SEACOR Marine Holdings Inc.

COMPENSATION COMMITTEE CHARTER

This Compensation Committee Charter was adopted by the Board of Directors (the "Board") of SEACOR Marine Holdings Inc. (the "Company") on November 12, 2026.

This Charter is intended as a component of the flexible framework within which the Board, assisted by its committees, directs the affairs of the Company. While it should be interpreted in the context of all applicable laws, regulations and listing requirements, as well as in the context of the Company's Certificate of Incorporation and Bylaws, it is not intended to establish by its own force any legally binding obligations.

I. PURPOSE AND AUTHORITY

The Compensation Committee (the "Committee") shall (i) determine and approve, either on its own or with the Company's independent directors, compensation of the CEO and the other executive officers of the Company; (ii) assist the Board in evaluating officer and director compensation plans, policies and programs; (iii) assist the Board in reviewing benefit plans for officers and employees; and (iv) produce an annual report on executive compensation for inclusion in the proxy statement in accordance with applicable rules and regulation of the New York Stock Exchange ("NYSE"), the Securities and Exchange Commission (the "SEC") and other applicable regulatory bodies.

In discharging its role, the Committee is empowered to investigate any matter brought to its attention with access to all books, records, facilities and personnel of the Company. The Committee shall have sole authority to select, retain, obtain the advice of, and terminate any independent legal counsel, compensation consultant or other advisor (collectively, "Advisors"), including the sole authority to approve the fees and other terms of retention and to oversee the work of such Advisors, to assist the Committee in the discharge of its duties and responsibilities under this Charter. The Committee will receive from the Company appropriate funding, as determined by the Committee, for payment of compensation to such Advisors. Prior to selecting an Advisor, the Committee shall assess the Advisor's independence from management of the Company, taking into consideration all relevant factors the Committee deems appropriate to such Advisor's independence, including factors specified in the NYSE listing standards, the rules of the SEC or other applicable rules and regulations. The Committee may select or receive advice from any Advisor it prefers, including Advisors that are not independent, after considering the independence factors required by NYSE listing standards, SEC rules or other applicable rules and regulations. On an annual basis, the Committee shall review and assess the independence and performance of any Advisor retained by the Committee for the prior year and make a determination of whether that consultant will be retained to provide services to the Committee. In addition, the Committee shall evaluate whether any Advisor retained or to be retained by it has any conflict of interest in accordance with applicable NYSE and SEC rules.

II. COMMITTEE MEMBERSHIP

The Committee shall consist of three or more members of the Board, each of whom has been determined by the Board to be "independent" in accordance with applicable rules of the NYSE and the Company's Director Independence Standards. In addition, the Board intends that no director

may serve unless he or she (i) is a "Non-employee Director" for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended, and (ii) if and to the extent the Committee determines it is necessary or appropriate to satisfy the conditions of any available exemption from the deduction limit under Section 162(m) of the Internal Revenue Code, satisfies the requirements of an "outside director" for purposes of Section 162(m) of the Internal Revenue Code. The members of the Committee shall be appointed by the Board and shall serve for such term or terms as the Board (or committee as applicable) may determine or until earlier resignation or death. The Board may remove any member from the Committee at any time with or without cause.

III. COMMITTEE MEETINGS

The Board shall designate a member of the Committee as chairperson or, in the absence of such a designation by the Board, the Committee shall make such designation. The Committee shall meet on such number of occasions as circumstances dictate and at least annually with the CEO and any other corporate officers the Board and Committee deem appropriate to discuss and review the performance criteria and compensation levels of key executives. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The Committee may invite such members of management to its meetings as it deems appropriate. However, the Committee shall meet regularly without such members present, and in all cases no officer shall be present at meetings at which their compensation or performance is discussed or determined.

IV. KEY RESPONSIBILITIES

The following responsibilities are set forth as a guide with the understanding that the Committee may diverge as appropriate given the circumstances. The Committee is authorized to carry out these and such other responsibilities assigned by the Board from time to time, and take any actions reasonably related to the mandate of this Charter.

To fulfill its purpose, the Committee shall:

1. review and approve corporate goals and objectives relevant to executive compensation, including annual performance objectives;

2. establish, review and approve compensation for the CEO and other executive officers (including any employment agreements and any severance arrangements or plans, including any benefits to be provided in connection with a change in control, and including the ability to adopt, amend and terminate such agreements, arrangements or plans);

3. evaluate at least annually the performance of the CEO against any applicable corporate goals and objectives, and determine and approve the compensation level for the CEO based on this evaluation;

4. review and make recommendations to the Board for approval of any amendments or modifications to, or terminations of, incentive compensation plans and equity-based compensation plans;

5. administer and monitor compliance with the rules and guidelines of the Company's equity-

based plans;

6. preview and discuss with management the Company's Compensation Discussion and Analysis and prepare a report to be included in the Company's annual report on Form 10-K and proxy statement, in accordance with applicable rules and regulations of the NYSE, SEC and other applicable regulatory bodies;

7. determine stock ownership guidelines for the CEO and other executive officers and monitor compliance with such guidelines;

8. review, and make recommendations to the Board regarding, all employee benefit plans for the Company, which includes the ability to adopt, amend and terminate such plans;

9. evaluate the independence of any Advisors retained by the Committee annually; provided, however, that the Committee will not be required to assess the independence of any Advisor whose role is limited to (i) consulting on any broad-based plan that does not discriminate in terms of scope, terms or operation, in favor of officers or directors of the Company, and is available generally to all salaried employees of the Company, or (ii) providing information that either is not customized to the Company or that is customized based on parameters that are not developed by the Advisor, and about which the Advisor does not provide advice;

10. make a recommendation to the Board regarding the frequency of the advisory vote on compensation of the Company's named executive officers;

11. review and recommend to the Board for approval all director compensation and benefits for service on the Board and Board committees, no less frequently than annually, and to recommend any changes to the Board for approval;

12. conduct an annual self-evaluation of the performance of the Committee, including its effectiveness and compliance with this Charter;

13. review and reassess the adequacy of this Charter annually, and propose amendments to the Board as the Committee deems appropriate;

14. report regularly to the Board on Committee findings and recommendations and any other matters the Committee deems appropriate or the Board requests and maintain minutes or other records of Committee meetings and activities; and

15. approve and administer any clawback or other recoupment policies.