OLD REPUBLIC INTERNATIONAL CORPORATION
EXECUTIVE COMMITTEE CHARTER
(Updated November 12, 2026)

Purpose

The Executive Committee (the “Committee”) is appointed by the Board of Directors of the Corporation to exercise primary functional responsibilities for Finance, Management Development and Succession, Enterprise Risk Management, and Related Party Transactions oversight, and shall carry out such other responsibilities as are delegated to the Committee by the Board from time to time.

Membership

The Executive Committee (the "Committee") shall consist of not less than five (5) and not more than seven (7) members of the Board of Directors (the “Board”) of the Corporation, including the Corporation's Chairman of the Board, the Chief Executive Officer ("CEO"), the Lead Independent Director (if any), and the Chairs of the Audit Committee, Compensation Committee, and Governance and Nominating Committee (the “Committee Chairs”). The Chairman of the Board or the CEO shall be the Chair of the Committee, as appointed by the Board upon the recommendation of the Board’s Governance and Nominating Committee. All other Committee members shall qualify as non-management, independent directors and shall be appointed by the Board, upon the recommendation of the Board’s Governance and Nominating Committee, and may be removed singly or in multiples by a majority vote of the Board.

Procedure

Except as expressly provided in this Charter, the By-laws and Corporate Governance Guidelines of the Corporation, or law or regulation, the Committee shall fix its own rules of procedure.

Meetings

The Committee shall meet as often as it determines, but not less frequently than once every fiscal quarter. The Committee may request any officer or employee of the Corporation or the Corporation's outside counsel to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee. A majority of the Committee members, present in person or by conference telephone or other conferencing equipment, shall constitute a quorum.

Authority, Duties and Responsibilities

The Committee shall have the duty and authority to address the matters and perform the functions noted in paragraphs (1) through (5) herein and make the necessary recommendations with respect to any action relative to such matters to the entire Board or appropriate committee thereof. These include:

1. Serve as the Finance Committee of the Board of Directors with responsibility for reviewing, at least annually, such matters as:

a. the independent agencies' ratings of the financial strength of the Corporation and its regulated operating companies coupled with the financing and operating implications of these ratings;
b. the appropriateness of the Corporation's capital structure along with its borrowing and equity financing capacities;
c. the Corporation's near-term and intermediate-term estimated financing plans and their feasibility, including any restrictions in existing financing agreements, as well as the adequacy of the Corporation's shelf or similar registration statements with the Securities and Exchange Commission;
d. the Corporation's annual operating budget and corporate strategy, including capital allocations to all operating companies and business centers, and any necessary funding to execute on the budget and plans. Such plans will encompass:
    i. major policy or strategic changes in the Corporation's direction;
    ii. major changes in the manner or kind of business done by the Corporation and its operating companies;
    iii. major sales, acquisitions or establishment of new businesses by the Corporation or any of its operating companies; and
    iv. major changes in the organizational structure of the Corporation and its operating companies;
e. the investment policies of the Corporation and its operating companies;
f. the CEO's authority relative to investments in a single issuer, or investment pool, maximum dollar authority relative to an acquisition or divestiture of a business or other assets by the Corporation and/or any operating company which includes the deployment of capital;
g. analysis of contemplated acquisitions or divestitures of businesses or assets by the Corporation or its operating companies and, as appropriate, proposed Board actions;
h. corporate dividend policy and, at least on a quarterly basis, recommended dividend payouts and related funding sources; and
i. recommendations regarding repurchase of the Corporation's stock or other securities.

2. Regularly review management development plans to provide for available and qualified successors to the most senior executive ranks of the Corporation and its operating companies as they become needed, and to provide for the temporary replacement of the Chairman and/or CEO in the event of his or her death or incapacity.

3. Evaluate the Corporation's Enterprise Risk Management ("ERM") processes at least annually, and review, on at least a quarterly basis, changes reported by the CEO relative to any significant ERM principles and practices for the Corporation and its operating companies, and plan for periodic ERM updates to the Board as necessary and appropriate.

4. In order to comply with NYSE Rule 314.00, the Committee shall form a subcommittee for the purpose of conducting a reasonable prior review and oversight of all transactions required to be disclosed pursuant to Item 404 of Regulation S-K under the Securities Exchange Act ("Related Party Transactions") for potential conflicts of interest of the Corporation and its shareholders ("Related Party Transactions Subcommittee").
    a. The members of the Related Party Transactions Subcommittee shall consist of the Committee Chairs and one other member of the Committee who is an independent Director, which member shall serve as the Chair of the Related Party Transactions Subcommittee; and
    b. The Related Party Transactions Subcommittee is responsible for conducting a reasonable prior review and oversight of all Related Party Transactions for potential conflicts of interest and will prohibit any such transaction if it determines it to be inconsistent with the interest of the Corporation or its shareholders.

5. At least once each year, review and make any necessary and appropriate recommendations to the Governance and Nominating Committee regarding membership in the Board and its Committees.

The Committee Chair will regularly report to the Board of Directors on the deliberations of the Committee. The Committee's interim decisions, like those of any other Board Committee, will be submitted for approval by the full Board by no later than the next regular meeting of the Board of Directors. Once each year, the Committee shall review the adequacy of this charter and recommend any proposed changes to the Board for its approval.