

**CHARTER OF THE COMPENSATION COMMITTEE
OF THE BOARD OF DIRECTORS OF
M/I HOMES, INC.**

PURPOSE

The purpose of the Compensation Committee (the “Committee”) of M/I Homes, Inc. (the “Company”) is to assist the Board of Directors (the “Board”) in discharging its responsibilities relating to the compensation (cash, equity and otherwise) to be provided to the executive officers and directors of the Company.

The Committee has the authority to undertake the specific duties and responsibilities set forth below and will have the authority to undertake such other duties and responsibilities as the Board may from time to time prescribe.

COMMITTEE MEMBERSHIP

The Committee shall consist of at least three members of the Board, each of whom shall (1) be an “independent director” as that term is defined under the listing rules of the New York Stock Exchange, Inc. (the “NYSE”), (2) be a “non-employee director” as that term is defined in Rule 16b-3 under the Securities Exchange Act of 1934, as amended, (3) be an “outside director” as that term is defined for purposes of Section 162(m) of the Internal Revenue Code of 1986, as amended (the “Code”), and the regulations promulgated thereunder, if and to the extent necessary to satisfy the conditions for the deductibility of compensation thereunder and (4) satisfy any other standards of independence that may from time to time be in effect and applicable to the Committee.

The members of the Committee shall be recommended by the Nominating and Governance Committee based upon experience, education and other skills considered by such committee to be necessary or appropriate to contribute to the Committee. The members of the Committee shall be appointed by and serve at the discretion of the Board. The Board may fill any vacancies on the Committee and may remove a Committee member at any time with or without cause. The Board shall designate a Chairperson of the Committee. The Committee may designate its own Secretary who may be a non-Committee member.

DUTIES AND RESPONSIBILITIES

In furtherance of its purpose, the Committee shall have the following specific duties and responsibilities:

1. Establishing the general compensation philosophy, objectives and policies applicable to the Chief Executive Officer and the other executive officers of the Company.
2. Reviewing and approving on an annual basis the corporate goals and objectives relevant to the Chief Executive Officer’s compensation, evaluating the Chief Executive Officer’s performance in light of those goals and objectives and determining the Chief Executive Officer’s compensation (including salary, bonus and equity compensation) based on this evaluation. In evaluating the performance of the Chief Executive Officer and determining his compensation, the Committee

shall consider such matters as it deems relevant, including, without limitation, the Company's performance and relative shareholder return, the compensation (including the incentive compensation) of chief executive officers at other comparable companies and the compensation awarded to the Chief Executive Officer in past years.

3. Evaluating on an annual basis the performance of each of the other executive officers of the Company and determining each such other executive officer's compensation (including salary, bonus and equity compensation) based on this evaluation.
4. Reviewing and making recommendations to the Board regarding cash incentive-compensation plans and equity-based plans.
5. Acting as administrator of the Company's cash incentive-compensation plans, equity-based plans and any other plans that designate the Committee to act as administrator (or that applicable laws, rules or regulations require the Committee to administer). In its administration of such plans, the Committee may, unless otherwise directed by the Board: (a) grant stock options, restricted stock or other awards provided for in such plans to individuals eligible for such grants; (b) with respect to performance-based compensation under such plans, establish the terms of such performance-based compensation, including the applicable performance goals/targets before the start of the relevant performance period, and determine whether such performance goals/targets have been achieved at the end of the performance period; and (c) amend such plans and the awards granted thereunder to the extent permitted by such plans. The Committee shall also make recommendations to the Board with respect to amendments to the plans, including, with respect to equity-based plans, changes in the number of shares reserved for issuance thereunder. To the extent permitted by any such plans, the Committee may delegate authority to grant awards to non-executive officers and non-directors to the Company's management.
6. Evaluating the need for, and provisions of, employment agreements, including severance and change in control arrangements, for the Chief Executive Officer and the other executive officers of the Company. If so directed by the Board, negotiating and approving any new employment agreement or severance or change in control arrangement, or approving the amendment of any such existing agreement or arrangement, between the Company and the Chief Executive Officer or any of the other executive officers.
7. Reviewing and making recommendations to the Board regarding non-employee director compensation on at least an annual basis; provided, however, that the grant of any award to a non-employee director pursuant to the M/I Homes, Inc. 2018 Long-Term Incentive Plan shall be made by the Committee in accordance with the terms of such Plan and Section 5 above.

8. Reviewing and discussing with the Board on at least an annual basis the Company's organizational structure and plans for management succession.
9. Reviewing and discussing with the Company's management the Compensation Discussion and Analysis (the "CD&A") to be included in the Company's proxy statement relating to its annual meeting of shareholders (the "Proxy Statement") and Annual Report on Form 10-K (the "Form 10-K"), recommending to the Board whether the CD&A should be included in the Proxy Statement and Form 10-K, and preparing a report of the Committee for inclusion in the Proxy Statement and Form 10-K in accordance with the then applicable rules and regulations of the U.S. Securities and Exchange Commission (the "SEC") and, if applicable, the NYSE.
10. Reviewing and discussing with the Company's management the information required to be included in the Company's Proxy Statement reflecting the relationship between executive compensation actually paid by the Company and the Company's financial performance (the "PVP Disclosure") and recommending to the Board whether the PVP Disclosure should be included in the Proxy Statement in accordance with the then applicable rules and regulations of the SEC.
11. Reviewing and reassessing the adequacy of this Charter on an annual basis and recommending any proposed changes to the Board. This Charter (and any amendments thereto) shall be publicly disclosed in the manner required by the then applicable SEC and/or NYSE rules and regulations.
12. Conducting a Committee performance evaluation on an annual basis.
13. Periodically reviewing the Company's programs, policies, practices and strategies concerning human capital management and diversity, equity and inclusion.

The foregoing duties and responsibilities shall be common, recurring activities of the Committee in carrying out its purpose. The Committee shall also carry out any other duties and responsibilities delegated to it by the Board from time to time that are related to the purpose of the Committee.

MEETINGS

Although no minimum number of meetings is required, the Committee shall endeavor to meet at least four times a year at the times and locations determined by the Committee Chairperson or a majority of the Committee members. The Committee Chairperson or a majority of the Committee members may call a meeting. A majority of the Committee members shall constitute a quorum for the transaction of business at any meeting. The Committee may act by a majority of its members present at a meeting at which a quorum is present. To the extent permitted by the Company's Amended and Restated Articles of Incorporation and Amended and Restated Code of Regulations, the Committee may also take action by unanimous written consent.

The Committee in its sole discretion may invite members of management, advisors or others to attend meetings for any purpose, including the provision of pertinent information or the implementation of the Committee's recommendations or decisions.

The Committee shall prepare minutes of its meetings, which minutes shall be filed with the minutes of the meetings of the Board. At each regularly scheduled meeting of the Board, the Chairperson of the Committee, or his or her designee, shall provide the Board with a report of the Committee's activities and proceedings.

COMMITTEE RESOURCES

Subject to applicable law, the Committee shall have the authority to designate, and delegate any of its duties and responsibilities to, such sub-committees as the Committee in its sole discretion deems appropriate.

The Committee shall have the resources and authority to discharge its duties and responsibilities. The Committee shall have the sole authority to retain and terminate (or obtain the advice of) any compensation consultant, legal counsel or other advisor to assist in the performance of its duties, but only after taking into consideration all factors relevant to such consultant's, counsel's or advisor's independence from management, including any factors specified in the NYSE listing rules. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, legal counsel or other advisor retained by the Committee, and shall have sole authority to approve such consultant's, counsel's or advisor's fees and the other terms and conditions of retention. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any compensation consultant, legal counsel or other advisor retained by the Committee.

Effective: February 15, 2023