its duties and responsibilities, the Committee's policies and procedures should remain flexible, so that it may be in a position to best address, react or respond to changing circumstances or conditions.

The following duties and responsibilities are within the scope of authority of the Committee, and the Committee shall perform such duties in accordance with applicable law and the rules and regulations promulgated by the U.S. Securities and Exchange Commission, the Nasdaq or any other applicable regulatory authority:

A. Board Candidates and Nominees

Except where the Company is legally required by contract, its Amended and Restated Bylaws or otherwise to provide third parties with the right to nominate directors, the Committee shall oversee the director nomination process and shall:

1. Assist in identifying, recruiting and, if appropriate, interviewing director candidates to fill positions on the Board, including persons suggested by stockholders or others, relying on its own good faith determinations as well as recommendations from Company stakeholders, as appropriate.
2. Recommend criteria for membership on the Board for the Board's approval, which may include, but is not limited to: experience, skills, expertise, personal and professional integrity, character, business judgment, time availability, independence and suitability for Board committees in light of other commitments, dedication, potential conflicts of interest and such other relevant factors that the Committee considers.



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3. Review the background and qualifications of individuals being considered as director candidates, consistent with the criteria recommended to and approved by the Board.
4. Recommend to the Board the director nominees for election by the stockholders or appointment by the Board, as the case may be, pursuant to the Company's Bylaws and the Company's Corporate Governance Guidelines, which recommendations shall be consistent with the criteria for selecting directors established by the Board.
5. Review nominees' outside Board and Board committee commitments, consistent with the conditions outlined in the Corporate Governance Guidelines.
6. Recommend to the Board whether to accept or reject offers of resignation from director nominees in uncontested elections with less than a majority of total votes cast.
7. Exercise authority to retain any search firm to be used to identify director candidates, including authority to approve the search firm's fees and other retention terms, which fees shall be paid by the Company.
8. Review the suitability for continued service as a director of each Board member when his or her term expires and when he or she has a change in status, including but not limited to, an employment change or an independence issue, and recommend whether the director should be re-nominated.
9. Develop and periodically review the policies and procedures for considering stockholder nominees for election to the Board.

B. Board Composition

The Committee shall oversee the composition and procedures of the Board and shall:

1. Review annually with the Board the composition of the Board, as well as the Board's size and leadership structure, so that the Board reflects the appropriate balance of knowledge, experience, skills, expertise and diversity required for the Board as a whole and contains at least the minimum number of independent directors as required by the Nasdaq.
2. Review the activities of directors with the Company or other entities that may diminish such director's effectiveness or be inconsistent with the criteria established for Board membership.
3. Review the direct and indirect relationships of members of the Board with the Company or its management and assist the Board in assessing the independence of individual directors and director nominees in accordance with the Nasdaq independence standards and other applicable requirements.
4. Review requests from sitting directors to serve on outside company boards or board committees, consistent with the conditions outlined in the Corporate Governance Guidelines.



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5. Recommend the frequency and structure of Board meetings.
6. Recommend to the Board any other aspect of the procedures of the Board that the Committee considers warranted, including, but not limited to, procedures with respect to the waiver by the Board of any Company rule, guideline, procedure or corporate governance principle.

C. Board Committees

The Committee shall oversee the committee structure of the Board and shall:

1. Periodically review the structure, size and composition of each standing committee of the Board and make any recommendations to the Board, including recommendations of individual directors to serve as members and chairs of each committee, taking into account such listing and regulatory criteria (if applicable) as well as such other factors as the Committee deems appropriate.
2. Review the duties and composition of committees of the Board, including a review of the criteria for composition of the Audit Committee of the Board under the rules of the Nasdaq and the Federal Deposit Insurance Corporation Improvement Act of 1991, a review of the criteria for composition of the Compensation Committee of the Board under the rules of the Nasdaq and Section 16 of the Securities Exchange Act of 1934, as amended, and review the criteria for composition of the Committee under the rules of the Nasdaq, and identify and recommend to the Board directors qualified to become members of each Board committee.
3. Monitor the functioning and effectiveness of the Board's committees and recommend any changes to the Board, including the creation and elimination of committees.
4. Recommend that the Board establish such special committees as may be desirable or necessary from time to time in order to address ethical, legal or other matters that may arise, and the Committee's power to make such a recommendation under this Charter shall be without prejudice to the right of any other committee of the Board, or any individual director, to make such a recommendation at any time.

D. Corporate Governance

The Committee shall oversee the Company's corporate governance practices and shall:

1. Review and recommend to the Board for approval any changes to the Company's corporate governance framework, policies, guidelines and related initiatives, including oversight of key governance-related matters relating to sustainability and human capital governance.
2. Review at least annually the Corporate Governance Guidelines, monitor the Company's and the Board's compliance therewith and recommend or take such actions the Committee deems necessary or appropriate in furtherance thereof.



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3. Review stockholder proposals and proposed responses
4. Consider any other corporate governance issues that arise and develop appropriate recommendations for the Board.

E. Evaluation of the Board

The Committee shall be responsible for overseeing the evaluation of the Board as a whole and shall annually evaluate and report to the Board on the performance and effectiveness of the Board and each of its committees.

F. Governance-Related Disclosure

The Committee shall review the governance-related disclosure in the Company's proxy statement, including disclosure related to the experience, qualifications, skills and attributes that led to the conclusions that the nominees or directors should serve or continue serving as directors of the Company, and the Board leadership structure, including why such structure is appropriate.

6. Resources

The Committee shall have full access to all employees, books, records, data and other resources of the Company and its subsidiaries as deemed necessary or appropriate by any member of the Committee to discharge his or her duties and responsibilities, and may conduct or authorize investigations into, or studies of, matters within the Committee's scope of responsibilities.

The Committee will have the resources and authority necessary to perform its duties and responsibilities as enumerated in this Charter and the Company's Organizational Documents, including the sole authority to engage, select, retain, terminate and approve the fees and other retention terms of consultants, legal counsel or other advisors as it determines necessary to carry out its duties, the expense of which shall be borne by the Company.

7. Subcommittees; Delegation of Authority

The Committee may form subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; provided, that no subcommittee shall consist of fewer than two members; and provided further, 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. Actions taken by any subcommittee shall be presented to the full Committee at the next Committee meeting.

8. Evaluation of Committee Performance and Charter

The Committee shall, no less frequently than annually, evaluate its performance. In conducting this evaluation, the Committee shall determine whether this Charter appropriately addresses the matters that are



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or should be within its scope and shall recommend such changes to the Board as it deems necessary or appropriate.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its annual performance evaluation.

9. Reporting

The Committee shall make regular reports to the Board.

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Board Approved: March 27, 2026¹

¹ Effective upon the effectiveness of the Company's initial public offering.