CORPORATE GOVERNANCE COMMITTEE CHARTER

November 5, 2026

COMPOSITION AND ORGANIZATION

The Corporate Governance Committee (the "Committee") of the Board of Directors (the "Board") of Chesapeake Utilities Corporation (the "Company") shall be composed of not less than three directors, each of whom is an "independent director" as defined by the rules of the New York Stock Exchange ("NYSE") and the Company's "Corporate Governance Guidelines on Director Independence."

The Board shall have sole authority to appoint and remove members of the Committee. Each year, following the Company's annual meeting of stockholders (each, an "Annual Meeting of Stockholders"), the Board shall appoint the members of the Committee and select a Chair of the Committee, who may be the incumbent Chair or another member of the Committee.

The Chair of the Board shall serve as the Company liaison with the Committee.

PURPOSE

The Committee shall assist the Board in carrying out its responsibilities to manage the business and affairs of the Company by:

- developing and recommending to the Board for adoption, and thereafter periodically reviewing, corporate governance principles and guidelines applicable to the Company (the "Corporate Governance Guidelines");
- identifying individuals qualified to become Board members, consistent with criteria approved by the Board, and recommending to the Board candidates for election as directors at an Annual Meeting of Stockholders as well as Board candidates to fill vacancies occurring on the Board;
- assessing and making recommendations to the Board regarding the size, composition, and performance of the Board;
- establishing criteria and procedures to assist in the Board's annual review of the performance of the Board, the committees of the Board, and individual members of the Board, and making recommendations to the Board to improve such performance; and
- evaluating any shareholder proposals received to ensure they meet all Delaware law, corporate governance and Securities and Exchange Commission ("SEC") requirements, and recommending opposition or support of these proposals to the Board.

RESPONSIBILITIES

The responsibilities of the Committee shall consist of those set forth in this Charter and such additional responsibilities as may be assigned to the Committee from time to time by the Board.

1. The Committee shall, from time to time as the Committee deems appropriate, but no less frequently than every two years, review and assess the adequacy of the Company's Corporate Governance Guidelines and recommend to the Board for approval any changes that the Committee considers appropriate. To fulfill this responsibility, the Committee shall endeavor to remain informed on (i) corporate governance practices generally, including emerging trends among comparable companies, and (ii) regulatory and legislative initiatives.

2. Following the end of each fiscal year, the Committee (i) shall evaluate the size and composition of the Board and each standing Board committee in light of the operating requirements of the Company and existing corporate governance trends, including consideration of appropriate areas of expertise and diversity to be represented on the Board and the respective committees, and (ii) shall report its findings and any recommendations to the Board, including recommendations regarding Board membership for the next year.

3. The Committee shall develop and recommend for approval by the Board written eligibility guidelines for directors that are designed to ensure compliance with all applicable legal requirements and the NYSE listing requirements. The Committee shall review the eligibility guidelines from time to time as requested by the Board or as the Committee deems necessary or appropriate.

4. The Committee shall evaluate and, subject to that evaluation, recommend to the Board for nomination for reelection any existing director whose term is expiring at the next Annual Meeting of Stockholders and shall identify, evaluate, and recommend to the Board for nomination any new candidates for election as directors at the Annual Meeting of Stockholders, including consideration of prospective candidates proposed for consideration by management or by any stockholder. The Committee will consider candidates that reflect the diverse backgrounds and perspectives of the communities in which the Company operates.

5. If, during the course of a year, a vacancy occurs on the Board, or if the Committee becomes aware of a pending vacancy, and the Board determines that the vacancy shall be filled by the Board, the Committee shall recommend to the Board a qualified individual for appointment by the Board to serve as a director until the next Annual Meeting of Stockholders.

6. Following the end of each fiscal year, the Committee shall evaluate the quality of the performance during the preceding year of the Board, and shall receive and review all comments from Board members and others regarding its performance. The Committee shall report and discuss its evaluation with the Board and shall make any

recommendations to the Board that the Committee deems appropriate to improve the Board's effectiveness.

7. Following the end of each fiscal year, the Committee shall develop and recommend criteria and procedures to the Board to be utilized by the Board in annually evaluating the performance of each standing Board committee for the preceding year.

8. The Committee shall (i) evaluate each shareholder proposal, if any, submitted for inclusion in the Company's annual proxy statement for consideration at an Annual Meeting of Stockholders to determine whether the proposal meets all corporate and legal requirements to be eligible for inclusion based on compliance with substantive and procedural requirements of the Amended and Restated Certificate of Incorporation (as may be amended from time to time) and the Amended and Restated Bylaws (as may be amended from time to time, the "Bylaws"), the Delaware General Corporation Law and the SEC proxy rules and (ii) recommend to the Board whether the Company shall support or oppose the proposal.

9. The Committee shall periodically evaluate whether the adoption of a Stockholder Rights Plan is advisable and appropriate, and report and discuss its evaluation with the Board. The Committee shall make any recommendations to the Board that the Committee deems appropriate, including, but not limited, proposed terms of such Stockholder Rights Plan. If the Board adopts a Stockholder Rights Plan, the Committee shall annually review and advise the Board regarding the continuing need for, and the appropriateness of the terms of, the Company's Stockholder Rights Plan.

10. The Committee, if required by the Corporate Governance Guidelines, shall approve the service of Board members on the board of directors of any other public company.

11. The Committee shall develop, periodically review and recommend to the Board non-employee director and executive officer stock ownership guidelines and monitor progress toward meeting ownership guidelines.

12. The Committee shall oversee the Company's sustainability activities and practices to continue enhancing our culture and corporate governance practices as we play a role in the journey to a lower-carbon future.

13. The Committee shall, in consultation with the Chair of the Board, make recommendations to the Board regarding the size and composition of the committees of the Board.

14. The Committee shall, in conjunction with the Board, oversee Board succession and refreshment, including succession planning for the Chair and independent lead director, as applicable.

15. The Committee shall review and assess this Charter annually and recommend any proposed changes to the Board.

16. Ensure that a copy of this Charter is available on the Company's public website.

The Committee, with the consent of the Board, may retain legal counsel, consultants, or other advisors to assist it in the discharge of its responsibilities under this Charter. However, in performing its responsibilities under paragraphs 4 and 5 above, the Committee shall have the sole authority to retain and terminate any search firm to be used to identify director candidates and shall have sole authority to approve the search firm's fees and other retention terms.

MEETINGS AND MINUTES

The Committee shall hold meetings, in person or by means of remote communication, at such times and with such frequency as it deems necessary to carry out its duties and responsibilities under this Charter. Participation by remote communication in Committee meetings held in-person is permitted only as authorized in special or extenuating circumstances by the Chair.

Special meetings of the Committee may be called by the Chair of the Board or the President of the Company or by the Chair of the Committee, with notice of any such special meeting to be given in accordance with the Company's Bylaws.

A majority of the members of the Committee shall constitute a quorum for the transaction of business by the Committee. At the discretion of the Committee, other members of the Board and any officer or employee of the Company may be invited to attend and participate in meetings of the Committee. The Committee also may act by unanimous written consent in accordance with the terms of the Company's Bylaws.

If approved by the Board, the Committee may delegate any of its responsibilities under this Charter to a subcommittee composed solely of members of the Committee.

Minutes of each Committee meeting and records of all other Committee actions shall be prepared by a secretary of the meeting designated by the Committee, and shall be retained with the permanent records of the Company.

A report on each meeting of the Committee and on each action of the Committee taken by unanimous written consent shall be provided to the Board by the Chair of the Committee (or, in the Chair's absence, by another member of the Committee) at the next regularly scheduled meeting of the Board or as otherwise requested by the Board.

ANNUAL PERFORMANCE EVALUATION

The Committee shall review and evaluate the performance of the Committee annually and recommend any proposed changes to the Board. In addition to the Committee's self-evaluation of its performance, the performance of the Committee shall be reviewed and evaluated annually by the Board.

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