REGAL REXNORD CORPORATION Corporate Governance Guidelines

These Corporate Governance Guidelines (these "Guidelines") have been approved by the Board of Directors (the "Board") of Regal Rexnord Corporation (the "Company" or "Regal Rexnord"), and with the Company's Amended and Restated Articles of Incorporation, Amended and Restated Bylaws, Board Committee Charters and Code of Business Conduct and Ethics ("Code of Conduct") provide the framework for the governance of the Company. The Board recognizes that there is an ongoing need to review these Guidelines and other aspects of governance and will, through its Corporate Governance, Sustainability and Director Affairs Committee, review them periodically and update them as necessary.

These Guidelines do not replace the legal obligations of the Board, but are intended to facilitate the efficient execution of such obligations.

1. Management and the Board's Role

Regal Rexnord's business is conducted by its employees, managers and officers under the direction of the Chief Executive Officer ("CEO" and, together with the executive officers, "Management") to enhance the value of the Company for its shareholders. The Board is elected by the shareholders to oversee Management and to ensure that the interests of the shareholders are served.

2. Board Functions/Responsibilities

The Board represents and acts on behalf of all shareholders of the Company. The Board is responsible for establishing and helping the Company achieve strategic, business and organizational objectives through oversight, review and counsel. In addition to its general oversight of Management, the Board, with the support of its Committees, performs a number of specific functions, including among others:

- preparing the succession plan for the CEO position;
- approving and monitoring critical business and financial strategies;
- assessing major risks and mitigation;
- approving and monitoring major corporate actions;
- overseeing processes designed to ensure compliance with applicable laws, regulations, and the Code of Conduct;
- overseeing processes designed to ensure the accuracy and completeness of financial statements:
- reviewing the status of the Company's enterprise risk management programs and the Company's cybersecurity systems and processes;
- monitoring the effectiveness of internal controls;
- reviewing the recommendations of Management for, and electing, officers; and
- selecting, evaluating and setting appropriate compensation for the CEO and the other members of Management.

3. The Directors

- a. <u>Qualifications</u>. The Board will endeavor to attract and nominate directors with a diverse set of skills and experience with a background in areas that are relevant to the Company's activities. The criteria for director nominees established by the Board are set forth in Appendix A to these Guidelines.
- b. <u>Director Term and Retirement</u>. All elected directors shall stand for re-election at each annual meeting of the Company's shareholders. The Board will not nominate for re-election any director who has reached the age of seventy-four (74) years on or prior to the annual shareholders' meeting following such attainment ("Required Retirement"), absent exceptional circumstances as determined by a majority of the Board (excluding the affected director(s)).

An exceptional circumstance may include a scenario in which the Required Retirement would result in two or more directors retiring at the same annual shareholders' meeting, in which case, a majority of the Board may approve a one-time re-nomination for one of the directors otherwise subject to the Required Retirement to help stagger the Required Retirements and support an orderly succession process.

- c. Stock Ownership Guidelines. Within five years after his or her election to the Board, each director is expected to accumulate and beneficially own shares of Regal Rexnord common stock having a total value of at least five times the most recent annual cash retainer paid by the Company to such director ("Ownership Threshold"). No director shall sell or transfer shares of Regal Rexnord common stock if, following such sale or transfer, such director will not meet the Ownership Threshold. This prohibition will not apply to a director's sale of shares to cover tax obligations created as a result of the acquisition of shares through the vesting or exercise of any rights or grants. To determine whether a director is in compliance with such requirement, shares will be valued at the closing price for a share of Regal Rexnord common stock on the last trading day of the immediately preceding fiscal quarter. The following shall be considered shares beneficially owned by the director for purposes of this calculation: all Regal Rexnord common stock held outright by a director, by the spouse of the director, or within a trust of the director; any outstanding restricted stock units held by the director; and any restricted stock units credited to a director's account in a deferred compensation plan sponsored by the Company.
- d. <u>Director Education and Orientation</u>. All directors are expected to participate in continuing director education, and new directors are expected to participate in a director orientation program, both administered under the direction of the Corporate Governance, Sustainability and Director Affairs Committee. All directors should endeavor to participate in educational opportunities in any area pertinent to the Company or such director's committee assignment(s). From time to time, the

Company will provide Board members with presentations from Company and/or third party experts on topics that will assist the Board members in carrying out their responsibilities.

- e. <u>Director Resignation</u>. Each non-employee director will tender his or her offer of voluntary resignation upon a change in position or responsibility in his or her principal occupation, business association, employer, or a change of control of his or her employer, subject to review by the Corporate Governance, Sustainability and Director Affairs Committee and, in turn, by the Board. In such circumstances, the Board may reject or accept such director's tender of an offer of resignation.
- f. Majority Voting Director Resignation. Should a director standing for re-election not receive the affirmative vote of a majority of shares represented at the meeting (in person or by proxy) and entitled to vote, the director is expected to tender an offer of resignation from the Board. The Corporate Governance, Sustainability and Director Affairs Committee will consider the offer of resignation and recommend to the Board the action to be taken. The Corporate Governance, Sustainability and Director Affairs Committee and the Board may consider any factors they deem relevant in deciding whether to accept a director's offer of resignation. Any director whose resignation is under consideration will be recused from participating in the decision. The Board will publicly disclose its decision regarding the offer of resignation within ninety (90) days after the results of the election are certified.
- g. <u>Director Notification</u>. Directors are expected to provide advance notice to the Chairman of the Board (the "Chairman") and the Chair of the Corporate Governance, Sustainability and Director Affairs Committee of his or her acceptance of an invitation to serve on the board of directors of any other publicly traded company.
- h. <u>Limitation on Other Public Board Service</u>. No director may serve on the board of directors of more than three (3) publicly traded companies (including the Company) without the prior approval of the Board.
- i. <u>Shareholder Election of Appointed Director</u>. Any individual who is appointed by the Board to serve as a director shall stand for re-election by the Company's shareholders at the next annual meeting of the Company's shareholders following such director's appointment.

4. The Board and its Committees

a. <u>Chairman</u>. The Board shall elect a Chairman from its members. The Board recognizes that the leadership structure and combination or separation of the CEO and Chairman roles is driven by the needs of the Company. Currently, the roles of Chairman and CEO are separate and the Chairman is an independent director. The

- responsibilities of the independent Chairman are set forth on <u>Appendix B</u> to these Guidelines. <u>Appendix B</u> is intended to supplement the rights and responsibilities of the Chairman as set forth in the Company's Amended and Restated Bylaws.
- b. <u>Presiding Director</u>. At any time when the roles of Chairman and CEO are combined, or if the Chairman is not considered to be independent, the Board shall maintain a Presiding Director, which position shall rotate periodically among the independent directors as determined by the Board upon the recommendation of the Corporate Governance, Sustainability and Director Affairs Committee. The Presiding Director shall serve as the principal liaison between the independent directors and the Chairman in matters relating to the Board as a whole. If the Company does not have an independent Chairman but instead has a Presiding Director, then the responsibilities set forth in <u>Appendix B</u> to these Guidelines will be performed by the Presiding Director in consultation with the Chairman.
- c. <u>Board Size</u>. The Corporate Governance, Sustainability and Director Affairs Committee periodically reviews and recommends to the full Board the optimum Board size, subject to compliance with the Company's Amended and Restated Articles of Incorporation and Amended and Restated Bylaws and accommodating the following objectives: (1) to ensure that not less than a majority of the Board meets the criteria for independence required by the New York Stock Exchange (the "NYSE"); (2) to provide a Board sufficiently large to allow only independent directors to serve on Board committees to the extent required by law or the NYSE; (3) to permit key members of management to serve on the Board; and (4) to enable the Board to function effectively in terms of discussion and decision-making. The Board has established the standards set forth in <u>Appendix C</u> to these Guidelines to assist it in determining director independence in conjunction with the criteria for independence required by the NYSE.
- d. <u>Board Access to Management and Independent Advisors</u>. Non-employee directors are encouraged to contact and/or meet with Company employees without Management being present for purposes of gathering information. However, no individual director should give direction to Company employees during these meetings. Such direction should be provided by the full Board to the CEO. The Board will hire such independent advisors, including attorneys, accountants, and investment bankers, as it deems necessary or appropriate, at the expense of the Company.
- e. <u>Number of Meetings</u>. There are at least four scheduled Board meetings each year. The Board may also meet at any other time it deems necessary. Meetings may be held in person, by telephone, or other form of interactive electronic communication.
- f. <u>Board Committees</u>. There presently are three standing committees of the Board the Audit Committee, the Compensation and Human Resources Committee, and the

Corporate Governance, Sustainability and Director Affairs Committee. Each committee consists of not less than three directors, and the Board designates one member of each committee as its chair. Only outside independent directors serve on the Board committees. Each committee meets as it determines necessary to carry out its duties and responsibilities. To the extent practical, committee meetings are held in conjunction with regularly scheduled Board meetings. The Board may establish additional committees or subcommittees as appropriate.

- g. <u>Director Responsibilities</u>. Each director is expected to use his or her best efforts to attend in person all Board and committee meetings on which such director serves; to review all distributed background and explanatory materials, including interim financial and operational reports; and to be prepared to participate actively at such meetings. Directors may attend meetings by teleconference or videoconference, with the prior consent of the Chairman if they are unable to attend in person due to circumstances beyond their control. Directors are expected to attend the annual meeting of the Company's shareholders unless the Chairman gives prior consent to a director's absence in an extenuating circumstance.
- h. <u>Executive Sessions</u>. The Board shall have at least four regularly scheduled executive sessions a year for the non-employee directors to meet without members of Management present. These executive sessions may be scheduled with each regularly scheduled meeting of the Board or otherwise as the Board may deem necessary. The independent Chairman or, if there is none, the Presiding Director, shall preside over each executive session.
- i. <u>Board Evaluations</u>. The Board and each of its committees, acting through the Corporate Governance, Sustainability and Director Affairs Committee, will conduct a yearly self-evaluation of their performance. Individual directors will also be evaluated in a manner and on a schedule determined by the Corporate Governance, Sustainability and Director Affairs Committee. The results of these evaluations will be reported to the full Board.
- j. <u>Nominating Committee</u>. The Corporate Governance, Sustainability and Director Affairs Committee serves as the nominating committee for the Board. The process and procedures the committee applies to this responsibility is set forth in Section 5 below.
- k. <u>Board Compensation</u>. The Corporate Governance, Sustainability and Director Affairs Committee has the responsibility for recommending to the Board compensation and benefits for non-employee directors. The committee reviews comparative compensation data and information as it relates to the directors' compensation, and makes a recommendation to the full Board. The data may be supplied by an outside consultant or obtained through other forms of public information. Compensation of

directors is approved by the full Board. In making its recommendations to the full Board concerning the compensation of Board members, the committee should consider the following goals:

- Board members should be fairly compensated for the work involved in overseeing the management of a company the size and scope of Regal Rexnord;
- Board member compensation should be competitive with director compensation at other U.S. companies of the size and scope of Regal Rexnord; and
- Board member compensation should align Board members' interests with the interests of the Company's shareholders.
- I. <u>Audit Committee Service</u>. No member of the Audit Committee may serve on the audit committees of more than three (3) publicly traded companies (including the Company) without the prior approval of the Board.
- m. <u>Enterprise Risk Management and Cybersecurity</u>. The Board shall periodically review the status of the Company's enterprise risk management programs and the Company's cybersecurity systems and processes. To assist the Board in these oversight responsibilities, the Board may request one or more committees (whether current or new) to serve in an advisory capacity.
- n. <u>Board Confidentiality</u>. The proceedings and deliberations of the Board and its committees, and any non-public information received in connection with service as a director of the Company, are confidential. Confidential information may only be used by a director for the benefit of the Company, and not for personal benefit or the benefit of any other person or entity. Consistent with their fiduciary and other legal duties to the Company, directors must protect and not use or disclose confidential information for any non-Company purpose.
- o. <u>Conflicts and Code of Business Conduct and Ethics.</u> Directors are expected to avoid any action, position or interest that conflicts with the interests of the Company or gives the appearance of a conflict, and they shall otherwise comply with the Code of Business Conduct and Ethics.
- p. <u>Evolving Guidelines</u>. The Board recognizes its operations and these guidelines to be an evolving process and, therefore, they are subject to periodic review and revision, to address emerging needs and practices. These guidelines are not intended to cover all issues which may arise, but rather to provide a general framework of reference to assist the Board in the performance of its duties.

5. Nomination Process

- a. Consideration shall be given to candidates without regard to race, color, religion, gender, or national origin. The Board seeks qualified candidates possessing the relevant experience and skills the Company needs, from a variety of backgrounds, including but not limited to, candidates of gender, age and racial and/or ethnic diversity. In any retained search for Board candidates, the Board is seeking candidates with gender and racial and/or ethnic diversity and will only consider slates that include gender and racially and/or ethnically diverse candidates.
- b. The Corporate Governance, Sustainability and Director Affairs Committee may identify qualified candidates in a variety of ways including consulting with other Board members, engaging an outside search firm or by seeking individual referrals from associates or from industry or professional organizations. The committee shall be responsible for applying such general and specific criteria for Board membership as shall have been approved by the Board. The criteria for director nominees established by the Board are set forth in <u>Appendix A</u> to these Guidelines.
- c. The Corporate Governance, Sustainability and Director Affairs Committee will review recommendations for director nominees from any shareholder who follows the provisions set forth in the Amended and Restated Bylaws.

Revised October 30, 2025

Appendix A

REGAL REXNORD CORPORATION CRITERIA FOR DIRECTOR NOMINEES

In making recommendations to the Company's Board of nominees to serve as directors, the Corporate Governance, Sustainability and Directors Affairs Committee will examine each director nominee on a case-by-case basis regardless of who recommended the nominee and take into account all factors it considers appropriate, which may include strength of character, mature judgment, career specialization, relevant experience, technical skills or financial acumen, gender and racial and/or ethnic diversity, diversity of viewpoint and industry knowledge. However, the Board believes the following minimum qualifications must be met by a director nominee to be recommended by the Corporate Governance, Sustainability and Directors Affairs Committee:

- Be financially literate;
- Be committed to understanding the Company and its industry;
- Display the highest personal and professional ethics, integrity and values;
- Have the ability to exercise sound business judgment;
- Be accomplished in his or her respective field, and have broad experience at the administrative and/or policy making level in business, government, education, technology or public interest;
- Be independent of any particular constituency, be able to represent all shareholders of the Company and be committed to enhancing long-term shareholder value; and
- Have sufficient time available to devote to activities of the Board of Directors and to enhance his or her knowledge of the Company's business.

The Board also believes the following qualities or skills are necessary for one or more directors to possess:

- At least one director should have the requisite experience and expertise to be designated as an "audit committee financial expert" as defined by applicable rules of the SEC;
- One or more of the directors generally should be active or former chief executive officers of publicly traded companies or leaders of major complex organizations including commercial, scientific, governmental, educational and other similar institutions; and
- Directors should be selected so that the Board is composed of qualified individuals who reflect diversity of background, perspective, gender, race and/or ethnicity.

Appendix B

REGAL REXNORD CORPORATION RESPONSIBILITIES OF THE INDEPENDENT CHAIRMAN

The role and responsibilities of the independent Chairman will include the following:

- Preside at all meetings of the Board, including any executive sessions of the independent directors, establish agendas for such executive sessions in consultation with the other directors and provide feedback from such sessions to the CEO and other directors as needed;
- Review and approve proposed Board meeting agendas as well as significant strategic materials distributed to directors in connection with such meetings;
- Review and approve Board meeting schedules to help assure that there is sufficient time for discussion of all agenda items;
- Have the authority to call meetings of the independent directors as appropriate;
- Be available, as deemed appropriate by the Board, for consultation and direct communication with shareholders; and
- Participate, with the Chair of the Compensation and Human Resources Committee, in communicating to the CEO the results of the Board's annual review of the CEO's performance.

Appendix C

REGAL REXNORD CORPORATION CRITERIA FOR DETERMINING DIRECTOR INDEPENDENCE

The Board has established standards to assist it in making determinations of director independence. Under these standards, the following relationships that currently exist or that have existed, including during the preceding three years, will not be considered to be material relationships that would impair a director's independence:

- 1. An immediate family member of the director is an employee (other than an executive officer) of the Company;
- 2. A director, or a family member of the director, receives or received less than \$120,000 during any twelve-month period in direct compensation from the Company, other than director and committee fees and pension or other forms of deferred compensation for prior service (provided that such compensation is not contingent in any way on continued service with the Company); provided, however, that compensation received by a director for former service as an interim Chairman or CEO or other executive officer of the Company need not be considered in determining independence under this test; and provided, further, that compensation received by an immediate family member of the director for service as an employee of the Company (other than an executive officer) need not be considered in determining independence under this test;
- 3. (A) a director, or a family member of the director, is a former partner or employee of the Company's internal or external auditor but did not personally work on the Company's audit within the last three years; or (B) a family member of a director is employed by an internal or external auditor of the Company but does not personally work on the Company's audit;
- 4. A director, or a family member of the director, is or was an employee, other than an executive officer, of another company where any of the Company's present executive officers serve on that company's compensation committee;
- 5. A director is or was an executive officer, employee or director of, or has or had any other relationship (including through a family member) with, another company, that makes payments (other than contributions to a tax exempt organization) to, or received payments from, the Company for property or services in an amount which, in any single fiscal year, does not exceed the greater of \$1 million or 2% of such other company's consolidated gross revenues; provided, however, that in applying this test, both the payments and the consolidated gross revenues to be measured shall be those reported in the last completed fiscal year, and provided, further, that this test applies solely to the financial relationship between the Company and the director's (or

immediate family member's) current employer—the Company need not consider former employment of the director or immediate family member;

- 6. A family member of the director, other than his or her spouse, is an employee of a company that has a relationship with the Company, but the family member is not an executive officer of that company;
- 7. A family member of the director has a relationship with the Company, but the family member is not an immediate family member of the director;
- 8. The director, or an immediate family member of the director, was an executive officer of another company that was indebted to the Company, or to which the Company was indebted, but the total amount of either company's indebtedness to the other was less than 2% of the total consolidated assets of the company for which the director, or an immediate family member of the director, served as an executive officer;
- 9. A director is or was an executive officer, employee or director of, or has or had any other relationship (including through a family member) with, a tax exempt organization to which the Company's and its foundation's contributions in any single fiscal year do not exceed the greater of \$1 million or 2% of such organization's consolidated gross revenues; or

10. A director is a shareholder of the Company.

For purposes of the foregoing, an "immediate family member" means person's spouse, parents, children, siblings, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law, and anyone (other than domestic employees) who shares such person's home; <u>provided, however</u>, that when applying the three-year "look-back" provisions of the foregoing tests, the Company need not consider individuals who are no longer immediate family members as a result of legal separation or divorce, or those who have died or become incapacitated.

For relationships not covered by the standards set forth above, the determination of whether the relationship is material or not, and therefore whether the director would be independent or not, shall be made by the directors who satisfy the standards set forth above. The Company must identify which directors are independent and disclose the basis for that determination in each annual proxy statement.

In addition, the Company shall disclose in its annual proxy statement any contributions made by the Company to any tax exempt organization in which any independent director serves as an executive officer if, within the preceding three years, contributions in any single year from the Company exceeded the greater of \$1 million or 2% of such charitable organization's consolidated gross revenues.