

UNITEDHEALTH GROUP
BOARD OF DIRECTORS
PUBLIC RESPONSIBILITY COMMITTEE CHARTER
(August 20, 2025)

INTRODUCTION AND PURPOSE

UnitedHealth Group Incorporated (the “Company”) is a publicly held company and operates in a complex, dynamic, highly competitive and regulated environment. The Company’s business is highly regulated at both the federal and state levels. In order to assure the kind of informed decision making beneficial to the Company, much of the Board of Directors’ (the “Board”) oversight occurs through its standing committees (the “Board Committees”), such as the Public Responsibility Committee (the “Committee”) in collaboration with other committees of the Board. The Committee’s primary purpose is to assist the Board in monitoring and overseeing risks associated with the Company’s operations and mission, including underwriting, forecasting, regulatory and reputational matters.

COORDINATION WITH OTHER BOARD COMMITTEES

The Committee assists the Company’s Board in the oversight of risk assessment and risk management processes. Such risk oversight may intersect with oversight of key risks by other Board Committees, and the Committee will coordinate with other Board Committees as may be appropriate in monitoring key risks and ensuring appropriate oversight, particularly as they pertain to another Board Committee’s key areas of focus. Nothing in this Charter shall relieve any other Board Committee of its obligations under applicable law or the rules of the NYSE.

COMPOSITION

The Committee shall be comprised of a number of directors as determined by the Board. The members of the Committee are appointed by the Board and serve until their successors are duly appointed or until their retirement, resignation, death or removal by the Board. Unless a Chair is elected by the full Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership.

MEETINGS

The Committee shall meet at least four times annually, or more frequently as

circumstances dictate, at a place and time determined by the Chair. To the extent practicable, each of the Committee members shall attend each of the regularly scheduled meetings in person. A majority of the Committee members currently holding office constitutes a quorum for the transaction of business. The Committee shall take action by the affirmative vote of a majority of the Committee members present at a duly held meeting or by written action signed in the manner and by the number of Committee members required under the Company's Certificate of Incorporation and Bylaws and applicable law. The Chair shall convene and chair meetings of the Committee, set agendas for meetings and determine the Committee's information needs. In the absence of the Chair at a duly convened meeting, the Committee shall select a temporary substitute from among its members. The Committee may invite to its meetings any member of management and such other persons as the Committee deems appropriate to carry out its responsibilities. All of the Board members have a standing invitation to attend meetings of the Committee.

RESPONSIBILITIES AND DUTIES

The Committee has the following responsibilities and duties:

1. Underwriting and Forecasting

- Oversee key financial risks that could impact the Company's ability to fulfill its mission relating to (i) management's efforts and initiatives focused on the implementation, execution and performance of the Company's value-based care programs; and (ii) the strategies, processes and controls pertaining to the underwriting of insurable risks, including new insurance products or lines of business likely to have a material impact on the Company's risk profile.
- Review and discuss with management: (i) market dynamics, including but not limited to competitor benefits and pricing, product positioning, and the Company's price competitiveness; (ii) network relationships, stability and competitiveness; (iii) management's intersegment market pricing practices; and (iv) other market trends, risks, and volatility with a potential material impact to the Company.
- Coordinate with the Audit Committee on overseeing key financial risks that could impact the Company's ability to fulfill its mission relating to (i) material Company contracts and transactions; and (ii) the Company's financial forecasting processes and their potential impact to the Company's provision of earnings guidance.

2. Regulatory

- Oversee the Company's compliance with key legal and regulatory requirements, other than audit, accounting and financial disclosure matters and related internal controls.

- Review and discuss with management the current regulatory environment, including but not limited to: (i) the Company's interactions with regulatory bodies and the strength and health of regulatory relationships; (ii) regulatory and governmental actions with impact to the Company's businesses; (iii) proposed legislation and regulation with potential impact to the Company's businesses; and (iv) government program funding, such as Medicare and Medicaid funding sufficiency and related financial and operational risks.
- Oversee key risks associated with management's efforts to develop and execute action plans in response to regulatory changes with significant impact to the Company's businesses and mission.

3. Reputational

- Oversee key risks associated with public perceptions of the Company's business processes, including at Optum (e.g., PBM practices, risk assessment practices), UHC (e.g., claims adjudication, payment integrity and prior authorization processes, risk assessment practices) and UHG enterprise risks (e.g., capital allocation, new technologies and artificial intelligence).
- Assess Company efforts in (i) strengthening and protecting a mission-oriented, healthy and valuable public perception and reputation; (ii) creating alignment between public policy and the Company's cultural values and character; (iii) addressing risks impacting the Company's reputation among stakeholders; and (iv) addressing risks associated with the perception of the Company's consumer practices such as pre-authorizations and similar policies affecting members.
- The Committee shall oversee overall enterprise reputational risk in coordination with other Board Committees pertaining to such other Committees' key areas of focus.

4. Mergers & Acquisitions

- Oversee merger and acquisition strategy, including alignment with Company business plans, long-term growth objectives and mission, achievement of key synergies and financial returns, and assessment of execution, integration (e.g., cybersecurity integration), regulatory, reputational and other related risks.

5. Other

- Consider the Company's processes and policies for determining its risk and return appetite in each of the above areas.
- Oversee the Company's charitable contribution activities.

- Perform such other duties and responsibilities as are consistent with the Committee's purpose, as the Committee deems appropriate with the Board, or as may be delegated by the Board.

DELEGATION

The Committee may, in its discretion, form and delegate authority to subcommittees, including a single member, when appropriate and consistent with applicable law.

PERFORMANCE EVALUATION

The Committee shall conduct an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Committee with the requirements of this charter. The performance evaluation shall also include a review of the adequacy of this charter and shall recommend to the Board any revisions to this charter deemed necessary or desirable, although the Board shall have the sole authority to amend this charter. The performance evaluation shall be conducted in such manner as the Committee deems appropriate.

RESOURCES AND AUTHORITY

The Committee shall have the resources (including funding) and authority appropriate to discharge its duties and responsibilities, including the selection, retention, termination and approval of fees and other retention items of outside counsel or other advisors, experts or consultants, as the Committee deems necessary or appropriate in its sole discretion, without seeking approval of the Board or management.