

# INARI MEDICAL, INC.

## CORPORATE GOVERNANCE GUIDELINES

(Amended and Restated December 26, 2024)

The Board of Directors (the “**Board**”) of Inari Medical, Inc. (the “**Company**”) has adopted the following Corporate Governance Guidelines (the “**Guidelines**”) to assist the Board in the exercise of its responsibilities and to serve the interests of the Company and its stockholders. These Guidelines should be interpreted in the context of all applicable laws and the Company’s certificate of incorporation, bylaws and other corporate governance documents. These Guidelines acknowledge the leadership exercised by the Board’s standing committees and their chairs and are intended to serve as a flexible framework within which the Board may conduct its business and not as a set of legally binding obligations. The Guidelines are subject to modification from time to time by the Board as the Board may deem appropriate and in the best interests of the Company and its stockholders or as required by applicable laws and regulations.

### I. THE BOARD

#### A. Independence of the Board

Except as otherwise permitted by the applicable rules of The Nasdaq Stock Market LLC (“**Nasdaq**”), the Board will be comprised of a majority of directors who, in the business judgment of the Board, qualify as independent directors (the “**Independent Directors**”) as required under Nasdaq rules.

#### B. Separate Sessions of Independent Directors

The Independent Directors will meet in executive session without non-Independent Directors or management present on a regularly scheduled basis, but no less than twice per year.

#### C. Director Qualification Standards and Additional Selection Criteria

The Nominating and Corporate Governance Committee, in recommending director candidates, and the Board, in appointing directors to the Board and nominating director candidates for election by the Company’s stockholders, will evaluate candidates in accordance with the qualification standards set forth in Attachment A to these Corporate Governance Guidelines. In addition, the Nominating and Corporate Governance Committee and the Board will also consider the additional selection criteria listed in Attachment A, as well as any additional criteria (such as experience, qualifications, attributes, diversity, and skills) desired for director candidates as may be determined from time to time by the Board.

The Nominating and Corporate Governance Committee and the Board evaluate each individual in the context of the Board as a whole, with the objective of recommending a group that can best perpetuate the success of the business and represent stockholder interests through the exercise of sound judgment using its diversity of experience in these various areas. In determining whether to recommend a director for re-election, the Nominating and Corporate Governance Committee will consider, among other things, the director’s past attendance at meetings and

participation in and contributions to the activities of the Board.

D. Director Orientation and Continuing Education

The Board of Directors, together with management, will provide an orientation process for new directors, including background material on the Company and its business. As appropriate, the Company will provide opportunities for additional educational sessions for directors on matters relevant to the Company and its business. Directors are encouraged to attend director continuing education programs, including those that the Company may from time to time suggest, arrange or present. The Company will reimburse directors for the fees and expenses they may incur in connection with such attendance.

E. No Specific Limitation on Other Board Service

The Board does not believe that its members should be prohibited from serving on boards of other organizations and has not adopted any guidelines limiting such activities. However, the Nominating and Corporate Governance Committee will take into account the nature of and time involved in a director's service on other boards and/or committees in evaluating the suitability of individual director candidates and current directors. Service on other boards and/or committees should be consistent with the Company's conflict-of-Interest policies. Prior to accepting any position on the board of directors of any for-profit organization, current directors should notify the Nominating and Corporate Governance Committee. The Nominating and Corporate Governance Committee will consider the circumstances and may in certain cases recommend that the Board request that the director submit his or her resignation from the Board if, for example, service on the proposed board is not consistent with the criteria deemed necessary for continuing service on the Board or is not consistent with the Company's conflict of interest policies. Current officers (as such term is defined by Rule 16a-1(f) of the Securities Exchange Act of 1934, as amended) (each such officer, a "Section 16 Reporting Officer") and other employees reporting directly to the Chief Executive Officer (each, a "Direct Report") should notify the Nominating and Corporate Governance Committee prior to accepting service on the boards of directors of any for-profit organization. The Nominating and Corporate Governance Committee will consider the circumstances, and if consistent with the criteria deemed necessary for continuing service/employment with the Company, will confirm that the Section 16 Reporting Officer or the Direct Report, as the case may be, may serve on such board.

F. Directors Who Resign or Materially Change Their Current Positions With Their Own Company or Become Aware of Circumstances that May Adversely Reflect upon the Director or the Company

When a director, including any director who is currently an officer or employee of the Company, resigns or materially changes his or her principal occupation or position with his or her employer or becomes aware of circumstances that may pose a conflict of interest, diminish his or her effectiveness as a Board member or ability to commit appropriate time and attention to his or her service on the Board or adversely reflect upon the director or the Company, such director should notify the Nominating and Corporate Governance Committee of such circumstances. The Nominating and Corporate Governance Committee will consider the circumstances and may in certain cases recommend that the Board request that the director submit his or her resignation from

the Board if, for example, continuing service on the Board by the individual is not consistent with the criteria deemed necessary for continuing service on the Board.

G. Term Limits

As each director is periodically subject to election by stockholders, the Board does not believe it is in the best interests of the Company to establish term limits at this time. Additionally, such term limits may cause the Company to lose the contribution of directors who have been able to develop, over a period of time, increasing insight into the Company's business and therefore can provide an increasingly significant contribution to the Board.

H. Board Leadership Structure

The Board does not have a policy regarding whether the offices of Chair of the Board and Chief Executive Officer should be combined or separate. The Board believes that it is important to retain the flexibility to allocate the responsibilities of the offices of Chair of the Board and Chief Executive Officer in any manner that it determines to be in the best interests of the Company at any point in time. The Board shall review its leadership structure periodically as part of its annual self-assessment process.

I. Director Responsibilities

The business and affairs of the Company will be managed by or under the direction of the Board, including through one or more of its committees. Each director is expected to spend the time and effort necessary to properly discharge his or her responsibilities. These include, among other things:

- exercising their business judgment in good faith;
- acting in what they reasonably believe to be the best interest of all stockholders;
- becoming and remaining well-informed about the Company's business and operations and general business and economic trends affecting the Company; and
- ensuring that the business of the Company is conducted so as to further the long-term interests of its stockholders.

J. Compensation

The Board believes that director compensation should fairly pay directors for work required in a business of the Company's size and scope, and that compensation should align directors' interests with the long-term interests of stockholders. The Compensation Committee will review and make recommendations to the Board for approval regarding the cash and equity compensation of directors. The Company's executive officers do not receive additional compensation for their service as directors.

K. Stock Ownership Guidelines

To align our executive officers' and non-employee directors' interests with those of our stockholders, we maintain a separate stock ownership policy.

L. Board Access to Senior Management

The Board will have complete access to Company management in order to ensure that directors can ask any questions and receive all information necessary to perform their duties. Directors should exercise judgment to ensure that their contact with management does not distract managers from their jobs or disturb the business operations of the Company. Any meetings or contacts that a director wishes to initiate may be arranged through the Chief Executive Officer or the Chair of the Board, or if neither is available or neither is appropriate, directly by the director. To the extent appropriate, such contact, if in writing, should be copied to the Chief Executive Officer of the Company.

M. Board Access to Independent Advisors

The Board committees may hire independent advisors as set forth in their applicable charters. The Board as a whole shall have access to any independent advisor retained by the Company, and the Board may hire any independent advisor it considers necessary to discharge its responsibilities.

N. Annual Self-Evaluation

The Nominating and Corporate Governance Committee will oversee an annual assessment of the Board's, its committees' and the individual director's performance.

**II. BOARD MEETINGS**

A. Frequency of Meetings

The Board will meet at least four (4) times annually. In addition, special meetings may be called from time to time as determined by the needs of the business and in accordance with the Company's bylaws.

B. Director Attendance

A director is expected to spend the time and effort necessary to properly discharge his or her responsibilities. Accordingly, a director is expected to regularly prepare for and attend meetings of the Board and all committees on which the director sits (including separate meetings of the Independent Directors), with the understanding that, on occasion, a director may be unable to attend a meeting. A director who is unable to attend a meeting of the Board or a committee of the Board is expected to notify the Chair of the Board or the Chair of the appropriate committee in advance of such meeting, and, whenever possible, participate in such meeting via teleconference in the case of an in-person meeting.

Directors are encouraged to attend the Company's annual meeting of stockholders, but we do not currently have a policy relating to director attendance.

C. Attendance of Non-Directors

The Board encourages the Chair of the Board or of any committee to invite Company

management and outside advisors or consultants from time to time to participate in Board and/or committee meetings to (i) provide insight into items being discussed by the Board which involve the manager, advisor or consultant, (ii) make presentations to the Board on matters which involve the manager, advisor or consultant, and (iii) bring managers with high potential into contact with the Board. Attendance of non-directors at Board meetings is permitted at the discretion of the Board.

**D. Advance Receipt of Meeting Materials**

Information regarding the topics to be considered at a meeting is essential to the Board's understanding of the business and the preparation of the directors for a productive meeting. To the extent feasible, the meeting agenda and any written materials relating to each Board meeting will be distributed to the directors sufficiently in advance of each meeting to allow for meaningful review of such agenda and materials by the directors. Directors are expected to have reviewed and be prepared to discuss all materials distributed in advance of any meeting.

**III. COMMITTEE MATTERS**

The Board currently has three (3) standing committees: (i) the Audit Committee, (ii) the Compensation Committee and (iii) the Nominating and Corporate Governance Committee. From time to time and depending upon the circumstances, the Board may form a new committee or disband a current committee. Each committee will perform its duties as assigned by the Board in compliance with the Company's bylaws and the committee's charter. It is the responsibility of the directors to attend the meetings of the committees on which they serve.

**IV. SUCCESSION PLANNING**

The Nominating and Corporate Governance Committee (or another committee delegated by the Board) will work on a periodic basis with the Chief Executive Officer to evaluate, review and make recommendations to the Board regarding the Company's succession plans upon the Chief Executive Officer's retirement and in the event of an unexpected occurrence. Additionally, the Board will conduct an annual review of the performance of the Chief Executive Officer.

**V. CORPORATE GOVERNANCE GUIDELINES**

The Nominating and Corporate Governance Committee will review and assess at least annually the adequacy of these Guidelines and recommend any proposed changes to the Board for approval.

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## **INARI MEDICAL, INC.**

### **Attachment A**

#### **Director Qualification Standards and Additional Selection Criteria**

##### *Director Qualification Standards:*

The Nominating and Corporate Governance Committee, in recommending director candidates for election to the Board, and the Board, in nominating director candidates, will consider candidates who have a high level of personal and professional integrity, strong ethics and values and the ability to make mature business judgments.

##### *Additional Selection Criteria:*

In evaluating director candidates, the Nominating and Corporate Governance Committee and the Board may also consider the following criteria as well as any other factor that they deem to be relevant:

- (i) the appropriate size and diversity of the Board,
- (ii) the needs of the Board with respect to the particular talents and experience of its directors,
- (iii) the knowledge, skills and experience of candidates, including experience in the industry in which the Company operates, business, finance, management or public service, in light of prevailing business conditions and the knowledge, skills and experience already possessed by other members of the Board,
- (iv) familiarity with domestic and international business matters,
- (v) familiarity and experience with regulatory requirements,
- (vi) experience with finance and accounting rules and practices; and
- (vii) the ability and willingness of the candidate to spend the time required to function effectively as a director, including in light of the candidate nominee's outside time commitments, including whether the candidate serves on more than five public company boards (inclusive of Inari's board).

In addition, the Board will consider whether there are potential conflicts of interest with the candidate's other personal and professional pursuits.

The Board should monitor the mix of specific experience, qualifications, skills and diversity of its directors in order to assure that the Board, as a whole, has the necessary tools to perform its oversight function effectively in light of the Company's business and structure.