

**MATADOR RESOURCES COMPANY
ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE
COMMITTEE CHARTER**

This Environmental, Social and Corporate Governance Committee Charter (the “*Charter*”) sets forth the purpose and membership requirements of the Environmental, Social and Corporate Governance Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Matador Resources Company (the “*Company*”) and establishes the authority and responsibilities delegated to it by the Board.

1. Purpose

The purpose of the Committee is to (i) periodically review and assess the Company’s Corporate Governance Guidelines and make recommendations for changes thereto to the Board, (ii) review any other matters related to corporate governance of the Company, unless the authority to conduct such review has been retained by the Board or delegated to another committee, (iii) oversee the process for evaluation of the Board and management and (iv) in conjunction with the Chief Executive Officer of the Company, oversee sustainability and environmental, social and governance (“*ESG*”) related matters.

2. Committee Members

The Committee shall consist of three or more members of the Board. Members and the Chairman of the Committee (the “*Chairman*”) shall be appointed by the Board and may be removed by the Board in its discretion. Each member shall meet the criteria for independence in accordance with the New York Stock Exchange listing standards, the rules and regulations of the Securities and Exchange Commission and any other required applicable laws, rules and regulations regarding independence as they are in effect from time to time.

3. Subcommittees

The Committee shall have the authority to form and delegate authority and responsibilities to subcommittees of its members, so long as the subcommittee consists of at least two members of the Committee, for any purpose within its authority that the Committee deems appropriate.

4. Advisors

The Committee shall have the authority, in its sole discretion, to (i) appoint, retain and terminate legal counsel and other expert advisors (“*Advisors*”) as it deems necessary to fulfill its responsibilities (subject to customary practices and procedures regarding conflicts of interest and interested parties) and (ii) determine, on behalf of the Company, the compensation of such Advisors. The Company shall provide appropriate funding, as determined by the Committee, for payment of reasonable compensation to any Advisor retained by the Committee. The Committee shall be directly responsible for the oversight of the work of any Advisor. Appropriate and timely notice shall be given by the Committee to the Chief Executive Officer of the Company upon the appointment of any Advisor.

5. Authority and Responsibilities of the Committee

5.1 Corporate Governance Guidelines

The Committee shall conduct an annual review and assessment of the Company's (i) Corporate Governance Guidelines and (ii) Code of Ethics and Business Conduct for Officers, Directors and Employees and recommend to the Board any changes to such documents that it deems necessary.

5.2 Review of Other Matters

The Committee shall from time to time review and make recommendations to the Board regarding other matters related to corporate governance of the Company, unless authority to conduct such review has been retained by the Board or delegated to another committee.

5.3 Board and Committee Evaluations

The Committee shall develop and recommend to the Board for its approval an annual self-evaluation process of the Board and its committees. The Committee shall oversee the annual self-evaluations.

5.4 Sustainability and ESG Matters

The Committee shall, in conjunction with the Chief Executive Officer of the Company, oversee and make recommendations to the Board regarding sustainability matters relevant to the Company's operations, including ESG-related matters. The Committee shall regularly review the Company's practices, policies, disclosures and communications with respect to such sustainability matters. Additionally, the Committee shall review developing trends and emerging ESG matters, including ESG-related legislative and regulatory issues, that could affect the business, operations, performance or public image of the Company, and make recommendations to the Board on how the Company's practices, policies, disclosures and communications can adjust to or address such matters. Together with management, the Committee shall also monitor the effectiveness of systems necessary to ensure compliance with ESG-related legislation, regulatory requirements, industry standards and internal policies, programs and practices.

5.5 Other Duties and Responsibilities

The Committee shall perform any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to the Company's governance.

6. Meetings

6.1 Frequency of Meetings

The Committee shall meet at least once during each fiscal year. The schedule for regular meetings of the Committee may be established by the Committee. The Chairman of the Committee may call a special meeting at any time as he or she deems advisable. Committee

meetings may be conducted by means of conference telephone, videoconference or other communications by which all persons participating in the meeting can hear each other. In addition, to the fullest extent permitted by applicable law, action may be taken by unanimous written consent when deemed necessary or desirable by the Committee or its Chairman.

6.2 Minutes

Minutes of each meeting of the Committee shall be kept to document the discharge by the Committee of its responsibilities.

6.3 Presiding Officer

The Chairman of the Committee shall preside at all Committee meetings. If the Chairman is absent at a meeting, a majority of the Committee members present at a meeting shall appoint a different presiding officer for that meeting.

6.4 Attendance

The Committee may invite members of management or Advisors to attend meetings and provide such pertinent information as the Committee requests; *provided*, that the Committee may meet in executive session at its discretion.

6.5 Quorum

A majority of Committee members shall constitute a quorum. A majority of the members present at any meeting at which a quorum is present may act on behalf of the Committee.

7. Reports and Assessments

7.1 Board Reports

The Chairman of the Committee shall report from time to time to the Board on Committee actions and on the fulfillment of the Committee's responsibilities under this Charter.

7.2 Performance Evaluation

The Committee shall conduct an evaluation of the Committee's performance at least annually. The evaluation shall address subjects including the Committee's composition, responsibilities, structure and processes and effectiveness. As part of this evaluation, the Committee shall also review the Charter. The Committee shall, as appropriate, make recommendations to management or the full Board as a result of its performance evaluation and review of the Charter.

8. General Legal Standard

While the Committee members have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating,

any responsibility or liability of the Committee members, except to the extent otherwise provided under applicable law. In fulfilling its responsibilities, the Committee will rely to a significant extent on information and advice provided by management, consultants, advisors and counsel. When the Committee takes an action, it shall exercise its independent judgment on the basis of such information, and advice and other appropriate factors deemed by the Committee to be in the best interests of the Company and its shareholders. Nothing contained in this Charter is intended to preclude or impair protections provided under applicable law for good faith reliance by members of the Committee on reports or other information provided by others.

Effective as of February 16, 2023.