

NISOURCE INC.

EXECUTIVE COMMITTEE CHARTER

Purpose

The Executive Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of NiSource Inc. (the “Company”) to act on behalf of the Board with all the powers and authorities of the Board when the Board is not in session, to the extent permitted by the Delaware General Corporation Law (“DGCL”) and the Company’s Bylaws and Certificate of Incorporation.

Committee Membership

The Committee shall consist of the chairperson of the Board and each of the chairpersons of the other committees of the Board. The chairperson of the Board shall be designated as the chairperson of the Committee.

Meetings

The Committee shall meet as often as its members deem necessary to perform the Committee’s responsibilities. The chairperson will preside, when present, at all meetings of the Committee. The Committee will meet at such times as determined by its chairperson or as requested by any two of its members. Notice of all Committee meetings shall be given, and waiver thereof determined, in accordance with the notice and waiver of notice requirements applicable to the Board. The Committee may meet by telephone, video conference or similar means of remote communication by means of which all persons participating in the meeting can hear each other.

Each member of the Committee shall have one vote. Three Committee members shall constitute a quorum. The Committee shall be authorized to take any permitted action only by the affirmative vote of at least three of the Committee members at any meeting at which a quorum is present, or by the unanimous written consent of all of the Committee members.

The Committee shall maintain copies of the minutes of each meeting of the Committee, and each written consent to action taken without a meeting, reflecting the actions so authorized or taken by the Committee. A copy of the minutes of each meeting and all consents shall be placed in the Company’s minute book.

Committee Authority and Responsibilities

The Committee, to the extent it deems necessary or appropriate and in furtherance of its purpose, shall:

1. Act on behalf of the Board when the Board is not in session to the extent permitted by the DGCL and the Company’s Bylaws.
2. Report any Committee actions to the Board with such recommendations, as the Committee may deem appropriate, at the next meeting of the Board.

3. Review and reassess the adequacy of the Charter annually and recommend any proposed changes to the Board for approval.
4. Retain and approve the fees and other retention terms of external advisors, as it deems necessary for the fulfillment of its responsibilities.
5. Perform other duties and responsibilities, consistent with this Charter, the Company's Bylaws, governing law, the rules and regulations of the NYSE, the federal securities laws and such other requirements applicable to the Company, delegated to the Committee by the Board.

The Board may at any time change the duties of the Committee and otherwise exercise such supervision and control as the Board shall decide.

May 24, 2022