THE HAIN CELESTIAL GROUP, INC.
COMPENSATION COMMITTEE CHARTER

Organization

The Board of Directors (the "*Board*") of The Hain Celestial Group, Inc. (the "*Company*") shall designate annually, based upon the recommendation of the Corporate Governance and Nominating Committee, a Compensation Committee (the "*Committee*") comprised of three or more Directors, who may be appointed and removed by the Board in its discretion. The members of the Committee shall be:

- "independent" as determined in accordance with the rules and regulations of the Nasdaq Stock Market ("*Nasdaq*") applicable to service on the Committee and the Board, except as otherwise permitted by applicable rules of Nasdaq;

- "Non-Employee Directors," as defined in Rule 16b-3 promulgated under Section 16 of the Securities Exchange Act of 1934, as amended (the "*Exchange Act*");

and shall comply with all other applicable laws, rules, regulations, and requirements. The Committee shall report regularly to the Board.

A Chair of the Committee shall be elected annually by the Board, based upon the recommendation of the Nominating and Governance Committee.

Purpose

The purpose of the Committee is to (1) perform the Board's responsibilities relating to the compensation of the Company's executive officers; (2) prepare the Committee report on executive compensation required to be included in the Company's proxy statement or Annual Report on Form 10-K, as applicable; (3) oversee the Company's policies and strategies related to people management and the attraction and retention of key talent, including performance reviews and goal setting; and (4) perform the other duties specified in this Charter.

Meetings

The Committee shall meet as often as it deems necessary or appropriate to carry out its responsibilities. Meetings of the Committee shall be called by the Chair of the Committee, Chair of the Board, Chief Executive Officer ("*CEO*") of the Company or a majority of the members of the Committee. All such meetings shall be held pursuant to the By-Laws of the Company with regard to notice and waiver thereof. A majority of the members of the Committee shall constitute a quorum for transacting business at a meeting of the Committee. The act of a majority of Committee members present at a Committee meeting at which a quorum is in attendance shall be the act of the Committee, unless a greater number is required

by law, the Company's Certificate of Incorporation, or its By-Laws. Written minutes of Committee meetings and unanimous written consents of the Committee shall be regularly reported to the Board and duly filed in the Company's records.

Authorities and Responsibilities

The Committee shall:

1) Review, at least annually, the Company's compensation strategy to ensure that (a) executive officers are rewarded in a manner consistent with such strategy, internal equity considerations, applicable legal and regulatory requirements, such executive officers' contributions to the Company's growth and financial operating performance and, to a large extent, competitive market practices within the Company's industry and (b) the executive compensation strategy supports the Company's objectives and shareholder interests.

2) Review and approve the compensation arrangements, including changes to such arrangements, for the CEO, the Company's other executive officers and any non-administrative direct reports to the CEO, including but not limited to annual salary, bonus, equity-based incentives and other benefits, direct and indirect, and any employment agreements, severance agreements, consulting agreements and change in control or termination agreements, and amendments to such agreements for such employees. The CEO may not be present during voting or deliberations on his or her compensation or any such agreement to which he or she will be a party. For the purposes of this Charter, "executive officer" has the same meaning specified for the term "officer" in Rule 16a-1(f) under the Exchange Act.

3) Adopt, amend or terminate any compensation plan or program for the Company's executive officers, except to the extent that Board or shareholder approval of any such adoption, amendment or termination is required by applicable law or regulation or is otherwise deemed by the Committee to be appropriate.

4) In consultation with senior management, review and approve annual and long-term performance goals applicable to the executive officers and determine the extent to which such performance goals have been attained.

5) Consult with the Chair of the Board on the evaluation of the performance of the Company's CEO; and review the CEO's evaluation of the performance of the Company's other executive officers and any non-administrative direct reports to the CEO, in light of the Company's goals and objectives.

6) Approve grants of equity awards to the Company's employees under the Company's equity compensation plans. The Committee may also delegate to

one or more officers of the Company the authority to make grants of equity awards to any officer or employee of the Company other than the Company's executive officers (as defined in paragraph 2 above) and non-administrative direct reports to the CEO under the Company's equity compensation plans as the Committee deems appropriate and in accordance with the terms of such plan; provided that such delegation shall be made by written resolution of the Committee, in compliance with the plan and the laws of the state of the Company's incorporation, which shall establish the terms and criteria for, and the restrictions on, such delegation.

7) Periodically review and approve a peer group of companies for executive compensation competitive comparisons, approve target pay and performance objectives against this group (and broader industry references), and monitor the Company's executive compensation levels and its performance relative to this group.

8) Review and approve (a) the Committee report, and (b) any other disclosure related to executive compensation required to be included as part of the Company's annual proxy statement or Annual Report on Form 10-K, as applicable, in accordance with applicable laws, rules and regulations.

9) Review and discuss with management of the Company the Compensation Discussion and Analysis ("*CD&A*"), and based on such discussions, determine whether to recommend to the Board that the CD&A be included in the Company's annual proxy statement or Annual Report on Form 10-K, as applicable, in accordance with applicable laws, rules and regulations.

10) Periodically review and make recommendations to the Board with respect to non-employee director compensation.

11) Review and make recommendations to the Board with respect to the approval, amendment, and termination of the Company's equity-based incentive plans subject, where required, to shareholder approval, and administer such plans in accordance with the responsibilities assigned to the Committee under any and all such plans.

12) Review the Company's incentive compensation programs and arrangements to determine whether they encourage excessive risk-taking, review and discuss at least annually the relationship between risk management policies and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk.

13) Evaluate whether any compensation consultant retained or to be retained by the Committee has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K.

14) Periodically review perquisite benefits.

15) Monitor compensation trends and solicit independent advice where appropriate.

16) Review and discuss the results of the shareholder advisory vote on "say-on-pay" with respect to the Company's named executive officers and oversee shareholder communications and engagement efforts with shareholders on executive compensation matters. From time to time in accordance with the rules of the Securities and Exchange Commission, make a recommendation to the Board regarding the frequency with which the Company will conduct a "say-on-pay" vote.

17) Review, approve the implementation or revision of and administer any clawback policies allowing the Company to recoup compensation paid to executive officers and other employees.

18) Review, approve and administer any stock ownership guidelines applicable to the Company's directors and executive officers.

19) Perform such other activities as the Board may from time to time deem necessary or appropriate.

Additional Authorities and Responsibilities

Consistent with applicable requirements of the Exchange Act and Nasdaq listing standards, the Committee shall (i) have the authority, in its sole discretion, to retain or obtain the advice of, and terminate, any compensation consultant, legal counsel, or other advisers ("*compensation advisers*"); (ii) be directly responsible for the appointment, determination of compensation and oversight of the work of any compensation advisers retained by the Committee; (iii) subject to any exceptions under Nasdaq listing standards, undertake an analysis of the independence of each compensation adviser under the independence factors specified in the applicable requirements of the Exchange Act and Nasdaq listing standards, with such analysis to occur prior to selection of, and receipt of advice from, such compensation adviser and as appropriate thereafter; and (iv) have such additional authority and responsibility as may be required from time to time under the rules and guidelines of the Exchange Act and Nasdaq listing standards. The Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to the compensation advisers retained by the Committee, as well as all ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties as determined by the Committee.

The Committee shall have the authority, in its sole discretion, to form and delegate authority to subcommittees (comprised only of Committee members), in furtherance of the Committee's responsibilities. Such authority shall be in addition to the specific delegation

authority with respect to grants of equity awards set forth in paragraph 6 under "*Authorities and Responsibilities*" above.

The Committee shall review and reassess the adequacy of this Charter on an annual basis and shall periodically conduct an evaluation of the Committee's own performance.

Effectiveness

This Compensation Committee Charter amends and restates the Committee's existing charter and becomes effective as of August 12, 2026.