

**MERIT MEDICAL SYSTEMS, INC.**  
**Operating Committee Charter**  
**(Amended on July 24, 2021)**

The Operating Committee (the “Committee”) is a committee of the Board of Directors (the “Board”) of Merit Medical Systems, Inc. (the “Company”).

**Purpose**

The primary purpose of the Committee is to assist the Board with oversight of:

1. the development and pursuit of the Company’s operating strategy and targets; and
2. the development and implementation of the Company’s Foundations for Growth program (the “Foundations Program”).

**Membership**

The Committee shall consist of three or more directors of the Company, who may or may not be deemed “independent” pursuant to the requirements of the NASDAQ Stock Market, the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or other rules and regulations of the U. S, Securities and Exchange Commission.

Members of the Committee shall be appointed by the Board and shall serve at the pleasure of the Board and for such terms as the Board may determine.

The Board shall designate one member of the Committee as its Chair (the “Chair”).

**Meetings**

The Committee will meet as often as it deems appropriate. The Chair will approve the agenda for the Committee’s meetings and any member may suggest items for consideration. Briefing materials will be provided to the Committee in advance of meetings.

A majority of the members will constitute a quorum. Each member of the Committee shall have one vote on each matter presented to the Committee. Every decision made by the majority of the members present at a meeting of the Committee duly held, at which a quorum is present, shall be regarded as the decision of the Committee. In the event of a tie vote on any issue, the Chair's vote shall decide the issue.

The Committee will maintain written minutes of its meetings, which minutes the Committee will file with the minutes of the meetings of the Board. Meetings may be held in person, telephonically, by video transmission or by other communications equipment by which all persons participating can hear each other. The Committee may designate a non-director to serve as secretary at Committee meetings to record minutes.

Members of the Company’s management and other directors of the Company may attend Committee meetings at the invitation of the Committee. The Committee may also invite the Company’s consultants,

independent registered auditor, legal counsel and other persons to its meetings as it may deem desirable or appropriate. The Committee shall meet regularly with the Company's management, (including the Chief Executive Officer, Chief Financial Officer, Chief Legal Officer, Chief Operating Officer, Chief Strategy and Innovation Officer and others as the Committee deems necessary) in executive sessions to discuss any matters that the Committee and each of these groups believe should be discussed privately. The Committee shall also meet in executive sessions absent members of management.

The Chair shall report regularly to the Board summarizing the Committee's actions and any significant issues considered by the Committee.

### **Responsibilities and Duties**

1. The following functions shall be the recurring activities of the Committee in carrying out its purpose identified above. The Committee may carry out additional functions and adopt additional policies and procedures as may be appropriate in light of changing business, regulatory, legal or other conditions. The Committee shall also carry out any other responsibilities and duties delegated to it by the Board related to the purpose of the Committee identified above.

a. The Committee is empowered to gather information from the Company's management and employees, consultants and other third-party advisors and make recommendations to the full Board regarding the Company's operating strategy and targets.

b. The Committee is empowered to provide oversight of the development and implementation of the Foundations Program.

2. The Committee is empowered to study or investigate any matter of interest or concern that it deems appropriate. The Committee shall have full access to all records, facilities and personnel of the Company as necessary to carry out these responsibilities. While acting within the scope of its stated purpose, the Committee shall have the authority of the Board.

3. The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee may deem appropriate in its sole discretion.

4. The Committee's primary responsibility is oversight. The fundamental responsibility for the Company's strategy and operations rests with the Company's management.

5. The Committee will coordinate and consult with the Finance Committee of the Board, as necessary, for the purpose of sharing information pertinent to the fulfillment of each committee's duties and responsibilities.

6. The Committee will receive and review regular reports from the Company's management with respect to efforts to achieve the operating targets approved by the Board.

7. The Committee shall have the authority to perform such other activities consistent with this Charter, the Company's Articles of Incorporation (as amended), Bylaws (as amended) and applicable law, as the Committee or the Board deems necessary or appropriate.

### **Outside Advisors and Consultants**

1. The Committee shall have the authority, in its sole discretion, to retain and obtain the advice and assistance of independent outside counsel, consultants and such other advisors as it deems necessary to fulfill its duties and responsibilities under this Charter. The Committee shall set the compensation, and oversee the work, of any such outside counsel, consultants or other advisors.

2. The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to any outside counsel, consultants or other advisors to the Committee.

### **Annual Performance Evaluation**

The Committee shall:

1. Perform an annual review and evaluation of its performance and that of its members, including a review of the Committee's compliance with this Charter.

2. Perform an annual review and reassessment of the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary or valuable.

### **No Additional Liability**

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.