

SILGAN HOLDINGS INC.  
  
CHARTER OF THE  
COMPENSATION COMMITTEE  
OF THE  
BOARD OF DIRECTORS

*Purpose*

This Charter governs the operations of the Compensation Committee (the “Compensation Committee”) of the Board of Directors of Silgan Holdings Inc. (the “Company”). The Board of Directors of the Company has established the Compensation Committee and has empowered the Compensation Committee to review and approve matters relating to the compensation of all executive officers of the Company, including the Chief Executive Officer of the Company. Pursuant to the terms of the Company’s Amended and Restated 2004 Stock Incentive Plan, as amended from time to time (the “2004 Stock Incentive Plan”), the Compensation Committee is also responsible for administering the 2004 Stock Incentive Plan, including making awards and grants under the 2004 Stock Incentive Plan, setting performance goals and other terms for awards and grants under the 2004 Stock Incentive Plan, confirming performance levels in respect of performance awards made under the 2004 Stock Incentive Plan and interpreting and prescribing rules for administering the 2004 Stock Incentive Plan. The Compensation Committee also assists the Board of Directors of the Company in establishing policies, practices, plans and programs relating to the compensation of all executive officers of the Company and in overseeing and maintaining such policies, practices, plans and programs. The Compensation Committee shall also have such other responsibilities as are set forth in this Charter or as shall be assigned to it by the Board of Directors of the Company.

*Membership*

The Compensation Committee shall consist of at least two (2) members of the Board of Directors of the Company and shall be comprised of such number of members of the Board of Directors of the Company as the Board of Directors of the Company shall determine from time to time. Each member of the Compensation Committee shall be appointed to such position by the Board of Directors of the Company and shall serve at the discretion of the Board of Directors of the Company.

Each member of the Compensation Committee shall be (i) “independent” under the applicable requirements of the New York Stock Exchange (the “NYSE”) or otherwise eligible to serve on the Compensation Committee in accordance with the transition periods or exceptions provided by the NYSE, in each case, as interpreted by the Board of Directors of the Company and (ii) a “non-employee director” as defined under Rule 16b-3 under the Securities Exchange Act of 1934, as amended. In determining whether a director is eligible to serve on the Compensation Committee, the Board of Directors of the Company must consider the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the Company to such director, and whether such director is affiliated with the Company, a subsidiary

of the Company or an affiliate of a subsidiary of the Company and determine whether such affiliation would impair such director's judgment as a member of the Compensation Committee. It shall be the responsibility of the Board of Directors of the Company to determine, in its judgment, whether a member of the Compensation Committee is independent of management and free from any relationship or service to the Company that might interfere with his or her exercise of independent judgment in carrying out his or her responsibilities as a member of the Compensation Committee.

It shall be the responsibility of each member of the Compensation Committee to immediately disclose to the Board of Directors of the Company any relationship that, either in fact or in appearance, might impact the independent judgment of such member in his or her service as a member of the Compensation Committee.

### *Organization and Procedures*

The Board of Directors of the Company may designate a Chairperson of the Compensation Committee. Such Chairperson shall preside over the meetings of the Compensation Committee. In the event that the Board of Directors of the Company has not designated a Chairperson of the Compensation Committee, then at the beginning of a meeting of the Compensation Committee the members of the Compensation Committee shall choose one of the members of the Compensation Committee to preside over such meeting. A majority of the members of the Compensation Committee shall constitute a quorum for the transaction of business, and the action of a majority of the members of the Compensation Committee present at any meeting at which there is a quorum shall be the act of the Compensation Committee. Unless otherwise expressly stated in this Charter, the Compensation Committee shall be governed by the same procedural rules, including rules regarding meetings, actions without meetings, notices and waivers of notice as are applicable to the Board of Directors of the Company.

In order to carry out its responsibilities under this Charter, the Compensation Committee may, in its sole discretion, retain and obtain the advice of compensation consultants, legal counsel and other advisers (each a "Compensation Adviser"). The Compensation Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Compensation Adviser retained by the Compensation Committee. The Company must provide for appropriate funding, as determined by the Compensation Committee, for payment of reasonable compensation to a Compensation Adviser retained by the Compensation Committee. The Compensation Committee may select, or receive advice from, a Compensation Adviser only after taking into consideration the following factors:

- (i) the provision of other services to the Company by the person or entity that employs such Compensation Adviser;
- (ii) the amount of fees received from the Company by the person or entity that employs such Compensation Adviser, as a percentage of the total revenue of such person or entity;
- (iii) the policies and procedures of the person or entity that employs such Compensation Adviser that are designed to prevent conflicts of interest;

- (iv) any business or personal relationship of such Compensation Adviser with a member of the Compensation Committee;
- (v) any stock of the Company owned by such Compensation Adviser; and
- (vi) any business or personal relationship of such Compensation Adviser or the person or entity employing such Compensation Adviser with any executive officer of the Company.

Nothing in this Charter shall be construed to require the Compensation Committee to implement or act consistently with the advice or recommendations of any Compensation Adviser retained by the Compensation Committee or to affect the ability or obligation of the Compensation Committee to exercise its own judgment in the fulfillment of its duties and responsibilities.

The Compensation Committee shall be required to conduct the independence assessment outlined above with respect to any Compensation Adviser that provides advice to the Compensation Committee, other than in-house legal counsel. However, nothing in this Charter requires a Compensation Adviser to be independent, only that the Compensation Committee consider the independence factors enumerated above before selecting, or receiving advice from, a Compensation Adviser. The Compensation Committee may select, or receive advice from, any Compensation Adviser it prefers, including any Compensation Adviser that is not independent, after considering the independence factors enumerated above. Notwithstanding the foregoing, the Compensation Committee shall not be required to conduct an independence assessment for a Compensation Adviser that acts in a role limited to the following activities for which no disclosure is required under applicable federal securities laws: (i) consulting on any broad-based plan that does not discriminate in scope, terms or operation in favor of executive officers or directors of the Company and that is available generally to all salaried employees of the Company; and/or (ii) providing information that either is not customized for a particular issuer or that is customized based on parameters that are not developed by such Compensation Adviser and about which such Compensation Adviser does not provide advice.

### *Responsibilities*

In addition to the other responsibilities of the Compensation Committee expressly provided for in this Charter, the Compensation Committee shall be responsible for and authorized to carry out the following:

1. Review and approve matters relating to the compensation of the Chief Executive Officer of the Company and all other executive officers of the Company, including setting goals and targets applicable to bonus and incentive plans.
2. Administer the Company's equity compensation plans which include as participants any executive officers of the Company (including the 2004 Stock Incentive Plan), including making awards and grants under such plans, setting performance goals and other terms for awards and grants as applicable under such plans, confirming performance levels as applicable in respect of performance awards made under such plans and interpreting and prescribing rules for administering such plans.

3. Review and, where appropriate, make recommendations to the Board of Directors of the Company regarding or approve (and, where appropriate or required, recommend approval to the stockholders of the Company regarding) incentive compensation plans for executive officers of the Company and any equity based compensation plans of the Company, including any amendments thereto and terminations thereof.
4. Oversee and monitor the Company's compensation policies, practices and programs for the executive officers of the Company in light of the compensation philosophy and objectives of the Company.
5. Review and approve the annual Compensation Committee Report for inclusion in the Company's annual proxy statement in accordance with applicable rules and regulations.
6. Review and discuss with the Company's management the Compensation Discussion and Analysis ("CD&A") to be included in the Company's annual proxy statement and determine whether to recommend to the Board of Directors of the Company that the CD&A be included in the Company's annual proxy statement.
7. Review and make recommendations to the Board of Directors of the Company relating to compensation for the Directors of the Company, including for members of Committees of the Board of Directors of the Company and for Chairpersons of the Board of Directors of the Company and of Committees of the Board of Directors of the Company.
8. Review and assess the adequacy of this Charter annually and recommend any proposed changes to this Charter to the Board of Directors of the Company for its approval.
9. Review and consider the outcome of any advisory vote of the stockholders of the Company at an annual meeting of stockholders of the Company regarding the compensation of the executive officers of the Company.
10. Discharge any other duties, responsibilities or activities delegated to the Compensation Committee by the Board of Directors of the Company from time to time.

In carrying out its responsibilities, the Compensation Committee shall have such access to members of the Company's management and to information and records of the Company as the Compensation Committee shall require.

#### *Meetings*

The Compensation Committee shall meet as frequently as the members of the Compensation Committee in their discretion deem necessary, but at least twice a year. The Compensation Committee will cause to be kept adequate minutes of its meetings with the Company's records and shall report to the Board of Directors regarding its meetings. The Compensation Committee may have in attendance at its meeting other members of the Board of Directors of the Company, members of the Company's management, consultants, advisors or others as it may deem necessary; provided that the Chief Executive Officer of the Company may not be in attendance during any voting or deliberations regarding the compensation of the Chief Executive Officer of the Company.

*Other*

The Compensation Committee shall conduct an annual evaluation of the Compensation Committee in such a manner as it deems appropriate.

This Charter may be amended or modified only by the Board of Directors of the Company.

Effective February 22, 2023