

**NOMINATIONS COMMITTEE CHARTER  
OF  
Mobile-health Network Solutions  
(the “Company”)**

**As adopted by the Board of Directors, effective 27 March 2024**

**Purpose**

The purpose of the Nominations Committee (the “Committee”) of the Board of Directors (the “Board”) of the Company is to (i) identify, evaluate and recommend individuals qualified to become members of the Board, consistent with criteria approved by the Board, (ii) select/recommend that the Board select the director nominees to stand for election at each annual meeting of stockholders of the Company or to fill vacancies on the Board,(iii) develop and recommend to the Board a set of corporate governance guidelines applicable to the Company.

**Composition of the Committee**

The Committee shall be comprised of three or more directors, each of whom meets the independence requirements of the NASDAQ Stock Market (“NASDAQ”) and the Company’s corporate governance guidelines. Determinations as to whether a particular director satisfies the requirements for membership on the Committee shall be made by the Board.

Any action duly taken by the Committee during a period in which one or more of the members subsequently is determined to have failed to meet the membership qualifications described herein shall nevertheless constitute duly authorized action of the Committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by the Committee to satisfy regulatory standards.

Committee members (i) shall be appointed by the Board on the recommendation of the Committee, (ii) shall serve for such terms as the Board may determine, or until their earlier resignation, death or removal, and (iii) may be removed by the Board in its discretion.

**Meetings**

The Committee shall meet with such frequency and at such intervals as it determines necessary to carry out its duties and responsibilities. The Board shall designate one member of the Committee to serve as its chairperson. The chairperson will preside, when present, at all meetings of the Committee. The Committee will meet at such times as determined by its chairperson or as requested by any two of its members. Notice of all Committee meetings shall be given, and waiver thereof determined, in accordance with the notice and waiver of notice requirements applicable to the Board.

Each member of the Committee shall have one vote. A majority of the Committee members shall constitute a quorum. The Committee shall be authorized to take any permitted action only by the affirmative vote of a majority of the Committee members at any meeting at which a quorum is present, or by the unanimous written consent of all of the Committee members.

The Committee shall maintain copies of minutes of each meeting of the Committee, and each written consent to action taken without a meeting, reflecting the actions so authorized or taken by the Committee. A copy of the minutes of each meeting and all consents shall be placed in the Company's minute book.

### **Authority**

The Committee shall have authority to obtain advice and assistance from any officer or employee of the Company or, at the Company's expense and at funding levels determined by the Committee, any outside legal counsel, expert or other advisor to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall receive appropriate funding from the Company, as determined by the Committee, for any expense related to any external advisors in addition to any costs or expenses related to the ordinary administrative expenses of the Committee that are necessary or appropriate for carrying out its duties. The Committee shall have full, unrestricted access to Company books, records and facilities.

### **Duties and Responsibilities**

In furtherance of its purpose, the Committee shall:

1. Recommend to the Board for approval, review the effectiveness of, recommend modifications as appropriate to, and review Company disclosures concerning the Company's policies and procedures for identifying and screening Board nominee candidates and the process and criteria used to evaluate Board membership, Board committee membership and director independence.
2. Identify, recruit, screen and interview individuals that the Committee believes are qualified to become Board members, consistent with criteria approved by the Board, and select/recommend that the Board select the director nominees to stand for election at each annual meeting of stockholders of the Company in which directors will be elected.
3. Consider potential director candidates recommended by the Company's management and stockholders in the same manner as nominees identified by the Committee.
4. Assess annually the composition of the Board in light of the Company's operating requirements and other considerations the Committee deems appropriate, as approved by the Board, and recommend any appropriate changes to the Board.
5. Review director independence and the financial literacy and expertise of Audit Committee members and nominees who may be asked to serve on the Audit Committee, and make recommendations to the Board relating to such matters.
6. Review the Board's leadership structure and review and approve Company disclosures relating to Board leadership.
7. Monitor any changes in the outside commitments of directors and consider whether such changes may impact their ability to effectively serve on the Board, including service on outside for-profit boards or committees thereof.

8. Develop and recommend to the Board a set of corporate governance guidelines applicable to the Company and monitor compliance with such guidelines.
9. Develop and recommend to the Board a code of business conduct and ethics applicable to the Company and monitor compliance with such code, including review of conflicts of interest.
10. Determine stock ownership guidelines for the Company's directors and monitor compliance with such guidelines.
11. Make recommendations in connection with directors' and officers' indemnification and insurance matters.
12. Develop and oversee an orientation program for new directors and a continuing education program for all directors.
13. Oversee the Company's environmental, sustainability and governance efforts, progress and disclosures.
14. Oversee the Company's policies and practices regarding political expenditures, including an annual review of the Company's political contributions policy and corporate political contributions, lobbying activities and trade association dues and payments.
15. Review emerging corporate governance issues and practices, including proxy advisory firm policies and recommendations.
16. Conduct an annual performance evaluation of the members of the Committee, including a review of adherence to this Charter.
17. Conduct or authorize investigations into any matter within the scope of the duties and responsibilities delegated to the Committee as it deems appropriate.
18. Perform such other duties and responsibilities, consistent with this Charter, the Company's bylaws, governing law, the rules and regulations of the NASDAQ, the federal securities laws and such other requirements applicable to the Company, delegated to the Committee by the Board.