

**Charter of the Audit Committee**  
**of the Board of Directors of Hamilton Insurance Group, Ltd.**

I. PURPOSE OF THE COMMITTEE

The purpose of the Audit Committee (the "Committee") of the Board of Directors (the "Board") of Hamilton Insurance Group, Ltd. (together with its subsidiaries, the "Company") shall be to provide assistance to the Board in fulfilling its oversight responsibility to the shareholders, potential shareholders, insurance regulators, policyholders, reinsurance counterparties, the investment community, and others relating to: (i) assisting the Board in overseeing (a) the quality and integrity of the Company's financial statements, (b) the Company's cybersecurity risk management program, (c) the qualifications and independence of the Company's independent registered public accountants, (d) the performance of the Company's internal audit function and independent registered public accountant, and (d) the Company's compliance with legal and regulatory requirements and (ii) preparing the report of the Committee required to be included in the Company's annual proxy statement under the rules of the Securities and Exchange Commission (the "SEC").

The function of the Committee is oversight of the integrity of the Company's financial statements, oversight of the Company's cybersecurity risk management program and cybersecurity threats, compliance with other legal and regulatory requirements, the Company's independent registered auditors' qualifications and independence, and the performance of the Company's independent registered auditors and internal audit function. In fulfilling their responsibilities hereunder, it is recognized that members of the Committee are not employees of the Company. It is not the duty or responsibility of the Committee or its members to conduct auditing or accounting reviews or procedures. Each member of the Committee shall be entitled to rely, to the maximum extent permitted under applicable law, on (a) the integrity of those persons and organizations within and outside the Company from which it receives information and (b) the accuracy of the financial and other information provided to the Committee by such persons or organizations absent actual knowledge to the contrary (which shall be promptly reported to the Board).

Management is responsible for the preparation, presentation, and integrity of the Company's financial statements, for the appropriateness of the accounting principles and reporting policies that are used by the Company, and for establishing and maintaining internal control over financial reporting. The independent registered public accountant is responsible for auditing the Company's financial statements and management's assessment of the effectiveness of internal control over financial reporting, and for reviewing the Company's unaudited interim financial statements. Management, in coordination with the Company's CISO, is also responsible assessing and managing the Company's material risks from cybersecurity threats.

## II. COMPOSITION OF THE COMMITTEE

1. Number. The Committee shall be comprised of three or more directors.
2. Appointment and term. Members of the Committee shall be appointed by the Board on the recommendation of the Governance and Nominating Committee of the Board, which shall recommend for Committee membership such directors as it believes are qualified. Committee members shall serve for such term or terms as the Board may determine. The Board may remove any member of the Committee at any time, with or without cause.
3. Independence of members. Each member of the Committee shall satisfy the independence requirements relating to directors and audit committee members (a) of the New York Stock Exchange (the "NYSE") and (b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") and any rules and regulations promulgated thereunder by the SEC.
4. Financial literacy. Each member of the Committee shall be financially literate, as such qualification is interpreted by the Board in its business judgment, and at least one member of the Committee shall be an "audit committee financial expert" as defined in Item 407(d) of SEC Regulation S-K, as such qualification is interpreted by the Board in its business judgment. A member who qualifies as an "audit committee financial expert" under the rules and regulations of the SEC is presumed to satisfy the NYSE requirement to have one audit committee member with "accounting or related financial management expertise."
6. Service on multiple audit committees. No director may serve on the Committee if such director simultaneously serves on the audit committee of more than two other public companies, unless the Board determines that such simultaneous service would not impair the ability of such director to effectively serve on the Committee.

## III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Board shall designate one member of the Committee as its Chairperson. The Committee shall fix its own rules of procedure, which shall be consistent with the Bye-Laws of the Company and this Charter. The Committee shall meet at least quarterly and as frequently as necessary to carry out its duties and responsibilities under this Charter. The Company may also hold informational sessions for the Committee from time to time in between meetings. The Chairperson of the Committee or a majority of the members of the Committee may also call a special meeting of the Committee. At least two members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other (subject to compliance with the US and UK Tax Operating Guidelines of the Company) shall constitute a quorum. All actions of the Committee will require the vote of a majority of its members present at a meeting of the Committee at which a quorum is present. The Committee shall maintain minutes of its meetings and shall regularly report on its actions to the Board.

The Committee shall meet separately and periodically with management, the personnel or service provider responsible for the internal audit function, the personnel or service provider responsible for the Company's loss reserve estimates and/or external assessments of such loss reserve estimates, and the independent registered public accountants.

With respect to material cybersecurity risks, the Company's CISO is responsible for reporting quarterly about cybersecurity matters to a risk committee comprised of a cross-functional management team ("Risk Management Committee"). The Committee shall receive reports from the Risk Management Committee that escalates important issues identified in the CISO's report to the Risk Management Committee. The Committee must also, on a quarterly basis and as significant matters arise, meet with and receive reports directly from senior management, including the CISO and CTO, that describe existing and new cybersecurity risks, how management is addressing and/or mitigating those risks, cybersecurity and data privacy incidents (if any), and the status of key information security initiatives. At such meetings, the Committee shall also periodically review the Company's processes and policies for managing material risks from cybersecurity threats.

The Committee may form subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; provided, however, that no subcommittee shall consist of fewer than two members; and, provided that any such subcommittee is composed entirely of directors that meet the independence standards provided herein.

The Committee shall have access to any of the books and records of the Company that the Committee shall consider relevant to carrying out its duties and may require any officer or employee of the Company to attend meetings of the Committee and provide to it any information available to the Company relevant to the Committee's activities, except as the Board may otherwise direct.

#### IV. COMMITTEE RESPONSIBILITIES

The Committee has the responsibilities and powers set forth in this Charter. Management is responsible for the preparation, presentation, and integrity of the Company's financial statements and assessing and managing material risks from cybersecurity threats, for the appropriateness of the accounting principles and reporting policies that are used by the Company, and for establishing and maintaining internal control over financial reporting. The independent registered public accountants are responsible for auditing the Company's financial statements and for reviewing the Company's unaudited interim financial statements.

The Committee, in carrying out its responsibilities, believes its policies and procedures should remain flexible, in order to best react to changing conditions and circumstances. The Committee will take appropriate actions to monitor the overall corporate "tone" for quality financial reporting, sound business risk practices, and ethical behavior.

The Committee shall report regularly to the Board on all matters charged to the responsibility of the Committee, including, without limitation, any issues that arise with respect to: (i) the quality or integrity

of the Company's financial statements (ii) the Company's cybersecurity risk management program, (iii) the performance and independence of the Company's independent registered public accountant; (iv) the performance of the Company's internal audit function; and (v) the Company's compliance with legal and regulatory requirements.

Nothing contained in this Charter is intended to expand applicable standards of liability under statutory or regulatory requirements for the directors of the Company or members of the Committee. Except as otherwise required by the rules of the NYSE applicable to the Committee, or applicable law, the purposes and responsibilities outlined in this Charter are meant to serve as guidelines rather than as inflexible rules, and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.

#### A. Financial Reporting and Control Matters

The Committee shall have the following responsibilities with respect to the Company's financial reporting and control matters:

- a. In consultation with the Underwriting and Risk Management Committee, the Committee shall review and monitor compliance with the Company's processes and procedures for risk measurement, assessment, and management, with particular focus on financial and fraud risks, the risk of management's ability to override the Company's internal controls, and the Company's overall anti-fraud program and controls.
- b. In consultation with the registered public accountants and the internal audit function, the Committee shall review the integrity of the Company's financial reporting processes (both internal and external).
- c. The Committee shall periodically review the adequacy and effectiveness of the Company's disclosure controls and procedures and the Company's internal control over financial reporting.
- d. The Committee shall discuss with the independent registered public accountants the overall scope and plans for their audit, including the adequacy of staffing and budget.
- e. The Committee shall review and approve the quarterly financial statements, the results of the quarterly review conducted by the independent registered public accountants and any other matters required to be communicated to the Committee by the independent registered public accountants under professional standards.
- f. The Committee shall review and approve the annual audited financial statements, including required insurance regulatory filings, the results of the annual audit and any matters required to be communicated to the Committee by the independent registered public accountants under professional standards.
- g. The Committee's review of the financial statements shall include: (i) major issues regarding accounting principles and financial statement presentations, including any significant changes in the Company's selection or application of accounting principles, and major issues as to the adequacy and effectiveness of the Company's internal control over financial reporting and any specific remedial actions adopted in light of significant deficiencies or material weaknesses; (ii) discussions with management and the independent registered public accountants regarding

significant financial reporting issues and judgments made in connection with the preparation of the financial statements and the reasonableness of those judgments; (iii) consideration of the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements; (iv) consideration of the judgment of both management and the independent registered public accountants about the quality, not just the acceptability of accounting principles; and (v) the completeness and clarity of the disclosures in the financial statements.

- h. The Committee shall review and discuss with the independent registered public accountants all critical accounting policies and practices of the Company; all material alternative treatments of financial information within generally accepted accounting principles that have been discussed with management, including the ramifications of the use of such alternative treatments and disclosures and the treatment preferred by the independent registered public accountants; and other material written communications between the independent registered public accountants and management.
- i. The Committee shall oversee the Company's independent actuarial function and review with management, the independent registered public accountants and any internal or external actuary retained by the Company, the Company's reserving methodology and process and the Company's reserves, together with internal or external reports or studies.
- j. The Committee shall review any earnings press releases or other financial reports made available to the public, as well as financial information and earnings guidance provided to analysts and rating agencies.
- k. The Committee shall discuss with management and the internal auditors management's process for assessing the effectiveness of internal control over financial reporting, including any material weaknesses or significant deficiencies identified.
- l. The Committee shall discuss with the independent registered public accountants the characterization of deficiencies in internal control over financial reporting. The Committee shall also discuss with management its remediation plan to address internal control deficiencies. The Committee shall determine that the disclosures describing any identified material weaknesses and management's remediation plans are clear and complete.
- m. The Committee shall discuss with management, the internal auditors, and the independent registered public accountants any (i) changes in internal control over financial reporting that have materially affected or are reasonably likely to materially affect the Company's internal control over financial reporting that are required to be disclosed and (ii) any other changes in internal control over financial reporting that were considered for disclosure in the Company's periodic filings with regulators.

#### B. Cybersecurity Risk Management Program Oversight and Responsibilities

The Committee shall review with management, including the CTO and CISO, and any outside professionals as the Committee considers appropriate, identified risks associated with cybersecurity threats, significant cybersecurity risk trends and developments, including emerging cybersecurity threat types and threat actor groups, information security controls, technological measures to protect against, detect, and respond to cybersecurity incidents, and legal requirements related to cyber reporting

practices and their effect on the Company's cybersecurity disclosures. This review should also involve collaboration between the Committee and management in the development of strategies to improve the Company's cybersecurity practices and procedures to address and/or mitigate identified or potential cybersecurity threats.

### C. Independent Registered Public Accounting Firm Oversight and Responsibilities

The Committee shall have the following responsibilities with respect to oversight of the Company's independent registered public accounting firm:

- a. The Committee shall be directly responsible for the appointment, compensation, retention, and oversight of the work and termination of the independent registered public accountants for the purpose of preparing or issuing an audit report or performing other audit, review, or attest services for the Company, and the independent registered public accountants must report directly to the Committee.
- b. At least annually, the Committee shall obtain and review a report by the independent registered public accountants describing: (i) the firm's internal quality control procedures; (ii) any material issues raised by the most recent internal quality control review, or peer review, of the firm, or any publicly available reports issued within the past five years by the Public Company Accounting Oversight Board ("PCAOB") or other governmental or professional authorities, with respect to one or more independent audits carried out by the firm, and any steps taken to deal with any such issues; and (iii) all relationships between the independent registered public accountants and the Company (to assess the auditors' independence) consistent with the applicable requirements of the PCAOB.
- c. The Committee shall, at least annually, discuss with the independent registered public accountant, out of the presence of management if deemed appropriate, (a) the matters required to be communicated to audit committees in accordance with the auditing standards of the PCAOB as they may be modified or supplemented, relating to the conduct of the audit, including under Auditing Standard No. 1301; and (b) the audit process, including, without limitation, problems or difficulties and management's response, including (i) any restriction on audit scope or on access to requested information, (ii) any audit problems, difficulties or significant disagreements with management and management's response thereto, and (iii) significant issues (including matters of audit quality and consistency) discussed with the independent registered public accountant's national office. The Committee shall obtain annually assurance from the independent registered public accountant that the audit was conducted in a manner consistent with Section 10A of the Securities Exchange Act of 1934, as amended.
- d. The Committee shall review and discuss with the independent registered public accountant (a) the report of their annual audit, or proposed report of their annual audit; (b) material written communications between the independent registered public accountant and management; (c) the reports of their reviews of the Company's interim financial statements, and (d) the reports of the results of such other examinations outside of the course of the independent registered public accountant's normal audit procedures that the independent registered public accountant may from time to time undertake. The Committee shall review and discuss with management,

the internal auditors and the independent registered public accountant, as appropriate (a) all matters required to be communicated to the Committee under GAAP; (b) significant issues regarding accounting and auditing principles and practices and financial statement presentations, including all critical accounting policies and estimates, any significant changes in the Company's selection or application of accounting or auditing principles and any significant issues as to the adequacy of the Company's internal controls and any special audit steps adopted in light of material control deficiencies; (c) analyses prepared by management or the independent registered public accountant setting forth significant financial reporting issues and judgments made in connection with the preparation of the financial statements, including analyses of the effects of alternative GAAP methods on the financial statements and the treatment preferred by the independent registered public accountant; (d) the effect of regulatory and accounting initiatives, as well as off-balance sheet structures; (e) all significant valuation allowances and liabilities, restructuring, and other reserves; and (f) the reports required by Section 204 of the Sarbanes-Oxley Act and all rules promulgated thereunder by the SEC. On a regular basis, the Committee shall meet separately with the independent registered public accountant and/or internal auditors to discuss any matters that the Committee, independent registered public accountant, and/or internal audit director believe should be discussed privately.

- e. The Committee shall meet to review and discuss with financial management and the independent auditor prior to issuance drafts of the Company's annual audited financial statements and quarterly financial statements including (a) the Company's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the results of the independent auditor's reviews of the quarterly financial results; and (b) in the event that the Company publishes one, the "Report of Management" in the Annual Report to shareholders. The Committee shall also (i) consider whether such financial statements are complete, consistent with information known to Committee members, and reflect appropriate accounting principles; and (ii) recommend to the Board whether the annual audited financial statements and quarterly financial statements should be included in the Company's Form 10-K or Form 10-Q, respectively. The Committee shall prepare, review and approve the "Report of Audit Committee" and its inclusion in any other document, including in the annual report to shareholders and in the annual proxy statement. After reviewing the foregoing report and the independent registered public accountants' work throughout the year, the Committee shall evaluate the auditors' qualifications, performance and independence. Such evaluation should include the review and evaluation of the lead partner of the independent registered public accountants team, and ensure proper rotation of audit partner, lead partner, concurring partner and other audit partners engaged in the annual audit.
- f. The Committee shall discuss with Internal Audit and management their views as to the competence, performance and independence of the Independent registered public accountant and present the Committee's conclusions with respect to the independent registered public accountant to the Board. The Committee shall set clear and specific policies for the Company's hiring of employees or former employees of the independent auditor.

- g. The Committee shall approve all audit and, subject to the de minimis exception of Section 10A(i) of the Exchange Act and SEC rules promulgated thereunder, all permitted non-audit services provided by the independent registered public accountants, including specific approval of internal control-related services, and shall receive certain disclosure, documentation, and discussion of non-prohibited tax services by the independent registered public accountant. The Committee shall not engage the independent registered public accountants to perform non-audit services proscribed by law or regulation. The Committee may delegate approval authority for non-audit services to a member of the Audit Committee or may pre-approve an annual budget for non-audit services without pre-approving each specific engagement. The decisions of any Committee member to whom pre-approval authority is delegated must be presented to the full Committee at its next scheduled meeting. When pre-approving non-audit services by the independent auditor, the Committee shall consider whether provision of such services is consistent with maintaining the independent auditor's independence.
- h. The Committee shall regularly review with the independent registered public accountants any audit problems or difficulties encountered during the course of the audit work, including any restrictions on the scope of the independent registered public accountants' activities or access to requested information, and management's response. The Committee should review differences that were noted or proposed by the auditors but were "passed" (as immaterial or otherwise); and any "management" or "internal control" letter issued, or proposed to be issued, by the audit firm to the Company.
- i. The Committee shall review and discuss the Company's earnings and other financial press releases, as well as any financial information and earnings guidance provided to any third parties including analysts, lenders and rating agencies. Such review may include a review of the types or substance of information to be disclosed and the form of presentation to be made, but the Committee need not discuss in advance each release or each instance in which the Company may provide financial information and earnings guidance.

#### D. Internal Audit Oversight and Responsibilities

The Committee shall have the following responsibilities with respect to internal audit:

- a. The Committee shall be responsible for the oversight of the work of the internal audit function, and the internal audit function must report directly to the Committee.
- b. The Committee shall review and approve the internal audit function's annual audit plan and all major changes to the plan.
- c. The Committee shall review and discuss with the internal auditors the scope, progress, and results of executing the internal audit plan.
- d. The Committee shall receive reports on the status of significant findings, recommendations, and management's responses.
- e. The Committee shall periodically review any significant difficulties, disagreements with management, or scope restrictions encountered in the course of the internal audit function's work.



- f. The Committee shall review the charter, reporting relationship, activities, staffing, budget, organizational structure, and credentials of the internal audit function.
- g. The Committee shall review and concur in the appointment, replacement, reassignment, or dismissal of the internal auditors.
- h. The Committee shall review the annual performance of the internal audit function.
- i. The Committee shall recommend for Board approval the appointment and, if appropriate, the replacement of the head of internal audit.

#### E. Compliance Oversight and Responsibilities

The Committee shall have the following goals and responsibilities with respect to Compliance matters:

- a. The Committee shall oversee the Company's compliance function and receive reports from the Company's general counsel regarding legal and regulatory risks and compliance.
- b. The Committee shall review the Company's compliance and ethics programs, including consideration of legal and regulatory requirements, and shall review with management its periodic evaluation of the effectiveness of such programs.
- c. The Committee shall review the Company's code of conduct and programs that management has established to monitor compliance with such code.
- d. The Committee shall review the Company's Vendor Policy and the programs that management has established to oversee the internal controls of third party service providers and the quality of the information that they provide.
- e. The Committee shall establish procedures for the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters, and the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting, auditing, or cybersecurity matters.
- f. The Committee shall review and approve changes to the Company's policies, procedures, and authorities with respect to banking and cybersecurity matters.
- g. The Committee shall monitor developments as reported by management with respect to the Company's tax status, operating guidelines, and risks from cybersecurity threats.
- h. The Committee shall review reports and disclosures of insider and affiliated party transactions to be provided periodically, and not less frequently than annually, by the Company's General Counsel, and to approve or ratify such transactions, or submit them for Board approval or ratification, as appropriate.
- i. The Committee shall review and approve any transaction between the Company and any related person (as defined in Item 404 of Regulation S-K) or any "related party transaction" as defined under NYSE rules in accordance with the Company's related person transaction approval policy.

#### V. AUTHORITY AND RESOURCES

1. General. The Committee shall have appropriate authority and resources to discharge its duties and responsibilities, including (a) seeking any information it requires from the Company's employees, all of

whom are directed to cooperate with the Committee's requests, or external parties, and obtaining access to all books, records, and facilities of the Company; and (b) conducting and/or authorizing investigations into any matters within the scope of this Charter, subject to the authority of the Board. The Committee may request (a) any officer or employee of the Company, (b) the Company's outside counsel or any advisor, expert, or consultant retained by the Committee, or (c) the Company's independent registered public accountant to attend any meeting (or portions thereof) of the Committee, or to meet with any members of or consultants to the Committee, and to provide such information as the Committee deems necessary or desirable.

## 2. Independent advisors and other advisors.

The Committee may select, retain, and terminate, without further Board approval and at the Company's expense, independent legal, accounting, or other advisors as the Committee considers necessary in discharging its oversight role and responsibilities hereunder. Any accounting, legal, or other advisor retained by the Committee may, but need not be, in the case of an outside auditor, the same accounting firm employed by the Company for the purpose of rendering or issuing an audit report on the Company's annual financial statements, or, in the case of an outside legal or other advisor, otherwise engaged by the Company for any other purpose.

3. Funding. The Board authorizes funding for the Committee as appropriate, in the Committee's discretion, for the discharge of the Committee's duties and responsibilities, including for payment of (a) compensation to any independent registered public accountant engaged for the purpose of preparing an audit report or performing other audit, review, or attest services for the Company (provided authorization to agree such compensation is provided by the shareholders at each annual general meeting); (b) compensation to any counsel, advisor, expert, or consultant retained by the Committee, including, without limitation, usual and customary expenses and charges, as shall be determined by the Committee; and (c) ordinary administrative expenses of the Committee that are necessary and appropriate in carrying out its duties and responsibilities, as shall be determined by the Committee.

## VI. EVALUATION OF THE COMMITTEE'S PERFORMANCE

The Committee shall, on an annual basis, evaluate its performance under this Charter. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope. The Committee shall address all matters that the Committee considers relevant to its performance, including at least the following: the adequacy, appropriateness, and quality of the information received by the Committee and presented by the Committee to the Board and the adequacy of the Committee's deliberations regarding the matters reported to and acted upon by the Committee. The Committee shall deliver to the Board a report setting forth the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Company's or the Board's policies or procedures.

## VII. MISCELLANEOUS

This Charter is, and any amendments hereto will be, displayed on the Company's website and such website address shall be disclosed in the Company's annual proxy statement. This Charter is effective as of 6 March 2024 and supersedes any previous versions thereof.