

**CEDAR FAIR MANAGEMENT, INC.**  
**PEOPLE, CULTURE & COMPENSATION COMMITTEE CHARTER**

**As Amended and Restated**  
**March 15, 2023**

**I. Organization**

The People, Culture & Compensation Committee (the “Committee”) shall be composed of at least three members who shall be appointed and removed by the Board of Directors (the “Board”) of Cedar Fair Management, Inc. (the “Company”). Each member will have met the criteria for independence under the New York Stock Exchange listing standards and shall have been determined by the Board to be independent. The Board shall appoint the Chair of the Committee.

**II. Statement of Purpose**

The Committee will assist the Company and Cedar Fair, L.P. (the “Partnership”) by reviewing the Partnership compensation and employee benefit policies and programs, people development and culture building initiatives, and DEI strategies; by consulting with management on issues related to people, culture, and compensation; and by approving or recommending any related actions to the Board. The Committee will have overall responsibility for the incentive compensation plans, policies and programs of the Company and the Partnership, executive succession planning, and the process of evaluating and setting compensation for the Company’s CEO.

**III. Meetings and Reports**

The Committee shall report regularly to the Board (a) following meetings of the Committee, (b) with respect to such matters that are within the Committee’s responsibilities, and (c) with respect to such other matters as the Committee or Board may deem appropriate. The report to the Board may take the form of an oral report by the Chair or any other member of the Committee designated by the Committee to make such a report. The Committee shall maintain minutes or other records of meetings and activities of the Committee and shall make them available to the Board. The Committee is also responsible for the annual report on executive compensation for inclusion in the Company’s annual SEC filings, in accordance with applicable rules and regulations.

**IV. Authority and Responsibilities**

The Committee shall perform the following functions, or delegate those responsibilities to a subcommittee, and shall have such other authority and responsibilities as may be assigned to it from time to time by the Board.

- The Committee, annually, will review and recommend to the Board the goals and objectives of the Chief Executive Officer (“CEO”) and will review and consult with the CEO on the goals and objectives for management.

- The Committee shall present to the Board of Directors an annual evaluation of the performance of the CEO relative to the CEO's established goals and objectives. The Committee, together with the Board of Directors, shall set the compensation of the CEO based on this evaluation. In determining the CEO's compensation, the Committee will consider a variety of factors including the Partnership's current and historical performance, the Partnership's forward-looking strategies and goals, absolute and relative return to unitholders, prior and outstanding awards given to the Company's CEO, and awards given to CEOs of comparable companies.
- The Committee will make recommendations to the Board of Directors with respect to all incentive compensation plans and equity-based compensation. Additionally, the Committee will recommend individual executive officers' compensation in coordination with the Company's CEO.
- The Committee will periodically review the compensation of members of the Board. In fulfilling this responsibility, the Committee shall consider a variety of factors including, but not limited to, the Partnership's current and historical performance, relative returns to unitholders, historical adjustments to Board compensation, and the levels and types of compensation paid by our peer group companies. The Committee shall recommend changes to director compensation for consideration by the Board as appropriate.
- The Committee will administer (or provide for the administration of) all equity-based compensation plans and such other compensation and benefits plans or programs as may be designated by the Board or as provided therein, in each case subject to any limitations prescribed by the Board and subject to any authority delegated by the Committee to a subcommittee.
- The Committee will assess the results of the Company's most recent advisory vote on executive compensation and make recommendations to the Board relating to the recommended frequency of such advisory vote.
- The Committee will recommend to the Board the level of Partnership contributions to its retirement plans.
- The Committee will assist the Board in its oversight of the Company's strategies and policies related to human capital management, including with respect to matters such as diversity, equity and inclusion and Company culture.
- The Committee will consider and make recommendations to the Board of Directors on matters relating to the organization and succession of the CEO and senior management.
- The Committee will review and discuss with management the Partnership's Compensation Discussion & Analysis ("CD&A"), and based on that review and discussion, recommend to the Board in the Compensation Committee Report that the CD&A be included in the Partnership's annual proxy statement and, as appropriate, incorporated by reference into the annual report on Form 10-K filed with the SEC.

- The Committee will perform an annual review and evaluation of the Committee's performance, including a review of the Committee's compliance with this Charter. The Committee shall conduct such evaluation and review in such manner as it deems appropriate and report the results of the evaluation to the entire Board.
- The Committee will ensure the Partnership establishes procedures for the confidential and anonymous submission of employment and work environment concerns by employees to management. The Committee will also ensure that similar matters reported through alternative sources are captured in the process for accurate reporting. The Committee will review trends and specific, significant matters if and when they arise. The Committee will, in coordination with the Board Chair, review trends or specific concerns of a significant nature with the full Board.
- The Committee shall have the sole authority to retain, (or obtain the advice of), terminate, and approve the fees for a compensation consultant, legal counsel or other advisors to assist in the performance of its duties, including in connection with the evaluation of and/or setting compensation for directors, the chief executive officer, or senior executives. The Committee shall be directly responsible for the appointment, compensation, and oversight of the work of any adviser that it retains. The Committee shall assess the independence of its compensation consultant and its other advisers as and to the extent required by applicable laws, rules and regulations, including Section 303A.05(c) of the NYSE Listed Company Manual, and otherwise as the Committee may determine.