Steel Dynamics, Inc.

# CORPORATE GOVERNANCE AND NOMINATING COMMITTEE CHARTER

## I. PURPOSE OF COMMITTEE

The purpose of the Corporate Governance and Nominating Committee (the "Committee") of the Board of Directors (the "Board") of Steel Dynamics, Inc. (the "Company" is to:

A. Identify, screen and recommend people to the Board for nomination as members of the Board and its committees;

B. Oversee the process for the annual performance evaluation of the Chief Executive Officer, the Board, the Board's standing committees, and the directors, and perform an annual review of the Committee's own performance; and

C. Review and evaluate the Company's corporate governance framework, developments in corporate governance practices, and develop and recommend to the Board a set of Corporate Governance Policies, as well as changes thereto, that should be applicable to the Company.

## II. COMMITTEE MEMBERSHIP

A. Committee membership shall consist of not less than three persons, each of whom shall be a member of and be appointed by the Board, and each of whom shall meet (i) all criteria for "independence" that may be prescribed from time to time by SEC and Nasdaq rules, listing standards and regulations applicable to this Committee and (ii) the definition of a "non-employee director" within the meaning of Rule 16b-3 promulgated by the SEC under the Securities Exchange Act of 1934, as amended.

B. Members of the Committee serve at the pleasure of the Board and for such term or terms as the Board may determine.

## III. COMMITTEE OPERATION

A. The Board, upon recommendation of the Committee, shall designate one member of the Committee as chair of the Committee.

B. The Committee may meet in person, virtually or telephonically, not less frequently than quarterly, but may also take action and make recommendations by written, emailed or electronically delivered consent in lieu of a meeting. The Committee shall inform the Board at regular Board meetings, unless circumstances otherwise demand, of all actions taken or issues discussed at its meetings.

C. Any member of the Committee may call a meeting of the Committee, upon due notice to each member at least forty-eight hours prior to the meeting, unless waived. The presence of a majority of Committee members, in person, virtually or telephonically, shall constitute a quorum. If a quorum is present, a majority of the members present, or acting by written consent in lieu of a meeting, shall decide any question brought before the Committee.

D. The Committee may engage the services of outside consultants or advisors, as it shall deem necessary or appropriate in the discharge of its duties and responsibilities.

## IV. COMMITTEE DUTIES AND RESPONSIBILITIES

The Committee shall have the following duties and responsibilities:

A. Review and evaluate the Company's corporate governance framework, developments in corporate governance practices, and develop and recommend to the Board from time to time a set of Corporate Governance Policies, and any changes thereto, including the size and composition of the Board or of any of its committees.

B. Review and identify the appropriate skills and characteristics required of Board and committee members, in order to contribute to effective Board and committee operation.

C. Identify, screen and recommend individuals believed to be qualified to become Board or committee members or chairs, whether for nomination at a stockholders meeting, for appointment by the Board, or to fill vacancies. The Committee will solicit input from management and consider candidates suggested by management, but it is not required to do so. Director nominees should be persons who, by background, knowledge, skills, business and financial experience and expertise, diversity (including life and occupational experiences, race, age, gender, and ethnicity), integrity, and leadership, are likely to materially contribute the skills and qualities that a properly functioning Board must have.

D. Monitor Company policies and strategies related to corporate responsibility and sustainability, including a review of risks related to the environmental and social matters that may arise from our operations, and review of performance against decarbonization and renewable energy goals and talent development initiatives.

E. Make preliminary determinations and render advice to the Board concerning whether an individual is "independent," as defined by applicable SEC or Nasdaq rules, regulations and listing standards, or whether there are any other material relationships between the individual and the Company or its management.

F. Oversee the process for the annual performance evaluation of the Chief Executive Officer, the Board, the Board's standing committees, and the directors, and perform an annual review of the Committee's own performance and report the results of that review to the Board.

G. Review and assess the continued adequacy of this Charter and any recommended changes hereto.

H. Perform any other duties or responsibilities expressly or by implication delegated to the Committee by the Board or pursuant to the Corporate Governance Policies of the Board.

I. Prepare an annual report to the Board, as required by law.