

**PEDIATRIX MEDICAL GROUP, INC.**  
**STRATEGY COMMITTEE OF THE BOARD OF DIRECTORS**  
**AMENDED AND RESTATED CHARTER**

**February 13, 2024**

**I. Purpose**

The primary purpose of the Strategy Committee (the “Committee”) of the Board of Directors (the “Board”) of Pediatrix Medical Group, Inc. (the “Company”) is to review, evaluate and oversee the Company’s corporate strategy and identify opportunities to create value for the Company’s shareholders.

**II. Composition and Structure**

The Committee shall be comprised of three or more members. At least a majority of the members of the Committee shall be independent directors as determined in accordance with the standards set forth in the Company’s Corporate Governance Principles, including the independence standards promulgated by the Securities and Exchange Commission and the listing standards of the New York Stock Exchange. Any action duly taken by the Committee during a period in which the Committee subsequently is determined to have failed to meet the membership qualifications described herein shall nevertheless constitute a duly authorized action of the Committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by the Committee to satisfy regulatory standards.

The Committee members shall be elected by the Board of Directors at a meeting of the full Board and shall serve until a successor is elected and qualified, or until such member’s earlier resignation, removal, or death, except as otherwise provided in the amended and restated bylaws of the Company or by resolution adopted by the full Board.

Unless a Chair is elected by the full Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership. Upon a determination of the full Committee membership, matters may be delegated to a subcommittee for evaluation and recommendation back to the full Committee.

**III. Meetings**

The Committee shall meet at least annually, or more frequently as circumstances dictate. The Committee may meet by telephone, video conference or similar means of remote communication.

After each meeting of the Committee, it shall report its activities to the Company’s Board.

#### Action Without a Meeting

Any action required to be taken at a meeting of the Committee, or any action which may be taken at a meeting of the Committee, may be taken without a meeting if a consent in writing, setting forth the action so to be taken, signed by all the members of the Committee is filed in the minutes of the proceedings of the Committee. Such consent shall have the same effect as a unanimous vote.

#### **IV. Duties and Responsibilities**

To fulfill its responsibilities and duties the Committee shall:

- Review, evaluate and oversee the Company's corporate strategy and identify opportunities to create value for the Company's shareholders.
- Review with management the Company's strategy for acquisitions no less often than annually.
- Make regular reports and/or recommendations to the Board regarding its activities.
- Perform any other activities consistent with this Charter, the Company's Bylaws and governing law, as the Board delegates or as this Committee deems necessary or appropriate.

#### **V. Outside Advisors and Consultants**

In carrying out its duties and responsibilities, the Committee shall have the authority to obtain advice and assistance from any officer or employee of the Company or, at the Company's expense and at funding levels determined by the Committee, any outside legal counsel, expert or other adviser to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall receive appropriate funding from the Company, as determined by the Committee, for any expense related to any external advisers in addition to any costs or expenses related to the ordinary administrative expenses of the Committee that are necessary or appropriate for carrying out its duties. The Committee shall have full, unrestricted access to Company books, records and facilities.