

**NEUBERGER BERMAN FUNDS  
CLOSED-END FUNDS COMMITTEE CHARTER**

**Closed-End Funds Committee Membership and Purposes**

The Closed-End Funds Committee (each, a “Committee”) of each Neuberger Berman Closed-End Fund (each, a “Closed-End Fund” or a “Fund”) shall be composed solely of member(s) of its Board of Directors (each, a “Board”). Each Committee shall consist of at least one Director selected by its Board.

The primary purposes of each Committee are to consider and evaluate issues specific to its Closed-End Funds.

**Duties and Powers of Each Committee**

1. The Committee shall review and evaluate matters related to how its Fund’s shares are trading in the secondary market, if listed on a stock exchange, or selling in the non-listed market, if not listed on a stock exchange, including the discount or premium of the Fund’s market price as compared to its per-share net asset value, if applicable, and the Fund’s liquidity strategy to provide options to its common stockholders seeking to sell their shares in the absence of a secondary market, if applicable, and may in its discretion recommend measures to address any discount or trading or selling issues.
2. The Committee shall review and evaluate matters related to Closed-End Fund preferred stock and/or other leverage (such as borrowings, notes and certain derivatives), including:
  - (a) whether to issue preferred stock and/or additional shares of preferred stock and/or engage in or increase other forms of leverage;
  - (b) measures to be taken (if any) in the event its Fund is not able to maintain the required asset coverage ratio for its leverage, plus an appropriate margin of safety;
  - (c) measures to be taken (if any) in the event its Fund is not able to pay one or more distributions to Fund preferred stockholders or is not able to pay interest or other fees to other leverage counterparties;
  - (d) measures to be taken (if any) in the event a rating agency downgrades or proposes to downgrade its Fund’s preferred stock or other form of rated leverage;
  - (e) the auction or other form of distribution/fee calculation for preferred stock or other leverage; and
  - (f) whether to repurchase or redeem preferred stock or prepay, restructure or reduce other outstanding leverage.
3. The Committee shall review and evaluate matters related to its Fund’s distributions, including the distribution rate, sources of distribution payments, including, if applicable, undistributed net investment income (“UNII”), and frequency of distributions.
4. The Committee shall review and evaluate matters related to any distribution reinvestment plan.

5. The Committee shall review and evaluate matters related to any proposed rights offering, tender offer or offering of common stock by its Fund.
6. The Committee shall consider any actual or impending effort to take control of its Fund and shall review and evaluate matters related to anti-takeover measures in the absence of a special committee of member(s) of the Board of Directors who are not “interested persons” of any Neuberger Berman Fund (“Independent Directors”), as defined in Section 2(a)(19) of the Investment Company Act of 1940, as amended (“1940 Act”), and the rules thereunder, being appointed to do so.
7. The Committee shall review and evaluate any stockholder proposals and, at the request of the Governance and Nominating Committee, nominations for director submitted for action at any annual or special meeting of its Fund’s stockholders.
8. The Committee shall report to the Independent Directors its recommendations and decisions regarding the foregoing matters.
9. The Committee is empowered to investigate and report on any other matter brought to its attention within the scope of its duties.
10. The Committee has the authority to retain, at the expense of the appropriate Fund(s), such advisers or experts as the Committee deems necessary or appropriate to fulfill its responsibilities. If the Committee retains an adviser or expert, counsel to the Independent Directors shall notify the Independent Chair and the Treasurer of the Fund(s) of the amount of the fees and expenses to be charged for the adviser’s/expert’s services (or estimates thereof).
11. The Committee may delegate to one or more of its member(s) any function or authority of the Committee. The Chair shall notify the full Board of any such delegation.
12. The Committee shall perform such other duties as are consistent with the Committee’s purpose or are assigned to it by the Board.

In the event that some member(s) of the Committee are “interested persons” of any Neuberger Berman Fund, as defined in Section 2(a)(19) of the 1940 Act, matters 5, 6 and 7 above, and such other matters as the Committee or the full Board shall direct, shall be voted on only by a sub-committee consisting of all member(s) of the Committee who are not interested persons.

### **Operations of Each Committee**

1. The Committee shall meet on a regular basis and at least annually and is empowered to hold special meetings as circumstances require. The Chair or a majority of the member(s) shall be authorized to call a meeting of the Committee and send notice thereof. Notice of meetings shall be made to each member by any reasonable means at least one week in advance of a meeting, except two days’ notice of a meeting shall be sufficient when, in the judgment of the Chair or a majority of the member(s), more notice is impractical or special circumstances exist requiring a meeting in less than a week’s time.

2. The Committee shall ordinarily meet in person; however, member(s) may attend virtually or telephonically, and the Committee may act by written consent, to the extent permitted by law and by its Fund's bylaws.
3. The Committee shall have the authority to meet privately and to admit non-members individually by invitation.
4. The Committee may select one of its member(s) to be the Chair and may select a Vice Chair.
5. The Chair shall: (1) schedule meetings to take place at such times and frequency as he or she deems appropriate; (2) provide input to management regarding the establishment of an agenda for each Committee meeting, with assistance from the other Committee member(s), if applicable, and counsel as the Chair deems appropriate; (3) serve as Chair of such meetings; (4) serve as the Committee's primary liaison with management regarding Committee-related matters; and (5) perform such other duties as the Board or the Committee deems appropriate. The Chair can delegate to one or more other Committee member(s) such duties as he or she deems appropriate.
6. A majority of the member(s) of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The action of a majority of the member(s) of the Committee present at a meeting at which a quorum is present shall be the action of the Committee.
7. If the Chair or a majority of the member(s) decide it is appropriate, the Committee shall refer any matter to, or seek input regarding any matter from, its Board or the Executive Committee thereof.
8. *Reliance on Third Parties* – In discharging his or her duties each Committee member is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers of its Fund whom the Committee member reasonably believes to be reliable and competent in the matters presented; (2) legal counsel, public accountants, or other persons as to matters the Committee member reasonably believes are within the person's professional or expert competence; or (3) another Board committee.
9. The Board shall adopt and approve this Charter and may amend it on the Board's own motion. The Committee shall review this Charter at least every other year and recommend to the full Board any changes the Committee deems appropriate.

Approved December 14, 2023