

RELIANT BANCORP, INC.
NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

(approved by the Board of Directors on January 22, 2020)

PURPOSE

The Nominating and Corporate Governance Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Reliant Bancorp, Inc. (the “*Company*”) has been established by the Board for the following purposes:

- assisting the Board in identifying and nominating individuals for election or appointment to the Board and committees of the Board;
- developing, reviewing, and recommending to the Board corporate governance guidelines and procedures for the Company; and
- overseeing the evaluation of the Board.

RESPONSIBILITIES

In addition to such other responsibilities as the Board may from time to time assign to the Committee, the Committee shall:

1. Determine the skills and qualifications required of directors and develop criteria to be considered in selecting potential director candidates;
2. Give consideration to, and make recommendations to the Board regarding, the size and composition of the Board and the tenure of directors, including term or age limits;
3. Identify, review, and evaluate candidates qualified to become Board members who reflect specified criteria contained in the Company’s Corporate Governance Guidelines (the “*Corporate Governance Guidelines*”);
4. Recommend qualified director candidates to the Board to fill vacancies (including those arising from newly created directorships) on the Board and to stand for election and reelection as directors at annual meetings of the shareholders of the Company;
5. As it determines to be necessary or advisable, retain from time to time, at the Company’s expense, search firms or other third parties to assist the Committee in identifying director candidates, with the Committee having the authority to approve the fees of and other terms of retention for any such search firms or other third parties;
6. Develop and review, periodically, policies and procedures for considering shareholder nominees for election to the Board, and evaluate any such nominees in accordance with such policies and procedures;
7. In accordance with the Company’s majority voting policy, as set forth in the Corporate Governance Guidelines, consider the resignation offer of any nominee for director who in an uncontested election receives a greater number of votes “against” his or her election than votes “for” his or her election, and recommend to the Board the action the Committee deems appropriate to be taken with respect to such offered resignation;
8. Annually recommend to the Board the members and chairpersons of for each committee;

9. Annually review and, as appropriate, make recommendations to the Board regarding Board committee structure, including the creation of additional Board committees or the elimination of existing Board committees;
10. Review and, as appropriate, make recommendations to the Board regarding Board leadership structure;
11. Identify and bring to the attention of the Board current and emerging corporate governance trends and issues that may affect the business operations, performance, and public image of the Company;
12. Review and evaluate the effectiveness of the Company's governance structure, policies, and processes;
13. Review and reassess at least annually the adequacy of the Corporate Governance Guidelines, and recommend any proposed changes resulting from such review and assessment to the Board for approval;
14. Monitor Company compliance in the areas of corporate governance pursuant to The Nasdaq Stock Market LLC ("*Nasdaq*") rules and best practices in order to report and make recommendations to the Board with respect to such rules and best practices;
15. Oversee the Board's annual performance and self evaluation process, including determining how effectively the Board and each committee operates, and report to the Board the results of and make recommendations to the Board arising from the annual performance and self-evaluation process;
16. Review disclosures included in the Company's annual meeting proxy statement regarding the Company's director nomination process and other corporate governance matters;
17. Review any proposals submitted by Company shareholders for action at an annual meeting of Company shareholders, make recommendations to the Board regarding action to be taken in response to each such proposal, and consider the voting results for any such proposals; and
18. Annually review the Committee's charter and the performance of the Committee, and report on such review to the Board.

MEMBERSHIP

The Committee shall be comprised of at least three independent members of the Board. No director who is also an officer or employee of the Company or any subsidiary or affiliate of the Company may serve on the Committee. Committee members must not have any relationship that, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a Committee member and shall otherwise satisfy the applicable requirements to be considered independent established by the rules of Nasdaq (or any other stock exchange on which the Company's securities are listed) and the Securities and Exchange Commission. No Committee member may participate in any discussion with respect to, or vote on, any matter in which he or she is not independent. If there is any basis for believing a Committee member is not independent, the relevant facts and circumstances should be reported to the Company's legal counsel and the Board, and the Committee member should not participate or vote on any matter until the Board has determined that the Committee member is independent.

The members of the Committee shall be appointed by the Board and shall serve until such member's successor is duly elected and qualified or until such member's earlier resignation or removal. Any Committee member may resign his or her position as a member of the Committee upon written notice (including e-mail) given to the Chairman of the Board. A Committee member may be removed from the

Committee upon the majority vote of the Board. The Chairman of the Committee will be appointed by the Board.

MEETINGS

The Committee shall meet as often as necessary for the Committee to carry out its responsibilities, but in any event not less than two times each calendar year. The Chairman of the Committee will preside at each meeting of the Committee and shall set the agenda of items to be addressed at each meeting. In the absence of the Chairman of the Committee at a duly convened Committee meeting, the Committee members present at the meeting shall select one of their members to serve as chair of the meeting. A majority of the members of the Committee must be present at a Committee meeting in order for there to be a quorum for the transaction of business at such meeting. All determinations of the Committee shall be made by a majority of the Committee members present at a duly convened Committee meeting at which a quorum is present. In lieu of a Committee meeting, the Committee may act by unanimous written consent. The Committee shall meet in executive session at such times as the Chairman of the Committee or the other members of the Committee may determine.

SUBCOMMITTEES

The Committee may, by resolution passed by a majority of the members of the Committee, designate one or more subcommittees, with each subcommittee to consist of one or more of the members of the Committee. The Committee may delegate such authority to a subcommittee as the Committee deems appropriate.

REPORTING

The Committee shall maintain written minutes of all Committee meetings and a record of all Committee actions taken by written consent without a meeting, which shall be recorded or filed with the books and records of the Company and made available to the Board. Reports of significant matters presented at meetings of the Committee will be given by the Chairman of the Committee to the Board on an as needed basis.