UNITEDHEALTH GROUP

BOARD OF DIRECTORS
GOVERNANCE COMMITTEE CHARTER
(April 14, 2026)

INTRODUCTION AND PURPOSE

UnitedHealth Group Incorporated (the "Company") is a publicly-held company and operates in a complex, dynamic, highly competitive and regulated environment. The business and affairs of the Company are governed by (or under the direction of) a Board of Directors (the "Board"), so that the recommendation and selection of qualified individuals to be Board members is crucial to the successful operation of the Company. The successful operation of the Company also depends on development and maintenance of effective corporate governance and sustainability policies and practices. In order to assure the kind of informed decision making beneficial to the Company, much of the Board's oversight occurs through its standing committees (the "Board Committees"), such as the Governance Committee (the "Committee"), in collaboration with other Board Committees. The Committee's primary purpose is to carry out and perform the responsibilities and duties set forth in this Charter.

COMPOSITION

The Committee shall be comprised of three or more directors as determined by the Board, each of whom the Board has determined meets the independence requirements of the Company's Standards for Director Independence, the New York Stock Exchange ("NYSE") and the Securities and Exchange Commission (the "SEC"). The members of the Committee are appointed by the Board and serve until their successors are duly appointed or until their retirement, resignation, death or removal by the 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.

MEETINGS

The Committee shall meet at least four times annually at a place and time determined by the Chair, or more frequently as necessary. To the extent practicable, each Committee member shall attend each regularly scheduled Committee meeting in person. A majority of the Committee members currently holding office constitutes a quorum for the transaction of business. The Committee shall take action by the affirmative vote of a majority of the Committee members present at a duly held meeting or by written action signed in the manner and by the number of Committee members required under the Company's Certificate of Incorporation and Bylaws and applicable law. The Chair shall convene and chair meetings of the Committee, set agendas for meetings and determine the Committee's information needs. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from among its members. The Committee will meet in regularly scheduled executive sessions without any members of management. The Committee may invite to its meetings any member of management and such other persons as it deems appropriate in order to carry out its responsibilities. All other Board members have a standing invitation to attend meetings of the Committee.

RESPONSIBILITIES AND DUTIES

The Committee has the following responsibilities and duties:

1. Identification, Evaluation and Recommendation of Board Candidates

    - Identify, evaluate and recommend to the Board individuals for (i) the Board to nominate for election as directors at either an annual or special meeting of shareholders and (ii) election to the Board to fill vacancies existing on the Board.
    - Formulate and administer policies and procedures for identifying, evaluating and recommending director candidates, including consideration of nominees recommended by shareholders, to stand for election at an annual or special meeting of shareholders or to fill a vacancy existing on the Board.
    - Review and make recommendations to the Board whether members of the Board should stand for re-election. Consider matters relating to the retirement of members of the Board, including term limits or age limits.
    - Administer the process outlined in the Company's Bylaws concerning shareholder nominations for director candidates.
    - Consider any resignation offered by a director who (i) receives a greater number of votes "against" his or her election than votes "for" such election, or (ii) changes the primary career responsibility he or she held when elected to the Board and recommend to the Board whether to accept such resignation.

2. Board Structure and Organization

    - Develop an annual evaluation process for the Board and its committees and ensure the execution of such annual evaluation.
    - Recommend to the Board directors to serve as members of each Board Committee and, in consultation with the Chairman of the Board, as Board Committee chairs.
    - Review periodically, but at least annually, the size and skills of the Board and each Board Committee and recommend to the Board such changes that the Committee believes desirable.
    - Review periodically as it deems appropriate, but at least annually, the Company's Standards for Director Independence, recommend to the Board any modifications to these standards that the Committee deems desirable and provide 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.
    - Review periodically as it deems appropriate, but at least annually, the requirements of a "financial expert" under applicable rules of the SEC and NYSE, consider the views of the Audit Committee as to which directors should be deemed financial experts and recommend to the Board the determination that such directors are "financial experts."

3. Sustainability Oversight

    - Oversee overall strategy on the Company's sustainability policies and practices, including overseeing the process of identifying key sustainability topics, ensuring appropriate Board or Board Committee oversight of the key sustainability topics and reviewing the Company's sustainability reports.

- Monitor emerging sustainability trends and oversee and evaluate the Company's sustainability policies and programs and recommend to the Board such changes the Committee believes necessary or desirable, including to its Certificate of Incorporation, Bylaws and other corporate governance principles, environmental policy and other related policies.
- Review shareholder proposals and recommend to the Board proposed Company responses to such proposals for inclusion in the Company's proxy statement.
- Oversee and review on a periodic basis the continuing education program for directors and the orientation program for new directors.
- Review and approve related-person transactions, consistent with the Company's Related-Person Transactions Approval Policy.
- Review recommendations of each Board Committee regarding changes to their charters and make recommendations to the Board about such changes.

4. Political Activity

- Review and recommend to the Board any changes to the Company's Political Contributions Policy periodically.
- Review at least semi-annually political contributions made by the Company and its political action committees and approve the public disclosure of such contributions.
- Monitor the Company's advocacy and lobbying processes and activities, including key trade association and coalition memberships.
- Oversee the manner in which the Company conducts its public policy and government relations activities, in collaboration with other Board Committees.
- Oversee the Company's external relations functions and activities.

5. Executive Officers

- Review periodically, but not less than annually, persons serving as Company officers and recommend to the Board election of persons to serve as Company officers and the identification of such officers who shall be designated as "officers" pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- Develop a succession planning process through which the Board, in consultation with the Chief Executive Officer, may identify potential successors of the Company's executive officers, including the Chief Executive Officer.

6. Other Responsibilities

- Report regularly to the Board on Committee actions and any significant issues considered by the Committee.
- Perform such other functions as assigned by law, the Company's Certificate of Incorporation or Bylaws, or the Board.

DELEGATION

The Committee may, in its discretion, form and delegate authority to subcommittees, including a single member, when appropriate and consistent with applicable law. The duty to oversee an annual evaluation of the performance of management, included in the

NYSE Listed Company Manual as a duty of the Committee, has been delegated to the Compensation and Human Resources Committee.

PERFORMANCE EVALUATION

The Committee shall conduct an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this charter. The performance evaluation shall also include a review of the adequacy of this charter and shall recommend to the Board any revisions to this charter deemed necessary or desirable, although the Board shall have the sole authority to amend this charter. The performance evaluation shall be conducted in such manner as the Committee deems appropriate.

RESOURCES AND AUTHORITY

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including retaining outside counsel, outside search firm and any other advisors as the Committee may deem appropriate in its sole discretion. The Committee shall have sole authority to retain and terminate any such counsel, search firm or advisor, including sole authority to approve its fees and other retention terms.