

EVERGY, INC.

NOMINATING, GOVERNANCE, AND CORPORATE RESPONSIBILITY COMMITTEE CHARTER

Amended December 18, 2019

A. Purpose

There will be a Nominating, Governance, and Corporate Responsibility Committee (the “Committee”) whose members will be appointed by the Board of Directors (the “Board”) of Evergy, Inc. (“Evergy”) to assist the Board in the oversight of Evergy and its subsidiaries (the “Company”).

The Committee’s primary purposes are to:

- 1) Identify individuals who are qualified to become Board members.
- 2) Recommend to the Board nominees to serve on the Board.
- 3) Develop, recommend, and oversee compliance with a set of appropriate corporate governance principles and practices applicable to the Company to meet shareholder expectations.
- 4) Oversee the evaluation of the Board.
- 5) Review the effectiveness of the Company’s corporate responsibility activities and processes in meeting and supporting the Company’s business goals and strategic intent.
- 6) Oversee and set compensation for Board members.

B. Membership

The Board shall appoint and remove members of the Committee, in each case, upon recommendation of disinterested members of the Committee. The Committee shall be composed of three (3) or more directors, each of whom shall meet the independence requirements of the New York Stock Exchange. The Board will designate one member of the Committee as Chair. The Chair shall be responsible for leadership of the Committee, including overseeing the agenda, presiding over the meetings, and reporting to the Board. If the Chair is unable to attend a Committee meeting, prior to such meeting, the Chair shall designate an acting Chair for such meeting or, if no such person is designated the Committee members present can designate an acting Chair for such meeting.

The Committee shall meet as often as the Committee may determine is appropriate to carry out its responsibilities and will maintain minutes of meetings and regularly report to the Board on the activities and actions of the Committee. The Committee will also perform an annual self-assessment of the Committee’s performance.

The Committee will meet periodically in closed executive session as required or requested by any member of the Committee.

C. Authority

The Committee has the authority to:

- 1) Retain, at the Company's expense, special legal counsel, consultants, experts, or search firms it deems necessary in the performance of its duties.
- 2) Request any information it requires from employees, all of whom shall be directed to cooperate with the Committee, or any external parties, as necessary.
- 3) Meet with Company officers, external auditors, or outside counsel, as necessary.
- 4) Delegate any of its responsibilities to a subcommittee of one or more of its members (unless otherwise limited by the Board).

D. Duties and Responsibilities

The Committee's responsibilities and duties are as follows:

Board and Committee Selection, Composition, and Evaluation

- 1) Develop, or oversee the development of, and recommend to the Board, qualifications and competencies for director candidates, and periodically review these qualifications and competencies with the Board.
- 2) Consistent with criteria approved by the Board, identify, or oversee the identification of, qualified director candidates for Board membership and recommend candidates for selection by the Board to fill any vacancies or for nomination by the Board or by the shareholders for election at any annual or special meeting.
- 3) Review and recommend to the Board candidates for the positions of Chairman of the Board and Lead Independent Director, as needed and applicable, and periodically review the duties of such individuals.
- 4) Provide to the Board the Committee's assessment of which directors should be deemed independent directors under applicable laws and regulations, as well as any standards that may be adopted by the Board or Committee, and review, and if applicable recommend resolution of, potential conflicts of interest involving directors.
- 5) Submit to the Board recommendations regarding (i) the appropriate committee structure, including committee responsibilities and an assessment of the adequacy of time to perform responsibilities, for the Board; (ii) the appointment and removal of members to such Board committees; and (iii) identification of the chair for each committee, in each case in accordance with any Board guidelines for committees.

- 6) Manage and oversee the annual evaluation of the Board and its committees, which review shall include an assessment of the effectiveness and practices of the Board and its committees.
- 7) Evaluate the appropriateness of continued Board membership for a director following a significant change in the primary occupation of the director.

Corporate Governance

- 8) Annually review and assess the adequacy of the Company's Corporate Governance Guidelines and recommend any proposed changes to the Board.
- 9) Provide oversight and make recommendations to the Board with respect to the adoption of and compliance with, and encourage adherence to, governance policies and principles for the Company.
- 10) Review the Company's Related Party Transaction Policy, Securities Trading (Insider Trading) Policy, Regulation FD (Fair Disclosure) Policy, and Policy on Delegation of Authority and recommend any proposed changes to the Board.

Other Responsibilities

- 11) Review, and recommend to the Board for approval, compensation, incentives, and benefits for non-management members of the Board.
- 12) Review and recommend equity ownership policies and guidelines for members of the Board and officers. Monitor compliance with stock ownership guidelines and policies.
- 13) Oversee the preparation of director orientation and continuing education materials prepared by management, and review and recommend, as appropriate, third-party director orientation and continuing education programs for members of the Board.
- 14) Review and approve or ratify transactions between the Company and any related parties.
- 15) Oversee the Company's corporate responsibility activities and review and monitor corporate contributions and employee volunteer engagement to support and benefit the Company's business goals and strategy.
- 16) Review any reports on corporate political contributions made by the Company.
- 17) As appropriate, review shareholder correspondence directed to the Board, and review and advise the Board with respect to any shareholder proposal or similar request received in connection with the annual meeting of shareholders.
- 18) Periodically review and reassess the adequacy of this Charter and submit any proposed changes to the Board for approval, and have the revised Charter published.

- 19) Perform any other activities consistent with this Charter, the Company's By-laws and governing law as the Committee or the Board deems necessary or appropriate.