

PLIANT THERAPEUTICS, INC.

CHARTER OF THE NOMINATING AND CORPORATE GOVERNANCE COMMITTEE OF THE BOARD OF DIRECTORS

ORGANIZATION

The Nominating and Corporate Governance Committee (the “**Committee**”) of the Board of Directors of Pliant Therapeutics, Inc., a Delaware corporation (the “**Company**”), shall consist of at least two (2) members of the Board of Directors of the Company (the “**Board**”). Each member shall be free from any relationship that, as determined by the Board, would interfere with the exercise of his or her independent judgment. The Board shall appoint the members of the Committee and the Committee chairperson (the “**Chairperson**”).

STATEMENT OF POLICY

The purpose of the Committee shall be to:

- Identify, review and evaluate candidates to serve as directors of the Company;
- Recommend candidates to the Board to stand for election as director nominees;
- Evaluate Board and committee composition and performance;
- Administer and oversee all aspects of the Company’s corporate governance functions on behalf of the Board; and
- Make recommendations to the Board regarding corporate governance issues and related policies for risk assessment and risk management.

OPERATING PRINCIPLES AND PROCESSES

In fulfilling its functions and responsibilities, the Committee shall give due consideration to the following operating principles and processes. The Committee shall:

- Make regular and meaningful contacts throughout the year with the Chairperson of the Board, or Lead Director, as applicable, other committee chairpersons, members of senior management and independent professional advisors to the Board and its various committees, since such contacts are important and significant for strengthening the Committee’s knowledge of relevant current and prospective corporate governance issues.
- Keep apprised of legislative and regulatory developments and other important corporate governance issues and trends in corporate governance practices, including proxy advisory firm policies and recommendations and ESG matters.
- Develop and participate in, along with management and such external and internal resources as deemed necessary by the Committee, a process for systematic review of

such developments, issues, and trends in that could potentially impact the Company and, as appropriate, make recommendations for changes in the Company's corporate governance policies and practices to enhance the effectiveness of the Committee.

- Perform such other functions, and have such powers, as may be necessary or appropriate in the efficient and lawful discharge of its responsibilities hereunder.
- Report all material activities of the Committee to the Board from time to time, or whenever so requested by the Board, through the Chairperson.

RESPONSIBILITIES

The operation of the Committee will be subject to the provisions of the Bylaws of the Company and the General Corporation Law of the State of Delaware, each as in effect from time to time. The Committee will have the full power and authority to carry out the following primary responsibilities or to delegate such power and authority to one or more subcommittees of the Committee to the extent permitted by applicable law. The Committee shall:

- At least annually, review and reassess the adequacy of this Charter and recommend to the Board any amendments or modifications to the Charter that the Committee deems appropriate.
- Establish criteria for membership of the Board, including standards for the independence of directors to serve on the Board and committees of the Board.
- Consider and assess the independence of directors and director candidates within the meaning prescribed by the listing rules of The Nasdaq Stock Market LLC.
- Identify, evaluate and recommend that the Board nominate qualified candidates to serve on the Board, including the nomination of current directors for re-election to the Board.
- Review periodically the size of the Board and make recommendations to the Board regarding any appropriate changes.
- Consider stockholder recommendations for director nominations and other proposals submitted by stockholders and establish any procedures to facilitate stockholder communications with the Board.
- Develop a set of corporate governance principles and policies applicable to the Company, at least annually review and assess these principles and policies and their application, and recommend any necessary changes to the Board for approval.
- At least annually, review, discuss and assess the performance of the Board, including Board committees, seeking input from senior management, the full Board and others.
- Develop and oversee an orientation program for new directors and continuing education program for all directors.

- Establish and oversee procedures for the receipt, retention and treatment of complaints received by the Company (whether initiated by employees of the Company or outside third parties) with respect to legal and regulatory compliance (except for compliance primarily relating to accounting, internal accounting controls, auditing matters and financial disclosure and reporting (“**Financial/Accounting Matters**”), all of which shall be the responsibility of the Audit Committee) and, as appropriate, investigate such complaints.
- Recommend to the Board to establish such special committees as may be desirable or necessary from time to time.
- Investigate any matter (except for any Financial/Accounting Matter, which shall be the responsibility of the Audit Committee) brought to the Committee’s attention within the scope of the Committee’s duties.
- Oversee and review the processes and procedures used by the Company to provide information to the Board and its committees.
- Perform such other functions and have such powers as may be necessary or appropriate in the efficient and lawful discharge of the foregoing or as otherwise delegated to the Committee by the Board.

MEETINGS

The Committee will hold at least one (1) regular meeting per year and additional meetings as the Committee deems appropriate. At the discretion of the Committee, members of management may attend any meeting of the Committee, except for portions of the meetings where his, her or their presence would be inappropriate, as determined by the Committee.

CONSULTANTS AND ADVISORS

The Committee may retain any independent counsel, experts or advisors that the Committee believes to be desirable and appropriate. The Committee may also use the services of the Company’s regular legal counsel or other advisors to the Company. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any such persons employed by the Committee and for ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. The Committee shall have sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve such search firm’s fees and other retention terms.

MINUTES AND REPORTS

Minutes of each meeting will be kept and distributed to each member of the Committee, members of the Board who are not members of the Committee and the Secretary of the Company. The Chairperson will report to the Board from time to time or whenever so requested by the Board.