

ZEVRA THERAPEUTICS, INC.

CHARTER OF THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS

As revised and approved on May 29, 2025

PURPOSE AND POLICY

The purpose of the Compensation Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of **Zevra Therapeutics, Inc.**, a Delaware corporation (the “**Company**”) shall be to (i) act on behalf of the Board in fulfilling the Board’s responsibilities to oversee the Company’s compensation policies, plans and programs, (ii) review and determine the compensation to be paid to the Company’s executive “officers” (as defined in Section 16 of the Securities Exchange Act of 1934, as amended from time to time (the “**Exchange Act**”) and Rule 16a-1 thereunder), (iii) if and when applicable, review and discuss with management the Company’s disclosures contained under the caption “Compensation Discussion and Analysis” (“**CD&A**”) for use in any of the Company’s annual reports on Form 10-K, registration statements, proxy statements or information statements, and (iv) if and when applicable, prepare and review the Committee report included in the Company’s annual proxy statement in accordance with applicable rules and regulations of the Securities and Exchange Commission (the “**SEC**”) in effect from time to time. The term “**compensation**” shall include without limitation salary, long-term incentives, bonuses, perquisites, equity incentives, severance arrangements, retirement benefits and other related benefits and benefit plans.

The policy of the Committee, in discharging these obligations, shall be to maintain an overall compensation structure designed to attract, retain and motivate management and other employees by providing appropriate levels of risk and reward in proportion to individual contribution and performance and to establish appropriate incentives for management to further the Company’s long-term strategic plan.

COMPOSITION

The Committee shall consist of at least two (2) members of the Board. Each member of the Committee shall satisfy (i) the independence requirements of The Nasdaq Stock Market LLC (“**Nasdaq**”) applicable to compensation committee members, as in effect from time to time, when and as required by Nasdaq, subject to any exceptions permitted by Nasdaq and (ii) any other qualifications determined by the Board or the Nominating and Corporate Governance Committee of the Board (the “**Nominating Committee**”) from time to time. Each member may also be required to satisfy, as determined by the Board from time to time, the “non-employee director” standard within the meaning of Rule 16b-3 promulgated under the Exchange Act. The members of the Committee shall be appointed by the Board on the recommendation of the Nominating Committee and may be removed by the Board in its discretion. Vacancies occurring on the Committee shall be filled by the Board on the recommendation of the Nominating Committee. The Committee’s chairperson shall be appointed by the Board on the recommendation of the Nominating Committee.

MEETINGS AND MINUTES

The Committee shall hold such regular or special meetings as its members deem necessary or appropriate, but in no event less than annually. The presence in person or by telephone of a majority of the Committee's members shall constitute a quorum for any meeting of the Committee. All actions of the Committee will require (i) the vote of a majority of the members present at a meeting of the Committee at which a quorum is present or (ii) a unanimous written consent of the members of the Committee then serving.

Minutes of each meeting of the Committee, and each written consent, shall be prepared and distributed to each director of the Company and to the Secretary of the Company after each meeting and shall be placed in the Company's minute book.

The Committee or the Chairperson of the Committee shall report to the Board from time to time regarding the activities of the Committee, whenever so requested by the Board.

AUTHORITY

Each member of the Committee shall have full access to all books, records, facilities and personnel of the Company as deemed necessary or appropriate by any member of the Committee to discharge his or her responsibilities hereunder, including human resources or other personnel preparing disclosure related to the Company's compensation for its reports to be filed with the SEC, including, if applicable, any CD&A.

The Committee shall have the authority to obtain, at the expense of the Company, advice and assistance from internal or external legal, accounting or other advisors and consultants. In addition, the Committee shall have sole authority to retain and terminate any compensation consultant to assist in the evaluation of director, chief executive officer or senior executive compensation, including sole authority to approve such consultant's reasonable fees and other retention terms, all at the Company's expense. Other reasonable expenditures for external resources that the Committee deems necessary or appropriate in the performance of its duties are, unless prohibited by Nasdaq Listing Rules or applicable law, permitted.

The Committee may form and delegate authority to subcommittees as appropriate.

The approval of this Charter of by the Board shall be construed as a delegation of authority to the Committee with respect to the responsibilities set forth herein.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's amended and restated bylaws, and applicable Nasdaq rules.

RESPONSIBILITIES

The Committee's procedures should remain flexible to address changing circumstances most effectively. Accordingly, the Committee may supplement and, except as otherwise required

by applicable law or the requirements of Nasdaq, deviate from these activities as appropriate under the circumstances:

1. ***Overall Compensation Strategy.*** The Committee shall review, modify (as needed) and approve (or, if it deems appropriate, make recommendations to the full Board) the overall compensation strategy and policies for the Company, including:

(a) reviewing and approving corporate goals and objectives relevant to the compensation of the Company's executive officers and other senior management, as appropriate;

(b) evaluating and approving, or recommending to the Board for approval, the adoption, modification, or termination of the Company's compensation plans and programs;

(c) establishing policies with respect to equity compensation arrangements;

(d) reviewing regional and industry-wide compensation practices and trends;

(e) reviewing and approving the terms of any employment agreements, severance arrangements, change-of-control protections and any other compensatory arrangements for the Company's executive officers and other senior management;

(f) reviewing the Company's practices and policies of employee compensation as they relate to risk management and risk-taking incentives;

(g) reviewing and considering the results of any advisory vote on executive compensation;

(h) considering and, if appropriate, establishing or amending stock ownership guidelines for the Company's Chief Executive Officer and the Company's other executive officers; and

(i) evaluating the efficacy of the Company's compensation policy and strategy.

2. ***Compensation of Chief Executive Officer.***

The Committee shall establish and recommend to the Board for determination and approval the individual and corporate goals and objectives of the Company's Chief Executive Officer that are periodically established. The Committee shall evaluate the Chief Executive Officer's performance in light of relevant corporate goals and objectives and shall present its assessment to the full Board.

In recommending the long-term incentive component of the Chief Executive Officer's compensation to the Board, the Committee should seek to achieve an appropriate level of risk and reward, taking into consideration the Company's performance and relative stockholder return, the potential benefits and costs to the Company of the award, the value of similar incentive awards given to chief executive officers of comparable companies, the awards given to the Company's Chief Executive Officer in past years, and such other criteria as the Committee deems advisable. The Committee shall present these considerations to the Board for its final determination and

approval of CEO compensation. The Chief Executive Officer may not be present during the voting or deliberations regarding his or her compensation.

3. ***Compensation of Other Executive Officers and Senior Management.*** The Committee shall review and approve (or, if it deems appropriate, recommend to the Board for determination and approval) the individual and corporate performance goals and objectives of the Company's other executive officers, or other senior management, as appropriate, that are periodically established. The Committee shall review, determine and approve (or, if it deems appropriate, recommend to the Board for determination and approval) the compensation and other terms of employment of each such executive officer or other senior management.

4. ***Compensation of Directors.*** The Committee shall review and if it deems appropriate, recommend to the Board for determination and approval, the type and amount of compensation to be paid or awarded to Board members, including consulting, retainer, Board meeting, committee and committee chair fees and stock option grants or other stock awards, as well as any changes considered appropriate. The Committee shall also periodically consider and, if appropriate, establish or amend stock ownership guidelines for non-employee directors.

5. ***Selection of Compensation Consultants, Legal Counsel and Other Advisers.*** The Committee may, in its sole discretion, retain or obtain the advice of a compensation consultant, legal counsel or other adviser (referred to collectively as "advisers") to assist it in the performance of its duties, only after taking into consideration the factors specified in the relevant Nasdaq Listing Rules. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, legal counsel and other adviser retained by the Committee, and such advisers shall report directly, and be accountable, to the Committee. The Committee shall have sole authority to approve the reasonable fees and the other terms and conditions of such engagement, including authority to terminate the engagement. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to a compensation consultant, legal counsel or any other adviser retained by the Committee.

6. ***Administration of Benefit Plans.*** The Committee shall adopt, amend and terminate (or, if it deems appropriate, recommend to the Board for adoption, amendment or termination) the Company's incentive compensation and equity-based plans and arrangements. The Committee shall have full power and authority to administer these plans, establish guidelines, interpret plan documents, select participants, approve cash-based and equity-based grants and awards and exercise such other power and authority as may be permitted or required under such plans.

7. ***Compensation Discussion and Analysis.*** If required, the Committee shall review and discuss with management the Company's disclosures contained under the caption "Compensation Discussion and Analysis" for use in any of the Company's annual reports on Form 10-K, registration statements, proxy statements or information statements and make recommendations to the Board as to whether or not the CD&A should be included in the Company's Annual Reports on Form 10-K, registration statements, proxy statements or information statements.

8. **Compensation Proposals.** The Committee may provide recommendations to the Board on compensation-related proposals to be considered at the Company's annual meeting, including the frequency of advisory votes on executive compensation.

9. **Committee Report.** If applicable, the Committee shall prepare and review the committee report on executive compensation to be included in the Company's annual proxy statement in accordance with applicable SEC rules and regulations.

10. **Conflict-of-Interest Disclosure.** The Committee shall review and discuss with management, if appropriate, any conflicts of interest raised by the work of any compensation consultant that had any role in determining or recommending the amount or form of executive or director compensation (except as set forth in clause (a) and (b) of Section 5 above) or was retained by the Committee or management and how such conflict is being addressed for disclosure in the Company's annual proxy statement in accordance with applicable SEC rules and regulations.

11. **Committee Self-Assessment and Charter Review.** The Committee shall review, discuss and assess its own performance periodically. The Committee shall also review and assess the adequacy of this Charter at least annually and shall recommend any proposed changes to the Board for its consideration.

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