

BROWN-FORMAN CORPORATION
Corporate Governance and Nominating Committee Charter

Purpose: The purpose of the Corporate Governance and Nominating Committee (the “Committee”) of the Board of Directors (the “Board”) of Brown-Forman Corporation (the “Company”) is:

- i. to assist the Board in identifying, recruiting and recommending to the Board, for their recommendation to shareholders, appropriate candidates to serve as directors;
- ii. to lead the work of the Board in succession planning for the Chief Executive Officer;
- iii. to review the Company’s corporate governance principles periodically and apprise the board of developments and best practices, taking into account the long-term best interests of all of the Company’s shareholders and the Company’s controlled-company status under the New York Stock Exchange rules; and
- iv. to oversee the evaluation process of the Board, its committees and management.¹

In performing its duties, the Committee shall pay due attention to the corporate governance implications of the Brown family’s control of a majority of the Company’s outstanding voting stock, including by staying apprised of the family’s own governance initiatives and by appropriately balancing the governance needs of a public company with those of a family-controlled company.

Committee Membership: The Committee will consist of at least three directors, at least one of whom is a member of the controlling stockholder family group and a majority of whom are independent in accordance with the applicable rules of the New York Stock Exchange and the Securities and Exchange Commission. The Board appoints members of the Committee and its Chair, considering the views of the Chair of the Board and the Chief Executive Officer, as appropriate. Each Committee member will serve for such period as the Board may decide or until no longer a Board member.

Meetings: The Committee will meet as often as it determines is appropriate to carry out its responsibilities under this Charter, but no fewer than three times a year. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

Responsibilities: The principle responsibilities and functions of the Committee are to:

1. Lead in identifying, interviewing and recruiting candidates for the Board, consistent with criteria approved by the Board.
2. From time to time, review and recommend qualifications, skills, qualities and other criteria for new directors to the Board for its approval. The criteria may change

¹ Changes to conform with NYSE requirements.

depending upon the type of director sought, but all directors will be expected to share the basic values that characterize the Company. The Committee believes that the Board's membership should reflect a diversity of experience, gender, race, ethnicity, and age.

3. Annually present to the Board recommended candidates for election or re-election to the Board and Board committees and candidates to fill any vacancy or newly created directorship.
4. Periodically recommend the number of directors to serve on the Board.
5. Assist the Board in its annual performance and processes assessment.
6. Periodically review the Company's corporate governance guidelines and recommend changes to the Board when appropriate.
7. Assist the Board in monitoring best practices, developments and issues relating to corporate governance, in the context of the Company's stockholder profile and "controlled company" status for New York Stock Exchange purposes.
8. Review and make recommendations to the Board on policies for director retirement and service on multiple public company boards and board committees.
9. Ensure management provides thorough orientation for new directors.
10. Oversee risks related to succession planning and periodically organize and coordinate Chief Executive Officer succession planning and succession planning for the other most senior management positions of the Company with the Company's Chief Executive Officer on behalf of the full Board.
11. Oversee the evaluation of the Board, its committees and management.
12. Periodically review and oversee the Company's political activities and contributions.
13. Annually review and assess this Charter and recommend any changes to the Board for approval.
14. Review the Company's actions in furtherance of its corporate social responsibility, including environmental, social, and governance matters and the work of the Brown-Forman Foundation, considering the impact of the Company on its employees, stockholders, and communities.
15. Oversee risks related to environmental, social and governance matters, including workforce diversity and inclusion.

Resources and Ability to Delegate: The Committee shall have the exclusive authority, at the expense of the Company and without management approval, to retain, compensate, oversee, and terminate search firms used to identify director candidates and such other experts, independent

counsel, advisors and consultants as it deems appropriate to assist it in fulfilling its responsibilities.²

The Committee may delegate tasks and authority to one or more subcommittees or designated members of the Committee as the Committee may deem appropriate.

Reporting: The Committee shall report its actions to the full Board on a regular basis and make such recommendations to the Board from time-to-time as the Committee deems necessary or appropriate. The Committee will maintain minutes or other written records of its meetings and activities.

Performance Review: The Committee will review annually its own performance.

January 25, 2022

² Changes to conform with NYSE requirements.