August 2026

MARTIN MARIETTA MATERIALS, INC.
CORPORATE GOVERNANCE GUIDELINES

The following Corporate Governance Guidelines have been adopted by the Board of Directors of Martin Marietta Materials, Inc. (the "Corporation") to assist the Board of Directors (the "Board") in the exercise of its responsibilities. These guidelines establish practices to allow the Board to make decisions that are independent of management. These guidelines are in addition to and are not intended to change or interpret any law or regulation, or the Corporation's Articles of Incorporation or Bylaws. The guidelines are subject to modification from time to time by the Board.

1. Board Responsibilities

The Board's principal role is to maximize long-term value for shareholders. The Board is responsible for oversight of management's strategy and operation of the business so as to promote the long-term successful performance of the Corporation. The Board has overall responsibility for oversight of risk management and delegates certain responsibilities to the committees of the Board to assist in fulfilling its oversight function. The Board regularly reviews with management the most significant risks facing the Corporation, the probabilities of those risks occurring, the steps taken to mitigate any impact of risks, and management's general risk management strategy. In addition, the Board encourages management to promote a culture that incorporates risk management into the Corporation's day-to-day operations.

2. Selection of Chair and Lead Independent Director

The Corporation's Bylaws provide that the Directors will elect a Chair from among the Directors. The Corporation's policy as to whether the role of the Chief Executive Officer and Chair should be separate is to adopt the practice which best serves the Corporation's needs at any particular time. Currently, the Chair is an employee of the Corporation and the Chief Executive Officer of the Corporation.

If the Chair is not an independent director, the Board, after considering the recommendation of the Nominating and Corporate Governance Committee, annually will select an independent director to serve as Lead Independent Director. The Lead Independent Director shall be selected by and from among the independent Directors. Although annually elected, the Lead Independent Director is generally expected to serve for more than one year.

The responsibilities of the Lead Independent Director are as follows: (i) preside at Board meetings when the Chair is not present; (ii) preside at executive sessions of the non-management directors with or without the attendance of the Chair; (iii) meet separately with the Chair after executive sessions to review the matters discussed during the executive sessions; (iv) act as a liaison between the Chair and the independent Directors; (v) suggest to the Chair agenda items for Board meetings and consult with the Chair regarding Board meeting schedules to help assure there is sufficient time allocated for discussion of all agenda items; (vi) have the authority to call, where necessary, meetings of non-management directors and

executive sessions; (vii) be available to meet with shareholders and other key constituents; and (viii) act as a resource for, and counsel to, the Chair.

3. Executive Sessions of Non-Management Directors

At least two Board meetings per year will include a regularly scheduled executive session of the non-management Directors. Other executive sessions of the non-management directors may be scheduled and/or called by the Lead Independent Director or non-management directors as determined appropriate. In each case, these sessions will include such topics as the non-management Directors determine, and may include a discussion of the performance of the Chair and Chief Executive Officer. The Lead Independent Director will preside during the executive sessions, and he or she will report to the Chair and Chief Executive Officer on all relevant matters, and may invite the Chair and Chief Executive Officer and/or others to join executive sessions for further discussion, as appropriate. Any actions of the executive sessions of the Board will be taken separately at a full Board or Committee meeting. The Chair, who presides at all meetings of the Board, takes the lead role in the boardroom other than in executive sessions.

4. Board Committees

The Chair of the various Board Committees takes the lead on matters falling within his or her purview that should not involve the Chair of the Board and Chief Executive Officer or the Lead Independent Director. The Board currently is organized into 6 Committees: Audit; Ethics, Environment, Safety and Health; Executive; Finance; Management Development and Compensation; and Nominating and Corporate Governance. From time to time, the Board may provide for such other standing or special Committees as may be necessary to carry out its responsibilities.

5. Assignment and Rotation of Members

The Nominating and Corporate Governance Committee of the Board will evaluate and make recommendations to the Board for the assignment of Board members to various Committees. Committee assignments and the designation of Committee Chairs should be based on the Directors' knowledge, interests, areas of expertise, time commitment, and compliance with securities, corporate governance and New York Stock Exchange rules. The Board believes that experience and continuity are important to enhance the functioning of the Committees, and that mandatory rotation is not desirable. However, service on different Committees from time to time by Board members is desirable and increases a Director's contribution to the Corporation.

6. Frequency and Length of Meetings; Attendance

The Chair of the Board and the Committee Chairs, as appropriate, determine the frequency and length of meetings of the Board and Committees, respectively. The Board of Directors meets at least four times annually. The Audit Committee, the Finance Committee and the Management Development and Compensation Committee each meet at least four times annually; and the Nominating and Corporate Governance Committee and the Ethics, Environment, Safety and Health Committee each meet at least twice annually, in regularly scheduled sessions. Executive

Committee meetings are scheduled as needed. Directors are expected to regularly attend, either in person or by telephone, all meetings of the Board and the Committees on which the Directors sit. Directors are expected to attend the annual meetings of shareholders.

7. Board and Committee Agenda

The Chair establishes the agenda for each Board meeting. The Chair of each Committee, in accordance with the Committee's charter and in consultation with management and Committee members, will establish the agenda for each Committee meeting. Directors are encouraged to suggest items for inclusion on any agenda.

8. Materials Distributed in Advance

To the extent feasible, the meeting agenda and information materials relating to the Board and Committee meetings are distributed to the Directors at least several days in advance of the meeting.

9. Presentations

To the extent practicable, Board presentations are distributed in advance to the Directors. Proprietary or otherwise sensitive materials may be reserved for distribution at the Board meeting.

10. Regular Attendance of Non-Directors at Board and Committee Meetings

The Chair of the Board (or if the Chair of the Board is not present, the Lead Independent Director), and the Chair of, each Committee, as appropriate, designates guest attendees at any Board or Committee meeting, respectively, who are present for the purpose of making presentations, responding to questions by the Directors, or providing counsel on specific matters within their areas of expertise. The Lead Independent Director and the Chair of each Committee may hire outside consultants and experts as the Board or the Committee deems necessary to assist it in evaluating proposals, information or otherwise fulfilling its responsibilities.

11. Board Access to Senior Management

Board members have access to the Corporation's management. The Board encourages management to include key managers in Board meetings who can share their expertise with respect to matters before the Board. This also enables the Board to gain exposure to key managers with future potential in the Corporation.

12. Board Compensation Review

The Board will determine from time to time reasonable compensation for Directors upon recommendation of the Management Development and Compensation Committee of the Board. Management will review with the Committee the status of Board compensation relative to an industry peer group in addition to other relevant factors. Compensation should fairly pay Directors for the work required in a company of the Corporation's size and the scope of their

responsibilities, and should align Directors' interests with the long-term interests of the Corporation's shareholders.

13. Size of Board
The Board has determined that a board size of nine to eleven Directors is currently optimum.

14. Mix of Independent and Management Directors
The Board believes that at least two-thirds of the Board of Directors should consist of independent non-management Directors.

15. Board Definition of What Constitutes Independence for Outside Directors
The Board is responsible for the appointment of Board and Committee members according to criteria that it determines to be in the best interest of the Corporation and its shareholders and in accordance with the listing standards of the New York Stock Exchange and other applicable regulations. The Board will affirmatively determine whether a Director is “independent.” The Board will review annually the relationships that each Director has with the Corporation. An outside Director is “independent” if the Director has no direct or indirect material relationship with the Corporation, subject to other or additional qualifications prescribed by the New York Stock Exchange. A Director who is an employee of the Corporation will not be viewed as independent until at least three years have passed following retirement from the Corporation. The Corporation has adopted Guidelines for Director’s Independence to aid the Board in determining director independence.

16. Board Membership Criteria
There are no firm prerequisites to qualify as a candidate for the Board, although the Board seeks a diverse group of candidates who possess the background, skills, expertise and time to make a significant contribution to the Board, to the Corporation and its shareholders. Annually the Nominating and Corporate Governance Committee will review the qualifications and backgrounds of the Directors, as well as the overall composition of the Board, and recommend to the full Board the slate of Directors to be recommended for nomination for election at the annual meeting of shareholders.

17. Orientation and Continuing Education
The Corporation will provide new Directors with a Director orientation program to familiarize such Directors with, among other things, the Corporation's business, strategic plans, principal officers, financial reporting, auditing processes, and *Code of Ethical Business Conduct*. All Directors will be given the opportunity to attend educational programs to maintain the necessary level of expertise to perform his or her responsibilities as a Director.

18. Selection of New Director Candidates
The Nominating and Corporate Governance Committee will make recommendations to the Board concerning the composition of the Board including consideration of its size and an individual's qualifications for membership. Nominations to the Board may also be submitted to

the Nominating and Corporate Governance Committee by the Corporation's shareholders in accordance with the Corporation's Bylaws.

19. Extending the Invitation to a New Potential Director to Join the Board
The invitation to join the Board is extended by the Chair on behalf of the Board of Directors.

20. Assessing the Board's Performance
The Board continuously assesses its performance through its actions in guiding the affairs of the Corporation. Any Director is free at any time to comment on the Board's performance. The Nominating and Corporate Governance Committee will sponsor an annual self-assessment of the Board's and each Committees' performance, which will be discussed with the Board. The Nominating and Corporate Governance Committee establishes and annually reviews the Board and Committee self-assessment process.

21. Directors Who Change Their Present Job Responsibility
Any Director who (i) experiences a significant change in responsibilities or assignment, (ii) retires from his or her present employment, or (iii) has a substantial change in his or her principal occupation or business association during his or her tenure as a Director, will review and consult with the Chair of the Board and the Chair of the Nominating and Corporate Governance Committee on the potential impact, if any, the change may have on continued Board service.

22. Term Limits
The Board does not believe it should limit the number of terms for which an individual may serve as a Director. Directors who have served on the Board for an extended period of time are able to provide valuable insight into the operations and future of the Corporation based on their experience with and understanding of the Corporation's history, policies and objectives.

23. Other Board Service
The Board does not believe that its members should be prohibited from serving on boards of other public companies so long as such service does not create any actual or potential material conflict of interest and does not impair the Director's ability to effectively serve on the Board. Directors who are members of the Corporation’s Audit Committee, however, are prohibited from simultaneously serving on the audit committee of more than one other public company, unless the Board determines that such simultaneous service would not impair the Director's ability to effectively serve on the Corporation’s Audit Committee. The Board will take into account the nature of and time involved in a Director's service on such other boards in evaluating the qualifications of each Director. To preserve independence and avoid conflicts of interest, each Director should advise the Chair prior to accepting an invitation to serve on boards of other public companies.**24. Retirement Age**
The Corporation's Bylaws provide that a Director will retire at the annual meeting of shareholders following the director’s 75th birthday.

25. Formal Evaluation of the Chief Executive Officer

The Management Development and Compensation Committee evaluates the Chief Executive Officer annually, and reviews its actions with the Board of Directors. The Board may communicate its views to the Chief Executive Officer through the Lead Independent Director or the Chair of the Management Development and Compensation Committee. The Management Development and Compensation Committee's evaluation of the Chief Executive Officer is based upon a combination of objective and subjective criteria and is discussed fully each year in the Corporation's annual proxy statement.

26. Succession Planning

The Chair and Chief Executive Officer reports at least annually to the Board on succession planning for senior executive positions.

27. Management Development

The Chair and Chief Executive Officer reports regularly to the Management Development and Compensation Committee on the Corporation's management development activities.

28. Board Interaction with Institutional Investors, the Press, Customers, Etc.

The Board looks to management, and as appropriate the Lead Independent Director, to speak for the Corporation.

29. Code of Ethical Business Conduct and Conflicts of Interest

The Board will adhere to the Corporation’s *Code of Ethical Business Conduct*. If an actual or potential conflict of interest arises for a Director, the Director will promptly inform the Chair of the Board, the Lead Independent Director and the Chair of the Nominating and Corporate Governance Committee of all material facts and circumstances regarding the conflict.

30. Periodic Review

The Nominating and Corporate Governance Committee is responsible for reviewing at least annually and amending when appropriate these guidelines as well as considering other corporate governance issues that may, from time to time, be required by applicable law or rules or otherwise be appropriate for consideration by the Corporation’s Board of Directors.