ARTIVION, INC.
BOARD OF DIRECTORS
CORPORATE GOVERNANCE COMMITTEE CHARTER

PURPOSE

The purpose of the Corporate Governance Committee (the "Committee") is to carry out and perform the responsibilities and duties set forth in this Charter.

ORGANIZATION

The Committee shall consist of a minimum of three members of the Board of Directors (the "Board") of Artivion, Inc., (the "Corporation"). All Committee members shall satisfy the independence requirements for non-employee directors under the rules of the New York Stock Exchange ("NYSE") and the Securities and Exchange Commission ("SEC"), as such requirements are interpreted by the Board in its business judgment.

PROCESS AND PROCEDURES

The Committee shall:

- Be appointed by the full Board, subject to annual appointment, and serve until the earlier of his or her resignation or removal by the Board.

- Meet at least three times annually, in person, telephonically, or by digital means (e.g., webcast) and make available the minutes of all meetings of the Committee to, and periodically review material matters discussed at each Committee meeting with, the Board.

- Hold meetings led by a Chair appointed by the Board, pursuant to an agenda approved by the Chair. In the absence of the Chair at any meeting of the Committee at which a quorum is present, a majority of the members of the Committee may elect an acting chair of the meeting. The Committee shall have authority to delegate any decisions to a subcommittee of the Committee, consisting of at least two persons.

- Have sole authority to retain, determine the terms of engagement and compensation of, and terminate, any search firm that will be used to identify and screen non-employee director, Chief Executive Officer ("CEO"), and other officer candidates and to engage any other of its own independent advisors that it deems necessary and appropriate to the Committee in the discharge of its roles and responsibilities.

- Be provided by the Corporation with appropriate funding for compensation of any of its retained search firms or independent advisors and for ordinary administrative expenses of the Committee that are necessary or appropriate for carrying out its duties.

- Submit to the Board annually a budget of its expected expenditures for that year for the Board's review and approval.

- Evaluate annually the performance of the Committee and facilitate and direct the annual self-evaluations by the Board, other Committees, and individual non-employee directors of their performance.

- Review and assess the adequacy of this Charter annually and recommend any changes to the Board for approval.

ROLES AND RESPONSIBILITIES

On behalf of the Board, the Committee shall, among its duties and responsibilities:

- Board candidates:

    - Identify, evaluate, and recommend to the Board qualified individuals for (i) the Board to nominate for election as non-employee directors at an annual general meeting; (ii) election to the Board to fill vacancies existing on the Board; or (iii) the Board, as otherwise required. Candidates selected for nomination to the Board shall meet the criteria recommended by the Committee and approved by the Board and articulated in the Corporation's Corporate Governance Guidelines (the "Guidelines");
    - Formulate and administer policies and procedures for identifying, evaluating, and recommending qualified non-employee director candidates, including consideration of nominees recommended by stockholders;
    - Review and make recommendations to the Board as to whether members of the Board should stand for re-election, with consideration to the Committee's annual independence review of non-employee directors, the criteria for non-employee director candidates articulated in the Guidelines, and the current size and composition of the Board;
    - Consider matters related to the retirement of members of the Board, including term or age limits;
    - Administer the process outlined in the Corporation's Certificate of Incorporation, Bylaws, or Guidelines concerning stockholder nominations for non-employee director candidates; and
    - Consider any resignation offered by a non-employee director who changes his or her primary employment held when elected to the Board and recommend to the Board whether to accept such resignation.

- Board Structure and Organization:

    - Develop an annual evaluation process for the Board, its committees, and individual non-employee directors and oversee the execution of such annual evaluations, including the Committee's own self-evaluation;
    - Recommend to the Board, in accordance with the policies and procedures laid out in the Guidelines, non-employee directors qualified to serve as members of each committee, and in consultation with the Chair of the Board, as committee chairs;
    - Consider the number of regular Board meetings to be held during each year, including the calendar for these meetings, and recommend to the Board any changes the Committee deems appropriate, consistent with legal requirements;
    - Periodically review and approve the Roles and Responsibilities of each of the committees of the Board, including any proposed amendments to Board committee charters;

- Establish and periodically review and approve the rules of order for Board, committee, and stockholder meetings; and
- Annually review the Corporation's Certificate of Incorporation and Bylaws.

- Corporate Governance:

  - Monitor emerging corporate governance policies and programs and recommend to the Board such changes as the Committee believes desirable;
  - In such a manner as the Committee deems appropriate to fulfill its purposes: a) Review and oversee the Corporation's sustainability strategy, initiatives, and policies and receive updates from the Corporation's management responsible for significant sustainability activities; b) Review political contributions made by the Corporation and the Corporation's lobbying activities; c) Review charitable contributions by the Corporation; and d) Review the Corporation's community reinvestment activities and performance.
  - Develop and recommend to the Board a set of Guidelines applicable to the Corporation and review these Guidelines at least periodically;
  - Review stockholder proposals and recommend to the Board proposed responses by the Corporation to such proposals for inclusion in the Corporation's proxy statement or otherwise;
  - Review periodically as it deems appropriate, but at least annually, the Corporation's Standards for Director Independence and any enhanced independence requirements issued by the NYSE and by any other applicable regulators and advisory services;
  - Recommend to the Board any modifications to the Corporation's independence standards that the Committee deems desirable, and provide to the Board the Committee's assessment of which non-employee directors should be deemed independent non-employee directors under applicable rules, policies, and regulations, the then-current Corporation's standards, and under any recommended modifications to the Corporation's 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, assess which non-employee directors should be deemed "financial experts" and recommend to the Board the determination of which such non-employee directors are "financial experts" and should be disclosed as such in the Corporation's annual proxy statement;
  - Oversee and review on a periodic basis the continuing education program for non-employee directors and the orientation program for new non-employee directors; and
  - Establish procedures to encourage non-employee director attendance at the annual meeting of stockholders.

- Officers and non-employee directors:

  - Recommend to the Board officers for election and identify those officers who are subject to Section 16 and Rule 144 of the Securities Exchange Act of 1934;
  - Oversee the periodic evaluation of the performance of officers, including the annual joint evaluation, with the Compensation Committee, of the performance and compensation of the CEO;
  - Oversee succession planning for officer positions, including the CEO, and plans for officer development; and

- Jointly with the Compensation Committee, evaluate and recommend to the Board annual compensation for non-employee directors, including the form and amount of such compensation.

- Other Responsibilities: Perform such other functions as assigned by law, the Corporation's Bylaws and Certificate of Incorporation, or the Board.

Nothing in this Charter is intended to preclude or impair the protection provided by Delaware law, including Section 141(e) of the General Corporate Law of the State of Delaware, allowing the members of the Committee in discharging their duties to rely on information, opinions, reports, or statements, including financial statements and other financial data.

August 2026