Compensation Committee Charter

Membership, Meetings and Compensation

The Compensation Committee (the "Compensation Committee") of the Board of Directors (the "Board") of Unitil Corporation (the "Company") shall be appointed by the Board annually and shall consist of three (3) or more independent, non-employee members of the Board. The members of the Compensation Committee are subject to removal at any time by a majority of the Board. Any vacancy may be filled by the Board. The members of the Compensation Committee shall meet the independence requirements of the listing standards of the New York Stock Exchange, the rules of the Securities and Exchange Commission, and all other applicable laws and regulations. Under these requirements, each member of the Compensation Committee shall be free from any relationship that would interfere with the exercise of independent judgment as a member of the Compensation Committee.

The Compensation Committee shall keep regular minutes of its proceedings and report the same to the Board when required. Unless otherwise determined by the Board, the Compensation Committee may appoint a chairman and a secretary and such other officers of the Compensation Committee as it may deem advisable, and may determine (a) the time and place of each meeting thereof, (b) the notice of meetings to be given to members and (c) all other procedural questions which may arise in connection with the work of the Compensation Committee.

The Compensation Committee generally shall meet at least four times a year in order to fulfill its responsibilities. Additional meetings may be scheduled as needed. The Compensation Committee may request members of management or others to attend meetings or to provide relevant information. The Compensation Committee may meet in executive session, absent all members of management, as the Compensation Committee may deem appropriate or necessary in its sole discretion.

The only compensation that a Compensation Committee member shall receive from the Company is an annual retainer fee for serving on the Board and committees thereof. The Company shall also provide reimbursement for all out-of-pocket expenses incurred in connection with meeting attendance.

Power, Authority, Duties and Responsibilities

The Compensation Committee shall represent the Board by discharging its oversight responsibilities with the following power and authority and carrying out the following duties and responsibilities:

A) Authority to establish objectives and interpret the terms of the Company's compensation policies with regard to base salary, incentive compensation, equity compensation, and all other benefits programs.

B) Administration of the Company's Second Amended and Restated 2003 Stock Plan, administration of merit, incentive, and commission compensation plans for all appropriate personnel.

C) Review and approval of annual and long-term performance measures based on established corporate goals and strategic objectives; approval of annual incentive and long-term compensation plan awards; evaluation of the Company's executive officers' performance in light of the established corporate goals and strategic objectives, and determination of whether annual or long-term incentive compensation plan awards have been earned; approval of grants of restricted stock under the Second Amended and Restated 2003 Stock Plan.

D) Annual approval of base salaries for the Company's executive officers and other members of the Company's senior management, in each case who are not named executive officers; review, and recommendation to the Board of base salaries for the Company's named executive officers.

E) Meet jointly in executive session with members of the Executive Committee for discussion of the annual evaluation of the Chairman and Chief Executive Officer in connection with the annual base salary recommendation for approval to the Board.

F) Review and approval of the Employment Agreement for the Company's Chief Executive Officer, as required, and recommendation for approval to the Board.

G) Annual review of the Compensation Discussion and Analysis ("CD&A"); recommendation to the Board that the CD&A be included in the Company's proxy statement and annual report to shareholders.

H) Annual review and approval of the Compensation Committee Report for inclusion in the Company's proxy statement.

I) Sole authority to retain, engage, or obtain the advice of outside legal counsel, compensation consultants or other advisers (each, an "Adviser") to advise the Compensation Committee as the Compensation Committee may deem appropriate or necessary in its sole discretion; direct responsibility for the appointment, terms of retention (including compensation) and oversight of the work of any Adviser retained by the Compensation Committee; to the extent required by New York Stock Exchange listing standards, prior to retaining an Adviser or prior to obtaining advice for the first time during the Company's fiscal year from an Adviser retained by management, sole authority for considering all factors relevant to the Adviser's independence from management, including those required to be considered under the New York Stock Exchange listing standards; and sole authority to determine appropriate funding to be provided by the Company for the payment of reasonable compensation to an Adviser retained by the Compensation Committee.

J) Annual review of any potential conflicts of interest raised by the work of any compensation consultant, whether retained by the Compensation Committee or management, that is involved in determining or recommending compensation of the Company's executive officers or directors, and to evaluate any such conflict.

K) Annual review and assessment of the adequacy and accuracy of the Compensation Committee Charter.

L) Participation in the annual Committee Self-Evaluation process.

The Compensation Committee's powers and authority may be modified at any time by vote of the Board. The existence and activities of the Compensation Committee do not alter the traditional roles and responsibilities of the Company's management. The Compensation Committee may delegate authority to individuals or subcommittees when it deems appropriate. However, in delegating authority the Compensation Committee shall not absolve itself from the responsibilities it bears under the terms of this Charter.

The Compensation Committee shall undertake any other action or exercise such other powers, authority, duties and responsibilities as necessary or appropriate to the discharge of the duties and responsibilities set forth in this Charter or the Company's Bylaws, or otherwise required by the listing standards of the New York Stock Exchange or other applicable laws, rules or regulations, or as shall otherwise be determined by the Board.

Current Charter: Reviewed and approved on October 27, 2026