

## **MATADOR RESOURCES COMPANY EXECUTIVE COMMITTEE CHARTER**

This Executive Committee Charter (“*Charter*”) sets forth the purpose and membership requirements of the Executive 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 Committee is appointed by the Board to act on behalf of the full Board between regularly scheduled Board meetings, usually when timing is critical.

### **2. Committee Members**

The Committee shall consist of three or more members of the Board, which, subject to the following membership requirements, shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee and may be removed by the Board in its discretion. The Chief Executive Officer shall be, and if a different person, the Chairman of the Board shall be, a member of the Committee. The Board shall appoint the Chairman of the Committee (the “*Chairman*”).

### **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. Committee Authority and Responsibilities**

The Committee has and may exercise all of the powers and authority of the Board, except the Committee shall not (i) take any action reserved by Texas law for action by the full Board or (ii) approve any related-person transaction (as defined under the Related Person Transaction Policy). The Committee shall act on behalf of the full Board between regularly scheduled Board meetings when, in the judgment of the Committee, action is required before the next regularly scheduled Board meeting and a special Board meeting is not called.

## **6. Meetings**

### **6.1 Frequency of Meetings**

The Committee shall meet as often as it determines to be necessary or appropriate. 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 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. The Committee shall conduct and present to the Board an annual performance evaluation of the Committee.

### **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, the Nominating and Corporate Governance Committee 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 June 12, 2025.**