

# STIFEL FINANCIAL CORP. COMPENSATION COMMITTEE CHARTER

## I. ESTABLISHMENT AND PURPOSE

- A. The Board of Directors of Stifel Financial Corp. (the “*Board*” of the “*Corporation*”) has appointed the Compensation of the Board (the “*Committee*”).
- B. The purpose of the Committee is to assist the Board in:
  - 1. Evaluating the compensation plans, policies and programs of the Company and, where called upon by their terms, administering such plans, policies and programs.
  - 2. Determining the compensation of the Chief Executive Officer (“*CEO*”) and the Corporation’s other senior officers.
  - 3. Evaluating the performance of and preparing for succession among the CEO and other senior officers.

## II. DUTIES OF THE COMMITTEE

- A. Plan Administration: The Committee acts on behalf of the Board as “administrator” of certain employee benefit plans. In particular:
  - 1. The Committee recommends employee benefit plan matters to the Board, including adoption, amendment, rescission, and termination of employee benefit plans, such as incentive compensation plans and equity-based plans.
  - 2. Unless otherwise provided by employee benefits plans, the Committee may:
    - a) Recommend plans to the Board or stockholders for approval.
    - b) Interpret plans.
    - c) Administer plans, including by determining related rules and regulations.
    - d) Make plan awards.
    - e) Modify or cancel awards.
    - f) Limit, restrict, and condition awards
  - 3. The Committee ensures that plan awards conform with applicable restrictions.
- B. Executive Performance: The Committee evaluates the performance of the CEO and other senior officers. In particular:
  - 1. The Committee at least annually reviews corporate goals and objectives relevant to the compensation of its CEO and other executive officers.
  - 2. The Committee evaluates the CEO and other executive officers’ performance in light of the Company’s goals and objectives.

3. The Committee develops plans for succession for the CEO and other senior officers.
4. The Committee reviews past executive compensation practices to determine whether they encourage excessive risk-taking and evaluate performance and compensation measures that would protect the safety and soundness of the Corporation.

C. Executive Compensation: The Committee determines the compensation of the CEO and other senior officers. In particular:

1. The Committee determines its goals, practices, and principles for executive compensation.
2. The Committee reviews recommendations made by the CEO for the compensation of the Company's senior officers other than the CEO.
3. The Committee reviews market data to assess the Corporation's competitive position for the components of its executive compensation.
4. The Committee considers the results of the most recent stockholder advisory vote on executive compensation.
5. Based on all factors, the Committee determines the compensation of the CEO and other senior officers. This determination, as to the CEO, must be made without the CEO present.
6. The Committee recommends to the Board that compensation discussion and analysis be included in the Company's annual proxy statement.
7. The Committee issues a report on executive compensation in accordance with applicable requirements for inclusion in the Company's proxy statement.

D. Self Review:

1. The Committee reviews and evaluates its performance and its members' performance annually, and reports its conclusions to the Board, noting any actions appropriate to address weaknesses or new developments.
2. The Committee reviews the adequacy of this charter annually and reports any appropriate amendments to the Board.

### III. PRIVILEGES OF THE COMMITTEE

- A. Only the Committee may:
  - 1. Retain or terminate a compensation consulting firm to consult and recommend regarding executive compensation, and that firm will report directly to the Committee. Any compensation consulting firm retained must be independent under NYSE rules.
  - 2. Set the compensation of the compensation firm and approve its fees.
- B. The Committee may conduct any investigation it determines is appropriate to the fulfillment of its responsibilities.
- C. The Committee may retain any legal, accounting, or other professional that the Committee determines is appropriate to the fulfillment of its responsibilities, without separate approval by the Board.
- D. The Committee may utilize the services of the Corporation's officers, employees, and capabilities to fulfill the Committee's responsibilities.

### IV. MEMBERSHIP OF THE COMMITTEE

- A. Composition:
  - 1. The Committee consists of a chair and at least two additional members, each appointed by the Board. If the Board does not appoint a chair or the chair is absent from a meeting, a quorum of the Committee may select an interim chair from its members.
  - 2. The chair and each member of the Committee continues as such until removal by the Board (with or without cause) or resignation.
- B. Qualifications:
  - 1. Every member of the Committee must be qualified under applicable Rules.
  - 2. Each member must be an "outside" director within the meaning of Internal Revenue Code §162(m).
  - 3. Each Committee member must be an independent non-employee under the Rules, particularly those of the NYSE.

## V. MEETINGS OF THE COMMITTEE

- A. Frequency: The Committee meets at least two times a year and as often as appropriate.
- B. Agenda: The Committee's chair determines the agenda, time, and place for a meeting, which may be telephonic or by other electronic means, and provides at least three days' notice of these to the other members of the Committee.
- C. Quorum: More than half of the Committee's members are a quorum.
- D. Majority Rule: The Committee may take any action appropriate to it by vote of more than half of its members.

## VI. GENERAL PROVISIONS

- A. Publication: The Corporation will post this charter on its website, periodically with the SEC and as otherwise required by Rules.
- B. This charter incorporates amendments by the Board most recently made on April 26, 2023.