

VERRA MOBILITY CORPORATION
CHARTER OF THE TRANSFORMATION COMMITTEE OF THE BOARD OF
DIRECTORS

As adopted by the Board of Directors and effective as of June 24, 2026.

I. PURPOSE OF THE COMMITTEE

The purpose of the Transformation Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Verra Mobility Corporation (the "**Company**") is to oversee implementation of the Company's transformation initiative to better position the Company's business for long-term growth. The Transformation Committee will also support management's review and execution of the Company's business and financial strategies, cost structure optimization, growth opportunities, capital allocation strategy and priorities, portfolio composition of business units, financing activities, and annual capital expenditure plans and budgets, and make recommendations to the Board on matters related thereto. The Committee shall also undertake those specific duties and responsibilities listed below and such other duties as the Board may from time to time prescribe.

II. COMPOSITION OF THE COMMITTEE

The Committee shall consist of three or more members, as determined from time to time by the Board. At least a majority of the members shall satisfy the independence requirements of The Nasdaq Stock Market, Inc. ("**Nasdaq**"), and any additional requirements that the Board deems appropriate.

The chairperson of the Committee shall be designated by the Board, *provided* that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson. Any vacancy on the Committee shall be filled by majority vote of the Board. No member of the Committee shall be removed except by majority vote of the Board.

III. MEETINGS OF THE COMMITTEE

The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities, but no less frequently than once every fiscal quarter. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary. A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum.

The Committee shall maintain minutes of its meetings and shall report regularly to the Board on its actions and recommendations. The Committee may act by unanimous written consent; when it does so, those actions will be filed in the minute book.

IV. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

In carrying out its duties and responsibilities, the Committee's policies and procedures should remain flexible, so that it may be in a position to best address, react, or respond to changing circumstances or conditions. The following duties and responsibilities are within the authority of the Committee and the Committee shall:

- (a) Oversee the Company's transformation initiative to better position the Company's business for long-term growth in light of emerging market conditions, including optimizing the Company's cost structure, improving operational efficiency and aligning resources to unlock new growth opportunities while creating capacity to invest in the future, and make recommendations to the Board in respect thereof;
- (b) Review and evaluate the Company's current business and financial strategies and growth opportunities in light of emerging market conditions, and make recommendations to the Board in respect thereof;
- (c) Review and evaluate the Company's cost optimization efforts in light of emerging market conditions, seeking to leverage the latest and best-in-class automation and AI tools to drive business process efficiency, and make recommendations to the Board in respect thereof;
- (d) Review and evaluate the parameters of, and assumptions underlying, the Company's annual capital expenditure plans and budgets in light of emerging market conditions, with the goal of ensuring that the Company's capital expenditure investments drive shareholder value, and make recommendations to the Board in respect thereof;
- (e) Review and evaluate the Company's capital and debt structures in light of emerging market conditions, and make recommendations to the Board in respect thereof;
- (f) Review and evaluate the Company's portfolio of businesses and potential strategic opportunities in light of emerging market conditions, and make recommendations to the Board in respect thereof;
- (g) Review and evaluate the Company's human capital management in light of emerging market conditions, and make recommendations to Company management in respect thereof; however decisions regarding human capital management matters will be at the discretion of Company management; and
- (h) Share industry best practices and provide introductions to industry experts specializing in corporate transformations with Company management; however, decisions regarding process matters and potential advisors will be at the discretion of Company management.

The Committee is advisory in nature, shall continue at the sole discretion of the Board for the duration of the implementation of the Company's transformation initiative (as such duration shall be determined by the Board), and shall not have or exercise authority to approve any action of the Company or any of its subsidiaries.

V. DELEGATION OF AUTHORITY

The Committee shall not have the authority or power to create or delegate authority to any subcommittees.

While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or state law.