

QUALITY, COMPLIANCE, AND CYBERSECURITY COMMITTEE CHARTER

Purpose

The purpose of the Quality, Compliance, and Cybersecurity Committee (the “Committee”) of the Board of Directors (the “Board”) of Life Care Centers of America, Inc. (“Life Care” or the “Company”) is to assist the Board in fulfilling its fiduciary responsibilities relating to the delivery of quality healthcare services, ensuring regulatory compliance, and mitigating cybersecurity risk.

Specifically, the Committee shall be primarily responsible for oversight and guidance regarding:

- Matters concerning or relating to patient safety and the quality of health care provided to Company patients;
- The Company’s compliance with all regulatory obligations applicable to the Company (federal, state, and local), except for obligations relating to compliance with tax-related laws, rules, and regulations; and
- Cybersecurity risk identification and mitigation.

Committee Membership

The Committee shall consist of at least three Board members. The Board shall appoint members of the Committee and, by majority vote, may remove and replace Committee members. The members of the Committee shall appoint one of their member as Chairperson. The Chairperson shall be responsible for the leadership of the Committee, including preparing agendas, presiding over meetings, and reporting on behalf of the Committee to the Board at the Board’s next regularly scheduled meeting following a meeting of the Committee.

Meetings

The Committee shall meet as often as necessary to fulfill its responsibilities under this Charter, but no less than each calendar quarter.

Authority, Duties, and Responsibilities

The Committee responsibility is oversight and guidance. Management is responsible for ensuring that quality-of-care standards are met, business is conducted in accordance with applicable laws and regulations, and cybersecurity risks are identified and mitigated in accordance with applicable standards. Each member of the Committee shall be entitled to rely,

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to the fullest extent permitted by law, on the integrity of those persons and organizations within and outside the Company from whom he or she receives information, and the accuracy of the information provided to the Committee by such persons or organizations.

The Committee shall have the authority to:

- Engage and obtain advice and assistance from internal or outside legal, quality, compliance, accounting, cybersecurity, or other advisors for which the Company shall provide appropriate funding as determined by the Committee;
- Conduct or authorize investigations or studies of matters within its scope of responsibilities;
- Have authority, in consultation with Chief Executive Officer, to hire or terminate the Chief Compliance Officer (“CCO”); and
- Perform all acts necessary or appropriate to fulfill its responsibilities and achieve its objectives under this Charter, provided such acts are not in violation of, or in conflict with:
 - Company bylaws or certificate of incorporation;
 - This Charter;
 - Any Corporate Integrity Agreement (“CIA”) or similar arrangement with the Office of Inspector General for the U.S. Department of Health and Human Services (“DHHS-OIG”) or any other federal or state government agency;
 - Life Care’s Compliance & Ethics (“C&E”) Program or its Code of Conduct; or
 - Any laws or regulations applicable to the Company.

The primary duties and responsibilities of the Committee are to:

1. Receive and review periodic reports on the Company’s programs and practices related to patient safety and quality-of-care from the Chief Nursing Officer.
2. Review the Company’s processes for assuring excellent performance and meeting quality performance benchmarks.
3. Ensure the establishment and maintenance of an effective regulatory C&E Program to prevent and detect violations of laws and regulations.

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4. Review and approve an annual C&E Program Work Plan developed by the CCO in coordination with Life Care's Compliance Advisory Board ("CAB"), which serves as the Company's Compliance and Ethics Committee.
5. Monitor and ensure the Company's compliance with any CIA or similar undertaking with the DHHS-OIG or any other government agency.
6. Receive and review periodic reports from the CCO summarizing the operation of the Company's C&E Program and related activities including, but not limited to, compliance with any CIA or similar arrangement, its disclosure program, the results of material internal and external audits and investigations, and related education programs.
7. Assist and oversee the CCO and CAB in the accomplishment of their duties.
8. Perform an annual evaluation of the performance of the CCO and the CAB.
9. Receive and review periodic reports from the Information Security Officer regarding the Company's efforts related to cybersecurity risk identification and mitigation.
10. Make reports to the Board at its next regularly scheduled meeting following the Committee meeting, together with any recommendation to the Board.
11. Review and assess the adequacy of this Charter annually and recommend any proposed material changes to the Board for its approval.
12. The Committee shall have such other authority and responsibilities as may be assigned to it from time to time by the Board.

Disclosure of This Charter

A copy of this Charter shall be made available on the Company's internet and intranet sites.

Date of Adoption

The Charter was adopted by the Board effective November 8, 2017, with non-material revisions made and approved by the Committee on June 21, 2021, June 1, 2022, June 13, 2025, July 9, 2026.

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