

RAMACO RESOURCES, INC.
CHARTER OF THE FINANCE AND INVESTMENT COMMITTEE
OF THE BOARD OF DIRECTORS
(Adopted as of September 27, 2021)

The Board of Directors (the “Board”) of Ramaco Resources, Inc., a Delaware Company (the “Company”), has established the Finance and Investment Committee of the Board (the “Committee”) with the authority, responsibility, and specific duties as described in this Finance and Investment Committee Charter (this “Charter”).

I. Purpose

The purpose of the Committee shall be to assist the Board in fulfilling and discharging its responsibilities relating to the oversight of the Company’s capital assets and financing strategy. The Committee will be responsible for the oversight and review of the Company’s financial position, financing strategy, plans and programs, including any financial risk mitigation practices, and any dividend and share repurchase policy and actions. In addition, the Committee will be responsible for overseeing the Company’s approach to allocating and using its capital for strategic investments. The Committee will regularly report to the Board on such matters.

II. Membership

The Committee shall be comprised of no fewer than three directors, all of whom shall be “independent directors,” as such term is defined in the rules and regulations of the Nasdaq Global Select Market (the “NASDAQ”) listing standards. Determinations as to whether a particular member of the Board satisfies the requirements for membership on the Committee shall be made by the Board. Members of the Committee shall be appointed annually by the Board, taking into consideration recommendations of the Nominating and Corporate Governance Committee, and serve at the discretion of the Board until their successors are appointed or their earlier resignation or removal. Any vacancies on the Committee may be filled by the Board after consideration of the recommendation of the Committee, taking into consideration recommendations of the Nominating and Corporate Governance Committee. The Members of the Committee and the Chair (as defined herein) may be removed, with or without cause, by the vote of a majority of the whole Board.

The Board shall designate one member of the Committee to serve as the chair (“Chair”) of the Committee who shall preside over meetings of the Committee and report to the Board. The Committee may delegate any of its responsibilities to such chair, another Committee member or a subcommittee of the Committee, unless prohibited by law, regulation or the NASDAQ listing standards.

III. Meetings

The Committee shall meet with such frequency and at such intervals as it shall determine is necessary to carry out its duties and responsibilities, but in any case, not less than twice a year. The Committee may meet periodically in executive session, at the discretion of the Chair or a majority of the Committee, without management of the Company present, unless otherwise

determined by the Committee. The Committee may hold meetings by telephone, or other remote communication method, and may take action by unanimous written consent. The Committee may invite to attend any Committee meeting any member of management of the Company or other Company employee, or any outside legal counsel or other advisor to the Company, the Board or the Committee. The Committee will report its activities to the Board on a regular basis and make such recommendations with respect to its responsibilities and other matters as the Committee deems necessary or appropriate.

Except as otherwise provided by this Charter or by applicable laws or regulations, as amended from time to time: (i) a majority of the members of the Committee entitled to vote, either present in person or by means of remote communication, or represented by proxy, shall constitute a quorum for the transaction of business at all meetings of the Committee and (ii) all actions of the Committee shall be by affirmative vote of a majority of those members so determined to be present or represented by proxy.

IV. External Advisors

The Committee shall have the authority, in its sole discretion, to select, retain and obtain the advice and assistance of outside legal counsel and such other advisors as it deems necessary to fulfill its duties and responsibilities under this Charter, including investment bankers, commercial bankers, financial advisors and auditors, to assist the Committee with its duties and responsibilities. The Committee shall set the compensation and retention terms, and oversee the work, of its outside legal counsel and other advisors. The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to the Committee's outside legal counsel and other advisors. Notwithstanding the foregoing, the Committee shall be under no obligation to implement or follow the advice or recommendations of any outside legal counsel or other advisor and shall at all times exercise its own judgment in fulfilling its duties and responsibilities under this Charter.

V. Authority, Duties and Responsibilities

A. With respect to the Company's ongoing financing and financial risk management strategies, the Committee shall:

1. Review and approve financing transactions, including, but not limited to, the filing of registration statements, issuance of debt or equity securities for purposes of raising funding or refinancing indebtedness or other obligations of the Company or its subsidiaries, entrance into new credit facilities and other forms of financing, and execution of foreign exchange and interest rate hedging transactions;
2. When requested by the Board, review and approve the terms and conditions of financing and financial risk management transactions for which the Board has given prior general approval;
3. Monitor the Company's liquidity and financial condition;
4. Oversee the Company's investment policies and practices;

5. Review and make recommendations to the full Board regarding stock repurchase activities, including changes in parameters of repurchase programs such as number of shares authorized for repurchase;

6. Review and make recommendations to the Board regarding any dividend policy;

7. Review the Company's policies and strategies for managing currency, interest rate, counterparty exposures and the use of derivatives;

8. Review management's financing plans and reports and make recommendations to the Board with respect to any matter affecting the Company's financing plans and capital structure; and

9. Review and make recommendations to the Board regarding such other financial matters that management desires to bring to the Committee.

B. With respect to the Company's strategic investments, the Committee shall:

1. Review and approve management's approach to strategic investments, which may include the purchase of services and/or products, as well as acquisitions and investments in the assets or equity of third parties;

2. Receive updates as necessary on management's execution of the Company's strategy with respect to strategic investments; and

3. Approve and make recommendations to the Board regarding such strategic investments as necessary or required.

C. In addition to these responsibilities and duties, the Committee shall:

1. Review such other matters within the scope of its responsibilities as the Committee shall determine from time to time, and make such recommendations to the Board with respect thereto as the Committee deems appropriate;

2. Evaluate the Committee's performance periodically; and

3. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval.

In addition to the foregoing, the Committee shall have such other powers and duties as may be delegated to it from time to time by the Board with respect to a particular financial transaction or type of financial transaction.

VI. Powers of the Committee

For the purpose of fulfilling its mission, the Committee shall have direct access to the Company's officers and employees and may consult with the Chairman and Chief Executive Officer, the Chief Financial Officer, the Chief Operating Officer, the Chief Commercial Officer, the General Counsel and other members of senior management as the Chairperson deems necessary. The Committee will have full access to all Company books, records, facilities and personnel it deems necessary to fulfill its responsibilities. The Committee shall have all of the powers of the Board that are necessary or appropriate for the Committee to fulfill its purposes and carry out its duties and responsibilities as set forth in this Charter.

* * *

While the Committee members have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of the Committee members, except to the extent otherwise provided under applicable federal or state law. Further, nothing in this Charter is intended to preclude or impair the protection provided in Section 141(e) of the Delaware General Company Law for good faith reliance by Committee members on reports or other information provided by others.