COMPENSATION AND TALENT MANAGEMENT COMMITTEE CHARTER

Purpose and Organization

The Compensation and Talent Management Committee was established by Wabtec's Board of Directors in order to provide focused, independent directorate oversight and input on (1) executive compensation plans and programs generally, (2) the annual compensation of the Company's CEO and the annual compensation for the other executive officers of the Company, and (3) the Company's talent management policies and programs, including internal succession planning and matters relating to equal opportunity. The Committee will recommend the CEO's compensation for consideration by the Board and will approve the compensation for other executive officers.

Members of the Committee are appointed by the Board from among its outside directors who satisfy applicable independence standards and will serve at the Board's discretion.

Specific Responsibilities

1. *Compensation Programs Generally:* The Committee is responsible for defining the Company's overall executive compensation philosophy and programs. In this regard, the Committee administers and approves all elements of compensation of corporate officers. It also approves (by direct action or through delegation) participation in, and all awards, grants and related actions under, the Company's various equity plans, reviews changes in the Company's retirement plans primarily affecting such officers and manages the operation and administration of the applicable compensation, retirement and other plans or programs. The Committee also makes recommendations to the Board with respect to director compensation.

2. *CEO Compensation:* The Committee has the direct responsibility to review and approve the corporate goals and objectives relevant to CEO compensation, evaluate the CEO's performance in light of those goals and objectives and together with the other independent directors determine and approve the CEO's compensation and benefits based on this evaluation. The Committee's evaluation will be reviewed with the CEO by the Committee Chair in conjunction with the Board Chair or Lead Independent Director. The Committee reviews and approves change of control and employment and severance agreements for the CEO.

3. *Compensation of Other Executive Officers:* The Committee reviews and approves compensation and benefits for the Company's executive officers, including change of control and employment and severance agreements. The Committee provides oversight of management's decisions regarding performance and compensation of other employees.

4. *Say-On-Pay Vote:* The Committee will assess the results of the most recent proxy advisory vote on executive compensation, the frequency of such votes and any other feedback garnered through the Company's ongoing shareholder outreach that may be in effect from time to time.

5. *Reports to Shareholders:* The Committee will review and discuss with management the Company's Compensation Discussion and Analysis (CD&A), and recommend inclusion of the CD&A in the Company's annual proxy statement or annual report on Form 10-K, prepare and include the Compensation Committee Report in the Company's annual proxy statement or annual report on Form 10-K, and report to shareholders on executive compensation items as required by SEC rules.

6. *Risk:* The Committee evaluates annually the compensation policies and programs for executive officers and other employees to monitor risk management and risk-taking incentives to determine whether any such policies or programs are reasonably likely to have a material adverse effect on the Company.

7. *Stock Ownership Guidelines:* The Committee monitors compliance with stock ownership guidelines.

8. *Talent Management:* The Committee will review the Company's management resources programs and will recommend qualified candidates for election as officers, including to support the Governance Committee's CEO succession planning. The Committee will oversee management succession planning with respect to officers other than the CEO. As part of its review of the Company's culture, human capital management strategies and diversity and inclusion practices the Committee will receive and discuss reports from management on an as-needed basis as deemed appropriate by the Committee.

9. *Clawback*: Oversee the implementation and administration of any clawback or recoupment policies.

10. *Delegation:* The Committee may delegate specific functions to subcommittees.

11. *Performance; Charter Review:* The Committee evaluates its performance and the adequacy of this Charter at least annually and in light of material developments (if any) and recommends, along with the Governance Committee, any proposed changes to the Board for approval.

Procedural Matters

1. *Authority To Retain Advisors:* The Committee has the sole authority to retain and terminate any search firm or other advisor it may from time to time desire to retain. The Committee has the sole authority to approve related fees and other retention terms at the Company's cost and expense.

2. *Reports:* The Chair of the Committee reports its activities to the Board.

3. *Procedures; Resources:* The Committee will devise its own procedures for calling, convening and conducting meetings and taking action. The Committee may take any action permitted hereunder by unanimous written consent, including electronic transmission, in accordance with the Company's bylaws. Request for information by Committee members will be coordinated with the Committee Chair. The Company will provide resources, including personnel and financial resources, as requested by the Committee Chair in furtherance of the Committee's carrying out of its responsibilities as herein contemplated.

Approved: May 12, 2026