Cousins Properties Incorporated
Nominating & Governance Committee Charter

(As adopted by the Board of Directors on July 28, 2026)

Purpose of Committee

The purpose of the Nominating & Governance Committee (the "Committee") of the Board of Directors (the "Board") of Cousins Properties Incorporated (the "Company") is:

a. to assist the Board by evaluating and identifying individuals qualified to become Board members, consistent with criteria established by the Committee from time to time, and to recommend to the Board the director nominees for the next annual meeting of stockholders and the individuals to fill vacancies occurring between annual meetings of stockholders;

b. to take a leadership role in shaping the corporate governance of the Company, including developing, recommending to the Board and reviewing on an ongoing basis the corporate governance principles and practices that should apply to the Company;

c. to lead the Board in its annual review of the Board's performance, to determine whether the Board and its committees are functioning effectively;

d. to recommend to the Board the directors for appointment for each committee of the Board; and

e. to recommend individuals for appointment by the Board as executive officers.

Committee Membership

The Committee will consist of no fewer than two (2) members of the Board. The members of the Committee will each have been determined by the Board to be "independent" under the requirements of the New York Stock Exchange ("NYSE") Listing Company Manual for listing on the exchange. No member of the Committee may receive any compensation from the Company other than (i) director's fees, which may be received in cash, stock options, common stock, equity-based awards or other in-kind consideration ordinarily available to directors; (ii) a pension or other deferred compensation for prior service that is not contingent on future service; and (iii) any other regular benefits that other directors receive.

Members will be appointed annually by the Board based on the recommendations of the Committee and may be replaced or removed by the Board with or without cause. The resignation or removal of a director from the Board, for whatever reason, shall automatically and without any further action constitute resignation or removal, as applicable from the Committee. Vacancies occurring on the Committee, for whatever reason, may be filled by the Board.

Committee Structure and Operations

The Board will designate one member of the Committee as its chair. The Committee will as often as necessary to carry out its responsibilities. Meetings may be held in person or by telephone, videoconference or other communications equipment by means of which all persons participating in the meeting can hear each other and will be held at such times and places as the Committee determines. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting and the Committee may act by a vote of a majority of members present at such meeting. In lieu of a meeting, the Committee may act by unanimous consent. The Chair of the Committee, in consultation with the other committee members and management, may determine the frequency and length of the regular committee meetings.

The Committee may invite such directors, members of management and other persons to its meetings as it may deem desirable or appropriate. The Committee will report regularly to the Board summarizing the Committee's actions and any significant issues considered by the Committee, to the extent the same occur at meetings for which the remainder of the Board was not in attendance.

Committee Duties and Responsibilities

The following are the duties and responsibilities of the Committee:

<u>Nominating:</u>

1. The Committee shall identify individuals it believes to be qualified to become Board members, with the goal of ensuring that the Board consists of a diversified group of individuals with strong business experience, good judgment and high integrity who adhere to a high standard in performing the duties of the Board and who possess the willingness and ability to devote adequate time and resources to diligently perform Board duties, and otherwise consistent with criteria approved by the Board as set forth in the Company's Corporate Governance Guidelines.

2. The Committee shall recommend to the Board the nominees to stand for election or re-election as directors at each annual meeting of stockholders or, if applicable, at a special meeting of stockholders, and in each case to provide to the Board the Committee's assessment of whether such individual or nominee would be an "independent" director under the rules of the New York Stock Exchange (an "Independent Director").

3. The Committee shall review and make recommendations to the Board with respect to nominees for director proposed by stockholders or other sources, if any, in accordance with procedures established by the Committee from time to time. The Committee shall also seek to complete customary vetting procedures and background checks with respect to those nominees.

4. The Committee shall identify Board members qualified to fill vacancies on any committee of the Board (including the Committee), to recommend that the Board appoint the identified member or members to the respective committee and to recommend to the Board any member of a committee that should be removed from

such committee. In recommending a candidate for committee membership or removal from a committee, the Committee will take into consideration the factors set forth in the charter of such committee, if any, as well as any other factors it deems appropriate, including without limitation the candidate's judgment, character, expertise, skills, knowledge and experience in light of the duties and responsibilities of the committee, the interplay of the candidate's expertise, skills, knowledge and experience with that of other committee members and whether the candidate is an Independent Director.

5. The Committee shall recommend to the Board individuals for appointment as executive officers.

6. In its sole discretion, the Committee may retain any search firm or consultant to assist in the identification and evaluation of candidates for membership on the Board. The Committee has the sole authority to retain, at Committee expense, and terminate any such search firm or consultant, including the sole authority to approve the fees to be paid to such firm or consultant and all other retention terms.

<u>Governance:</u>

1. The Committee shall develop and recommend to the Board a set of Corporate Governance Guidelines applicable to the Company that satisfy the standards established by the NYSE. From time to time as it deems appropriate, the Committee shall review those principles and practices and to recommend to the Board any revisions the Committee deems necessary or desirable. Among other items, the Corporate Governance Guidelines should address the criteria for Committee-recommended director nominees.

2. The Committee shall periodically review stockholder perspectives and developments relating to corporate governance matters and shall make recommendations to the Board, as appropriate, regarding the Company's corporate governance practices, policies, and disclosures. In carrying out these responsibilities, the Committee may consider feedback from stockholders and other stakeholders on governance matters.

3. The Committee shall review periodically, as it deems appropriate, the Company's Code of Business Conduct and Ethics, including the related Vendor Code of Conduct. The Committee may also make recommendations to the Board regarding the Company's Articles of Incorporation and Bylaws.

4. The Committee shall review periodically, as it deems appropriate, the standards to be applied by the Board in making determinations as to whether a director should be deemed an Independent Director, along with recommending to the Board any modifications to these standards that the Committee deems desirable, and providing to the Board the Committee's assessment of which directors should be deemed Independent Directors under the then-current standards and under any recommended modifications to the standards.

5. The Committee shall make recommendations to the Board from time to time as to changes that the Committee believes to be desirable in the composition and size of the Board or any committee thereof and as to the desired qualifications of directors or committee members, considering succession planning by the Board.

6. The Committee shall make recommendations to the Board from time to time as to the establishment of any new committees, the termination of any existing committees or the separation of any combined committee into individual committees that the Committee believes to be necessary or desirable.

7. The Committee shall oversee director orientation and continuing education.

8. The Committee shall annually conduct an evaluation of the performance of the Board. The performance evaluation will be conducted in such manner as the Committee deems appropriate.

<u>Miscellaneous:</u>

1. The Committee shall annually review its own performance. The performance evaluation will be conducted in such manner as the Committee deems appropriate.

2. The Committee shall annually review the adequacy of this Charter and will recommend to the Board any revisions the Committee deems necessary or desirable, although the Board will have the sole authority to amend this Charter.

3. The Committee shall discharge any other duties or responsibilities delegated to the Committee by the Board from time to time.

4. The Committee may form and delegate authority and duties to subcommittees as it deems appropriate.

Resources and Authority of the Committee

The Committee will have the resources and authority appropriate to discharge its duties and responsibilities. The Committee shall have the authority, in its sole discretion, (1) to retain or obtain the advice of an independent legal counsel or other advisor, or (2) to engage, retain and/or terminate a search firm to assist in identifying director candidates. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any legal counsel, search firm, or other advisor retained by the Committee. The Committee shall not be required to implement or act consistently with the advice or recommendations of its legal counsel or other advisors to the Committee, and the authority granted in this Charter shall not affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties under this Charter.

The Committee shall have access to appropriate funding from the Company, as determined by the Committee, for payment of reasonable compensation to any legal counsel, search firm, or any other advisor retained by the Committee.

The Committee will meet and consult with the Chair of the Board (or Lead Independent Director, as applicable), the Chief Executive Officer and other members of management as it deems appropriate in the exercise of its authority. The Committee shall have the authority to request that any officer or employee of the Company, the Company's outside legal counsel, the Company's independent auditor, or any other professional retained by the Company to render advice to the Company attend a meeting of the Committee or meet with any members of or advisors to the Committee.

Disclosure

This Charter shall be posted on the Company's website.

July 28, 2026