

RICE ACQUISITION CORPORATION 3

NOMINATING COMMITTEE CHARTER

(Adopted as of September 30, 2025)

PURPOSE

The purpose of the Nominating Committee (the “Nominating Committee”) of the board of directors (the “Board”) of Rice Acquisition Corporation 3 (the “Company”) is to assist the Board with oversight of the director nominations process and the Company’s corporate governance.

MEMBERSHIP

Size: The Nominating Committee shall consist of two or more members of the Board.

Independence: Each member of the Nominating Committee shall be independent in accordance with the rules of the New York Stock Exchange.

Appointment/Term/Removal: The members of the Nominating Committee shall be appointed by the Board. The members of the Nominating Committee shall serve for such term or terms as the Board may determine or until earlier resignation or death. The Board may remove any member from the Nominating Committee at any time with or without cause.

STRUCTURE AND OPERATIONS

Leadership: The Board shall designate a member of the Nominating Committee as the chairperson.

Meetings: The Nominating Committee shall meet at such times and places as it deems necessary to fulfill its responsibilities. The Nominating Committee shall keep minutes of its proceedings and report to the Board regarding its discussions and actions and shall make recommendations to the Board as appropriate. The Nominating 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 Nominating Committee may invite any individuals to its meetings as it deems appropriate.

Onboarding/Education: The Company will provide new members of the Nominating Committee with appropriate onboarding briefings and the full Nominating Committee with educational resources and opportunities related to corporate governance and other matters as may be appropriate or requested by the Nominating Committee.

Outside Advisors: The Nominating Committee shall have the authority, in its sole discretion, to retain and terminate a director search firm, outside legal counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this charter (this “Charter”). However, the Nominating Committee shall not be required to implement or act consistently with the advice or recommendations of any director search firm, outside legal counsel or other advisor, and the authority granted in this Charter shall not affect the ability or obligation of the Nominating Committee to exercise its own judgment in fulfillment of its duties under this Charter. The

Nominating Committee shall set the compensation and retention terms and oversee the work of any director search firm, outside legal counsel or any other advisors. Any communications between the Nominating Committee and its outside legal counsel will be privileged communications.

Funding: The Nominating Committee shall receive appropriate funding from the Company, as determined by the Nominating Committee in its capacity as a committee of the Board, for the payment of compensation to any director search firm, outside legal counsel and any other advisors, and the ordinary administrative expenses of the Nominating Committee that are necessary or appropriate in carrying out its duties.

Delegation of Authority: The Nominating Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Nominating Committee may deem appropriate in its sole discretion.

Books and Records: The Nominating Committee will have access to the Company's books, records, facilities and personnel.

DUTIES AND RESPONSIBILITIES

The Nominating Committee shall have the following duties and responsibilities:

1. Director Qualifications: To determine the qualifications, qualities, skills and other expertise required to be a director and to develop, and recommend to the Board for its approval, criteria to be considered in selecting nominees for director as set forth in the Company's corporate governance guidelines (the "Director Criteria").
2. Director Nominee Identification / Screening: To identify and screen individuals qualified to become members of the Board, consistent with the Director Criteria. The Nominating Committee shall review the contributions of incumbent directors in determining whether to recommend that the Board nominate them for reelection to the Board.
3. Director Independence: To develop and recommend to the Board for approval standards for determining whether a director is independent.
4. Shareholder Director Nominations: To consider any director candidates recommended by the Company's shareholders pursuant to the procedures set forth in the Company's Amended and Restated Memorandum and Articles of Association.
5. Director Nominee Approval: To make recommendations to the Board regarding the selection and approval of the nominees for director to be filled by the Board or submitted to a shareholder vote at a general meeting.
6. Board Committee Membership: To review the Board's committees sizes, structure and composition and to make recommendations to the Board regarding the appointment of directors to serve as members of each committee and committee chairperson annually.

7. Corporate Governance Documents: To review, propose changes to the Board or develop, as needed, the Company's Amended and Restated Memorandum and Articles of Association, code of ethics, corporate governance guidelines and other corporate governance policies.
8. Board and Management Performance Evaluation: To develop, subject to approval by the Board, a process for an annual evaluation of the Board and its committees and management and to oversee the conduct of this annual evaluation.
9. Nominating Committee Performance Evaluation: To conduct an annual evaluation of the performance of its duties under this Charter and to present the results of the evaluation to the Board. The Nominating Committee shall conduct this evaluation in such manner as it deems appropriate.