

Altus Group Limited

Position Description – Chair of the Audit Committee

Purpose

The Chair is a member of the Audit Committee (the “**Committee**”) of Altus Group Limited (the “**Corporation**”) that assists the Committee in fulfilling its duties effectively and efficiently in accordance with the written charter of the Committee (the “**Charter**”).

The Chair will provide leadership to the Committee in discharging its mandate as set out in the Charter, including by promoting:

- (i) a thorough understanding by members of the Committee and senior management of the Corporation of the duties and responsibilities of the Committee; and
- (ii) cohesiveness among members of the Committee.

The Chair shall be the liaison between the Committee, the Board of Directors of the Corporation (the “**Board**”) and the Corporation’s senior management, promoting open and constructive discussions between members of the Committee and each of these parties.

Appointment and Qualification

The Chair will be a duly elected member of the Board and appointed by the Board as Chair of the Committee annually at the first meeting of the Board following the annual meeting of shareholders (except when a vacancy is being filled), provided that if the appointment is not so made, the current Chair shall continue as Chair until his or her successor is appointed.

In addition, the Chair must possess such experience, competencies and other skills as may be determined by the Board, the Committee or the Corporate Governance and Nominating Committee from time to time.

Roles and Responsibilities

In addition to the Chair’s responsibilities as a member of the Board and responsibilities set out in the Charter, the Chair will have the following duties:

1. Leadership

- (i) providing overall leadership to enhance the effectiveness of the Committee;
- (ii) taking reasonable steps to ensure that the responsibility and duties of the Committee, as outlined in the Committee Charter, are well understood by Committee members and executed as effectively as possible;

2. Meetings

- (i) taking the principal initiative in scheduling meetings of the Committee;
- (ii) organizing and presenting the agenda for Committee meetings such that:

- a. all of the responsibilities assigned to the Committee under the terms of its Charter are discharged on a timely and diligent basis; and
- b. members of the Committee have input into the agendas;
- (iii) monitoring the adequacy of materials provided to the Committee by senior management and the independent auditors in connection with the Committee's deliberations;
- (iv) ensuring that members of the Committee have sufficient time to review the materials provided to them and to fully discuss the business that comes before the Committee;
- (v) presiding over meetings of the Committee;

3. Governance of the Committee

- (i) recommending procedures to enhance the work of the Committee;
- (ii) overseeing all aspects of the Committee's direction and administration in fulfilling the terms of the Charter;
- (iii) with input from the Board and the Corporate Governance and Nominating Committee, overseeing the structure, size, composition, membership (including independence and financial literacy) and activities delegated to the Committee;
- (iv) managing the affairs of the Committee to ensure that the Committee is organized properly and functions effectively;
- (v) ensuring ongoing monitoring and planning for risks related to the responsibilities and purview of the Committee;

4. Evaluation

on an annual basis, the Chair will facilitate;

- (i) the performance review and evaluation of the Committee and its members in accordance with the Charter;
- (ii) a review and assessment of the adequacy of the Charter and this position description, and following such review and assessment, make a recommendation to the Board with respect to any changes the Committee deems appropriate; and

5. Other Duties

such other functions as may be ancillary to the duties and responsibilities described above and as may be delegated to the Chair by the Committee and the Board from time to time.

As approved by the Board of Directors of the Corporation on May 7, 2025.