NATURAL GAS SERVICES GROUP, INC.
Charter of the Nominating and Corporate Governance Committee

Reviewed and Approved by the Board November 5, 2025

I. PURPOSE

The primary purposes of the Nominating and Corporate Governance Committee (the "**Committee**") of the board of directors (the "**Board**" or, when referring to the individuals, the "**Directors**") of Natural Gas Services Group, Inc., a Colorado corporation (the "**Company**"), are to assist the Board in: (1) identifying, evaluating, and recommending individuals qualified to become Board members; (2) determination of the composition of the Board and its committees; (3) establishing and maintaining effective corporate governance policies; and (4) evaluating the performance of the Board and its committees.

II. COMPOSITION OF THE COMMITTEE

The Committee shall consist of at least three Directors as determined by the Board. All Committee members ("**Members**") shall meet the independence requirements of the New York Stock Exchange (the "**NYSE**"), and as otherwise required by securities laws, rules and regulations.

The Members shall be appointed by the Board. Each Member shall serve until his or her successor is duly appointed or until such member's resignation or removal by a majority vote of the Board or by unanimous written consent of the Board. A chairperson of the Committee (the "**Chairperson**") shall be designated by the Board.

III. AUTHORITY AND RESPONSIBILITIES

The Committee shall have the following authority and responsibilities:

To determine the qualifications, qualities, skills, and other expertise required to serve as a Director, and to develop and recommend to the Board for its approval, criteria to be considered in the selection of nominees for Director (the "**Director Criteria**").

To identify and screen individuals qualified to become members of the Board, consistent with the Director Criteria. The Committee shall consider any director candidates recommended by the Company's stockholders pursuant to the procedures described in the Company's proxy statement.

To select and approve the nominees for Director to be submitted to a stockholder vote at the annual meeting of stockholders, subject to approval by the Board.

If a vacancy on the Board occurs, to identify and select and approve candidates to fill such vacancy either by appointment of the Board or by election by stockholders, subject to approval by the Board.

If a vacancy on any Board committee occurs, to identify and select and approve candidates to fill such vacancy by appointment of the Board.

To review the Board's committee structure and composition and to make recommendations to the Board regarding the appointment of Directors to serve as members of each committee and committee chairperson.

To develop and recommend to the Board a set of corporate governance guidelines applicable to the Company, and to periodically review these guidelines and recommend any changes to the Board.

To oversee the Company's corporate governance practices and procedures, including identifying best practices and reviewing and recommending to the Board for approval any changes to the documents, policies, and procedures in the Company's corporate governance framework.

To develop, subject to approval by the Board, a process for an annual evaluation of the Board and its committees, and to oversee this evaluation.

To review and discuss with management disclosure of the Company's corporate governance practices, including information regarding the operations of the Committee and other Board committees, director independence and the director nomination process, and to recommend that this disclosure be included in the Company's proxy statement or annual report on Form 10-K, as applicable.

Periodically review the succession planning for the Company's senior executive officers, including but not limited to the Chief Executive Officer.

To perform any other activities consistent with this Charter, the Company's corporate governance documents, the listing standards of the NYSE, Securities and Exchange Commission rules, and federal and state legislation, and report to the Board the items addressed by the Committee at each meeting at which such matters are addressed.

To review this Charter at least annually and recommend any proposed changes to the Board for approval.

IV. OUTSIDE ADVISORS

The Committee has the authority to and may, in its sole discretion, retain and determine funding for independent legal counsel and other experts, advisors and other resources as it deems

necessary or appropriate to fulfill the Committee's responsibilities under this Charter, including the authority to retain, approve the fees payable to, amend the engagement with, and terminate any search firm to assist the Committee in identifying Director candidates. The Committee may also utilize the services of the Company's regular outside legal counsel or other advisors to the Company. 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 its independent legal counsel, and any other advisers.

V. MEETINGS AND OPERATIONS

The Committee shall meet, either in person, utilizing audio/video connection, or telephonically, as circumstances dictate, but at least annually. The agenda for each Committee meeting shall be approved in advance by the Chairperson. Briefing materials shall be provided to members of the Committee as far in advance of the meeting as practical and as directed by the Chairperson. Special meetings of the Committee, outside of those regularly scheduled, may be called by the Chairperson or majority of the Committee. The presence of at least fifty percent (50%) of the Members at a meeting of the Committee shall constitute a quorum for the transaction of business.

The Committee will cause to be kept adequate minutes of all its proceedings and will report its actions regularly to the Board. Committee members will be furnished with copies of the minutes of each meeting and any action taken by unanimous written consent.

VI. DELEGATION OF AUTHORITY

The Committee may from time to time as it deems appropriate, and to the extent permitted by applicable laws, rules and regulations, form and delegate authority to subcommittees consisting of one or more Members when appropriate.

VII. PERFORMANCE EVALUATION

The Committee shall conduct an annual evaluation of the performance of its duties under this Charter and shall present the results of the evaluation to the Board. The Committee shall conduct this evaluation in such manner as it deems appropriate.

While the members of the Committee 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 federal or state law. Further, nothing in this Charter is intended to preclude or impair the protection provided in Section 7-108-401(2) of the Colorado Business Corporation Act for good faith reliance by Committee members on reports or other information provided by others.