



NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

Amended July 21, 2021

I. PURPOSE AND ROLE

The primary functions of the Nominating and Corporate Governance Committee (the "Committee") are to develop and maintain the corporate governance policies of J.B. Hunt Transport Services, Inc. (the "Company"), and to assist the Company's Board of Directors (the "Board") in (i) identifying, screening and recruiting qualified individuals to become Board members, and (ii) determining the composition of the Board and its committees. The Committee shall also assist the Board in assessing the Board's effectiveness.

II. MEMBERSHIP

The Committee shall be comprised of no less than three members, all of whom must qualify as independent directors under the listing standards of The Nasdaq Stock Market ("NASDAQ") and must be free of any relationship that may interfere with the exercise of their independence and judgment.

The members of the Committee shall be appointed annually by the Board at a duly convened meeting of the Board. The Chairman of the Committee (the "Chairman") shall be appointed by the Chairman of the Board. The members of the Committee will serve until their resignation, retirement, removal by the Board, or until their successors shall be duly appointed and qualified. No member of the Committee may be removed except by majority vote of the independent directors then in office, and no reduction in the number of members constituting the full Committee should have the effect of reducing the term of an incumbent member.

III. MEETINGS

The Committee shall meet at least annually, or more frequently as circumstances dictate. In addition, the Chairman of the Board or any Committee member may call a special meeting of the Committee. A majority of the members of the Committee shall constitute a quorum.

At least annually, the Committee shall report on meetings thereof to the Board, including a description of all actions taken by the Committee at the meeting. The Committee shall keep written minutes of its meetings and such minutes shall be maintained with the books and records of the Company.

IV. AUTHORITY AND RESPONSIBILITIES

The Committee shall have the power to perform the following:

Implement Corporate Governance Policies

1. Provide recommendations to the Board to enhance the Board's effectiveness, including with respect to the timing, amount and content of information distributed to Board members, the size and composition of the Board, and the frequency of Board meetings.
2. Develop and review on an annual basis, or more frequently if appropriate, the corporate governance policies of the Company to ensure that such policies are appropriate for the Company and comply with the applicable laws, regulations, and listing standards, and to recommend any changes as necessary to the Board.

3. Monitor compliance with the Company's Corporate Code of Ethics for directors, executive officers, and employees; review the Code on an annual basis, or more frequently if appropriate, and recommend any changes as necessary to the Board; and oversee its implementation and enforcement.
4. Oversee and monitor management's strategies and execution of issues to navigate environmental risk by reviewing annual results related to environmental initiatives including, but not limited to, improving fuel efficiency, converting freight transportation from highway use to intermodal use and participating in creating commercially viable alternative and/or renewable fuel options to be used to execute its overall corporate strategy.
5. Oversee and monitor management's strategies relating to social issues and risks that are part of its overall strategy by reviewing annual results addressing social issues including, but not limited to, financial support for healthcare, education and human crisis management, implementation of practices and technologies to promote public safety and implementation of practices to promote inclusion, diversity and overall employee welfare.
6. Oversee and monitor the Company's policies, activities and expenditures with respect to government lobbying and advocacy and political contributions.
7. Review any director resignation letter tendered in accordance with the Company's director resignation policies set out in the Company's Bylaws and Corporate Governance Guidelines, and evaluate and recommend to the Board whether such resignation should be accepted.
8. Consider any other corporate governance issues that arise from time to time and develop appropriate recommendations for the Board.

Assess Board Membership Needs and Recommended Board Nominees

9. Periodically assess the Board's needs, identify suitable candidates for consideration as nominees to the Board that will help strengthen and balance the Board, and review the qualifications of such potential candidates. In identifying any candidates, the Committee shall consider whether each candidate would qualify as independent, and where appropriate, his or her financial expertise, and any other qualifications or criteria the Committee deems relevant in accordance with the Company's Directorship Guidelines and Selection Policy.
10. Recommend director candidates to the Board to fill any vacancy on the Board or to be nominated for consideration and approval at the annual meeting of stockholders, as applicable.

Make Recommendations Regarding Committee Memberships

11. Recommend directors to be selected for membership on Board committees. Committee recommendations may consider the qualifications for membership on each committee.

Review Management Succession Plan

12. Review annually the Company's plan for succession of management and make recommendations to the Board as the Committee deems appropriate.

V. PERFORMANCE AND CHARTER EVALUATIONS

The Committee shall annually conduct a self-evaluation of its performance and evaluate whether this Charter appropriately addresses the matters that are or should be within its scope.

In conducting its self-evaluation, the Committee may address all matters that it considers relevant to its performance, including but not limited to, the following:

1. The adequacy, appropriateness and quality of the information and recommendations presented by management to the Committee and by the Committee to the Board.
2. The manner in which they were discussed or debated.
3. Whether the number and length of meetings of the Committee were adequate for the Committee to complete its work in a thorough and thoughtful manner.

The Committee shall report to the Board the results of any self-evaluation, including any recommended amendments to this Charter and any recommended changes to corporate governance policies and procedures and the Company's Corporate Code of Ethics.

VI. SCOPE OF AUTHORITY

The Committee shall have the authority to appoint subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate. Notwithstanding the foregoing (i) no subcommittee shall consist of fewer than two members, and (ii) the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

The Committee may conduct or authorize investigations into or studies of matters within the scope of the Committee's authority and responsibilities, and may retain, at the Company's expense, outside advisors, including executive search firms, such as it deems necessary.

The Committee shall have the sole authority to retain or terminate any such outside advisors, and to retain outside counsel and any other advisors as the Committee may deem appropriate in its sole discretion. The Committee shall have the sole authority to approve related fees and retention terms.

VII. RELATED PARTY TRANSACTIONS

All proposed related party transactions should be presented to the Committee for its review and oversight. If required by law, NASDAQ rules or Securities and Exchange Commission (the "SEC") regulations, such transactions must obtain Committee approval. The term "related-party transaction" shall be consistent with the definition provided in SEC Regulation S-K, Item 404(a).