

**Citi Trends, Inc.**  
**Corporate Social Responsibility Committee Charter**

**1.PURPOSE**

The primary purpose of the Corporate Social Responsibility Committee (the "Committee") of Citi Trends, Inc. (the "Company") is to discharge the Board's responsibilities related to providing oversight, monitoring, and guidance on matters related to corporate social responsibility, including diversity, sustainability, environmental stewardship and compliance.

**2.MEMBERSHIP**

The Committee shall be comprised of two or more members of the Board. Members of the Committee shall be appointed by the Board and may be removed by the Board in its discretion. The members of the Committee shall be elected by the Board annually and serve until the earlier to occur of his or her resignation or removal or the election and qualification of such member's successor. Resignation or removal of a Director, for whatever reason, shall automatically constitute resignation or removal, as applicable, from the Committee. The Board shall designate a Chairperson of the Committee. All members of the Committee shall meet the independence criteria and have the qualifications set forth in the listing standards of the Nasdaq Stock Market ("Nasdaq") subject to exceptions under the Nasdaq rules.

**3.DUTIES AND RESPONSIBILITIES**

In carrying out the purpose and authority set forth above, the Committee shall:

- Review and evaluate the Company's significant strategies, activities, policies, investments and programs regarding corporate purpose, including corporate responsibility, sustainability, human rights, global community and social impact, and diversity and inclusion.
- Monitor the Company's progress towards its diversity and inclusion objectives, metrics and compliance with the Company's responsibilities as an equal opportunity employer.
- Work with the Compensation Committee and the Nominating and Corporate Governance Committee as appropriate to develop processes to achieve the Company's diversity objectives and metrics.
- Provide oversight of management's efforts to ensure that the Company's dedication to sustainability (including environmental and supply chain sustainability and human rights) is reflected in its business operations.
- Identify and monitor the environmental, social, and related public policy trends, issues, risks, and concerns, which affect or could affect the business operations, financial performance or public image of the Company and make recommendations to the Board regarding those trends and issues.
- Provide oversight of the Company's community and social impact efforts and oversee protection of the Company's corporate reputation and other matters of importance to the Company and its stakeholders (including employees, consumers, customers, suppliers, vendors, shareholders, governments, local communities and the general public).
- Review on a periodic basis the principles, guidelines and standards applicable to suppliers, vendors and other participants in the Company's supply chain to ensure compatibility with the Company's corporate purpose.
- Review sustainability metrics, targets, key performance indicators and related goals and monitor the progress towards achieving targets and benchmarks.
- Evaluate and review environmental, social and health, and safety metrics that will be publicly disclosed to external stakeholders.
- Report on at least a quarterly basis to the Board regarding topics discussed and issues considered at Committee meetings, as well as other Committee activities.
- Address other matters that may be referred to the Committee by the Board or management from time to time.

#### 4. DELEGATION TO SUBCOMMITTEE

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.

#### 5. COMMITTEE STRUCTURE AND OPERATIONS

The Committee shall meet as often as deemed necessary or appropriate in its judgment, generally at least two times each year, either in person or by phone. The Chairperson of the Committee may call meetings of the Committee at any time. A majority of the Committee shall constitute a quorum for the transaction of business. The action of a majority of those present at a meeting, at which a quorum is present, shall be the act of the Committee. The Committee may also act by unanimous written consent. Members of management may participate in Committee meetings at the invitation of the Committee. Any action of the Committee (other than actions for which the Committee has sole authority as set forth herein) shall be subject to review and modification by the Board. The Committee shall report its actions and recommendations to the Board after each Committee meeting. Written minutes will be kept of each meeting of the Committee, which minutes will be filed with the minutes of meetings of the Board and will be available to each member of the Board.

#### 6. COMMITTEE CHARTER REVIEW

The Committee shall review the Charter annually and propose any necessary changes to the Nominating and Corporate Governance Committee for review and ultimate recommendation for approval to the Board.

#### APPROVAL

This charter was approved on February 17, 2021 and will be reviewed periodically to confirm that it remains accurate and current.