

PRIMO BRANDS CORPORATION
(the “Corporation”)

COMPENSATION COMMITTEE (the “Committee”) CHARTER

Purpose:

The Committee is established by the Board of Directors (the “Board”) to: (i) discharge the Board’s responsibilities relating to compensation of the Corporation’s Chief Executive Officer (“CEO”); (ii) discharge the Board’s responsibilities relating to compensation of “executive officers” as defined under Rule 16a-1(f) promulgated under the Securities Exchange Act of 1934, as amended (“Executive Officers”); (iii) annually review and report to the Board on organizational structure and ensure that a succession plan for the CEO and the Executive Officers of the Corporation has been developed; (iv) administer the Corporation’s incentive compensation and equity-based plans subject to Board approval; (v) review and discuss with management the Corporation’s Compensation Discussion and Analysis, and produce an annual report on executive compensation for inclusion in the Corporation’s proxy statement, in accordance with applicable rules and regulations; and (vi) review and discuss with management the Corporation’s key people management strategies and programs.

The Committee’s goal is that the Corporation’s compensation policies: (i) are aligned with the Corporation’s long-term business strategy; (ii) are intended to attract and retain key executives and highly qualified employees; (iii) are consistent with fair and equitable treatment for all employees; (iv) encourage high performance; and (v) promote and reward long-term stockholder value creation.

Authority, Duties and Responsibilities:

The Committee has the following specific authority, duties and responsibilities, in addition to any similar matters that may be referred to the Committee from time to time by the Board and which are consistent with this charter, the purposes of the Committee, the bylaws of the Corporation (the “Bylaws”) and applicable New York Stock Exchange (“NYSE”) rules:

1. Recommend to the Board the annual compensation of the CEO, including base salary, incentive bonus structure, targets and pay-out levels, long-term incentive awards and perquisites. Specifically, review and approve corporate goals and objectives relevant to the CEO’s compensation, evaluate the CEO’s performance in light of these goals and objectives, and make a recommendation to the Board regarding the CEO’s compensation level based on the evaluation of the CEO’s performance. In determining the long-term incentive component of CEO compensation, the Committee may consider a number of factors, including, but not limited to, the Corporation’s performance and relative stockholder return and the value of similar incentive awards to the chief executive officer of comparable companies.
2. Taking into account the recommendations of the CEO and the head of the Corporation’s human resources function, establish the annual compensation of the Executive Officers,

including base salary, performance goals and objectives, incentive bonus structure, targets, and pay-out levels, long-term incentive awards, and perquisites. In determining the level of compensation for Executive Officers, the Committee may consider a number of factors, including, but not limited to, the Corporation's performance and relative stockholder return and the compensation provided to executive officers at comparable companies.

3. Periodically review with the Board and approve the Corporation's incentive compensation and equity-based plans and arrangements (the "Plans"), subject to Board approval, including general plan administration, such as determining eligibility and setting targets.
4. Approve any employment, severance, change of control or similar arrangements between the Corporation and the Executive Officers, as well as the other members of the Corporation's management team, and obtain the approval of the Board (with the recusal of the CEO) of any such arrangements between the Corporation and the CEO.
5. Periodically review and discuss with management the compensation design throughout the entire Corporation.
6. Review and discuss with management the Corporation's key people management strategies and programs.
7. Review periodically and report to the Board on organizational structure and ensure that a succession plan for the CEO and the Executive Officers has been developed, including processes to identify, develop and retain the talent of outstanding executives.
8. Review and approve grants for participants under the Plans; *provided* that no grants shall be made to members of this Committee without the approval of the Board; and *provided further* that the Committee may delegate to one or more Executive Officers the authority, within guidelines established by the Committee, to approve equity compensation awards under established Plans to employees other than those subject to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").
9. Recommend to the Board from time to time the remuneration to be paid by the Corporation to non-employee directors.
10. Review annual executive compensation disclosure before such information is publicly disclosed by the Corporation.
11. Review and discuss with management the Corporation's disclosure to be made in the "Compensation Discussion and Analysis" required by Item 402 of Regulation S-K and

recommend to the Board that the “Compensation Discussion and Analysis” be included in the Company’s annual report and proxy statement or such other report as may be required in compliance with then currently applicable U.S. Securities and Exchange Commission (“SEC”) rules and regulations and NYSE rules.

12. In discharging its oversight of executive compensation, the Committee shall take into account the results of the Corporation’s advisory vote on executive compensation (“say-on-pay”). The Committee shall annually review the results of the say-on-pay vote and make recommendations to the Board regarding how to address any issues raised thereby. Furthermore, the Committee shall advise the Board with respect to how frequently the Corporation should conduct the say-on-pay advisory vote.
13. Prepare the report of the Committee required by the rules of the SEC to be included in the Corporation’s annual proxy statement and any other Committee reports required by applicable U.S. securities laws or NYSE rules.
14. Obtain through discussions with management of the Corporation an understanding of the Corporation’s risk management practices and policies in order for the Committee to appropriately evaluate whether the Corporation’s compensation policies or practices create incentives that affect risk taking.
15. Periodically review the design and management of the various pension, savings, health and welfare plans that cover the Corporation’s employees.
16. Administer the Corporation’s stock ownership guidelines, as in effect from time to time, including reviewing the participants’ ownership requirements, assessing the participants’ progress in meeting their respective guidelines and recommending changes to the Board.
17. Administer the Corporation’s Executive Incentive Compensation Recoupment Policy and make determinations regarding recovery of incentive-based compensation in the event of a required accounting restatement of the financial statements of the Corporation.
18. Administer the Corporation’s Employee Share Purchase Plan, including interpreting the plan document, determining eligibility for participation under the plan, and establishing, amending or waiving rules, procedures and regulations for the plan’s administration.
19. Engage, at the Committee’s sole discretion, compensation consultants and obtain advice and assistance from internal or external legal, accounting or other advisers, as the Committee deems advisable. In any such engagement, the Committee shall consider factors that could affect the independence or represent a conflict of interest on the part of any compensation consultant, independent legal counsel, or other adviser as may be required by NYSE rules and applicable U.S. securities laws.

20. Be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, independent legal counsel or other adviser retained by the Committee. The Committee shall have sole authority to retain and terminate any such adviser. The Corporation must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any such adviser.
21. Annually review and reassess the adequacy of this charter and recommend any proposed changes to the Board for approval.
22. Annually review and assess its own performance and report its assessment to the Nominating and Governance Committee of the Board.
23. Regularly report to the Board regarding the activities of the Committee.
24. Perform such other activities consistent with this charter, as the Committee or the Board may deem necessary or appropriate.
25. Conduct or authorize investigations into any matters within the scope of the duties and responsibilities delegated to the Committee.

Structure:

26. Upon the recommendation of the Nominating and Governance Committee, the Board shall elect annually from among its members a committee to be known as the “Compensation Committee” to be composed of at least three directors; provided that the size of the Committee shall be consistent with the obligations under the Corporation’s amended and restated certificate of incorporation (“Certificate of Incorporation”) and the stockholders’ agreement among the Corporation, Triton Water Parent Holdings, LP and the other parties thereto (as amended and/or restated from time to time, the “Stockholders’ Agreement”), for so long as the Stockholders’ Agreement is in effect.
27. As provided in the Certificate of Incorporation, for so long as the ORCP Stockholders (as defined in the Certificate of Incorporation) have the right to nominate at least one individual for election to the Board pursuant to the Certificate of Incorporation (each such individual, a “Sponsor Nominee”), the ORCP Stockholders shall have the right, but not the obligation, to designate a number of members to the Committee equal to the lesser of (i) two directors or (ii) the number of directors that is proportionate (rounding up to the whole director) to the number of Sponsor Nominees that the ORCP Stockholders are entitled to nominate to the Board pursuant to the Certificate of Incorporation (it being understood that for so long as the ORCP Stockholders have or share, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, (i) the power to vote, or to direct the voting of, or (ii) the

power to dispose, or to direct the disposition, of greater than or equal to 45% of the Corporation's outstanding shares of Class A common stock, par value \$0.01 per share (the "Class A Common Stock"), the ORCP Stockholders shall have the right to designate at least half of the members of the Committee; *provided* that such ownership percentage shall not include any shares of Class A Common Stock issuable upon conversion of shares of the Corporation's Class B common stock, par value \$0.01 per share, prior to the actual conversion into shares of Class A Common Stock thereof).

28. Each Committee member must satisfy the independence requirements of the NYSE and the SEC applicable to service on compensation committees, subject to applicable transition provisions or exceptions. At least two members of the Committee shall also qualify as "non-employee directors" within the meaning of Rule 16b-3 under the Exchange Act.
29. A majority of the members of the Committee shall constitute a quorum. No business may be transacted by the Committee except at a meeting of its members at which a quorum of the Committee is present (in person or by means of telephone or video conference whereby each participant has the opportunity to speak to and hear one another) or by a resolution in writing signed by all the members of the Committee.
30. Each member of the Committee shall hold such office until the next annual meeting of stockholders after his or her election as a member of the Committee. However, any member of the Committee may be removed or replaced at any time by the Board, with or without cause, and shall cease to be a member of the Committee as soon as such member ceases to be a director or otherwise ceases to be qualified to be a member of the Committee.
31. The Board shall fill Committee member vacancies by appointing a member from the Board; *provided*, that (i) if such vacancy is the result of a Sponsor Nominee of the ORCP Stockholders having resigned from the Board as a result of (x) a reduction in the Total Number of Directors (as defined in the Certificate of Incorporation) or (y) such director having become a Competing Director (as defined in the Certificate of Incorporation), the ORCP Stockholders shall have the right to fill the resulting vacancy with a new Sponsor Nominee (and, for the avoidance of doubt, such member seat shall remain vacant until such vacancy is filled by the ORCP Stockholders) and (ii) if the ORCP Stockholders have designated less than the number of directors to serve on the Committee to which they are entitled, the ORCP Stockholders shall have the right, at any time, to designate such (or such additional number of) Sponsor Nominees to the Committee to which they are entitled. If a vacancy exists on the Committee for which the Board or the ORCP Stockholders, as applicable, have not appointed a replacement member, the remaining members shall exercise the Committee's powers so long as a quorum exists.

32. Upon the recommendation of the Nominating and Governance Committee, the Board shall elect a member of the Committee to act as Chair of the Committee (the “Chair”). In the absence of the Chair from any meeting of the Committee, the members of the Committee shall appoint one of their number to act as Chair of the meeting. The Chair will appoint a secretary who will keep minutes of all meetings (the “Secretary”), which shall be circulated to members of the Board upon completion. The Secretary need not be a member of the Committee nor a director and can be changed by simple notice from the Chair.
33. The Committee will meet as many times as is necessary to carry out its responsibilities but in no event will the Committee meet less than twice a year. The Committee shall meet without members of management present from time to time as requested by the Chair.
34. The time at which, and the place where, the meetings of the Committee shall be held, the calling of meetings and the procedure in all respects of such meetings shall be determined by the Chair, unless otherwise provided for in the Bylaws or otherwise determined by resolution of the Board.
35. The members of the Committee shall be entitled to receive such remuneration for acting as members of the Committee as the Board may from time to time determine.
36. The Committee may form and delegate authority to subcommittees consisting of one or more members of the Committee when appropriate, provided that decisions of such subcommittee to grant preapprovals shall be presented to the full Committee at its next scheduled meeting. The Committee may also delegate any non-discretionary administrative authority under the Corporation’s compensation and benefit plans consistent with any limitations specified in the applicable plans.

Disclosure:

This charter shall be made available on the Corporation’s website.

Interpretations and Determinations:

The Committee and the Board shall have the power and authority to interpret this charter and make any determinations as to whether any act taken has been taken in compliance with the terms hereof; *provided* that this charter will be interpreted to be consistent with the Certificate of Incorporation and, for so long as the Stockholders’ Agreement is in effect, the Stockholders’ Agreement.

No Rights Created:

This charter is a broad policy statement and is intended to be part of the Committee's flexible governance framework. While this charter should comply with all applicable laws, regulations and listing requirements and the Corporation's Certificate of Incorporation and Bylaws, this charter does not create any legally binding obligations on the Committee, the Board, any members of the Board or the Corporation.

Adopted November 2024

Revised February 2025