

**AUDIT COMMITTEE CHARTER  
HAGERTY, INC.**

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*Effective December 8, 2025*

**I. Purpose**

There shall be a standing committee of the Board of Directors (the “Board”) of Hagerty, Inc. (the “Company”) known as the Audit Committee (the “Committee”). The purpose of the Committee is to carry out the Board’s responsibility with respect to its oversight of: (A) the integrity of the Company’s accounting policies and financial statements; (B) the independence, qualifications and performance of the Company’s independent registered public accounting firm (the “Independent Auditor”) and internal auditors (the “Internal Auditor”); (C) matters regarding the function of the Internal Auditor and internal controls; and (D) material legal or regulatory matters. The Committee’s principal responsibility is one of oversight. The fundamental responsibility for the Company’s financial statements and disclosures rests with management and the Independent Auditor.

**II. Committee Composition and Membership**

- A. The Committee shall consist of no fewer than three directors, subject to any grace period from such requirement available to the Company under the rules of the New York Stock Exchange (“NYSE”) or the Securities Exchange Act of 1934, as amended (the “Exchange Act”), each of whom:
  - 1. Meets the independence requirements of the NYSE and the Exchange Act, subject to any grace period from such requirements available to the Company under the rules of the NYSE or the Exchange Act;
  - 2. Meets the membership qualification requirements contained in this Audit Committee Charter (this “Charter”) and in the Company’s Corporate Governance Guidelines; and
  - 3. Is financially literate or becomes so within a reasonable period of time after their appointment to the Committee. For this purpose, “financially literate” is interpreted by the Board in its business judgment to mean the ability to read and understand fundamental financial statements, including the Company’s balance sheet, income statement, cash flow statement, and equity statement.
- B. At least one member of the Committee (who may also serve as the audit committee financial expert) shall have accounting or related financial management expertise, which is interpreted by the Board in its business judgment to include, without limitation, experience as a certified public accountant, chief executive officer, chief financial officer, controller or other senior officer with financial reporting oversight responsibilities. A member of the Committee designated as an audit committee financial expert, who satisfies the definition of an “audit committee financial expert” set forth in the federal securities laws, is presumed to have accounting or related financial management expertise.

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- C. Any action taken by the Committee during a period in which one or more of the Committee members subsequently is determined to have failed to meet the membership qualifications shall nevertheless constitute duly authorized actions of the Committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by the Committee to satisfy regulatory requirements.
- D. To effectively perform their role, each Committee member will obtain an understanding of the detailed responsibilities of Committee membership as well as the Company's business, operations and risks.
- E. The Board shall appoint members of the Committee at least annually and Committee members may be removed by the Board at any time and for any or no reason.
- F. The Board shall designate one Committee member to serve as Committee Chairperson. Committee members shall serve until their death, resignation, or removal or until their successors are duly elected and qualified. In the event the Committee Chairperson is unable to participate in a meeting, the members of the Committee may designate an Interim Chairperson by majority vote of the Committee members in attendance at the meeting at which the Committee Chairperson is unable to participate.
- G. In fulfilling their responsibilities, 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 field work or other types of auditing, legal, or accounting reviews procedures. The Company's management is responsible for preparing the Company's financial statements, and the Independent Auditor is responsible for auditing those financial statements.
- H. Unless a Committee member believes to the contrary (in which case, such Committee member will advise the Committee of such belief), each member of the Committee shall be entitled to assume and rely on (1) the integrity of those persons and organizations within and outside the Company that it receives information from and (2) the accuracy of the financial, legal, and other information provided to the Committee by such persons or organizations.
- I. Committee members shall not simultaneously serve on the audit committees of more than two other public companies unless the Board determines that such simultaneous service would not impair the ability of such director to serve effectively on the Committee.
- J. The Committee may form and delegate authority to subcommittees consisting of one or more Committee members when it deems appropriate.

**III. Duties and Responsibilities**

In carrying out the oversight responsibilities referenced above, the Committee shall, to the extent it deems necessary or desirable:

*A. Financial Reporting Process and Financial Statements*

1. Review and discuss with management and the Independent Auditor, as deemed necessary, the Company's consolidated annual audited financial statements, including review of "Management's Discussion and Analysis of Financial Condition and Results of Operations," ("MD&A") as well as any separate audited financial statements of the Company's subsidiaries. The Committee shall make a recommendation to the Board as to whether the Company's annual audited financial statements should be included in the Company's Annual Report on Form 10-K.
2. Review and discuss with management and the Independent Auditor, as deemed necessary, the Company's quarterly unaudited consolidated financial statements, including review of the MD&A, prior to the filing of each of the Company's Form 10-Qs.
3. Review and discuss earnings press releases and financial information and earnings guidance given by the Company to analysts and rating agencies.
4. Review any reports to management prepared by the Independent Auditor or the Internal Auditor and any responses to the same by management.
5. Review and discuss with management and the Independent Auditor the annual and quarterly statutory financial statements of the Company and any U.S.-domesticated insurance subsidiaries (each an "Insurance Subsidiary") to be filed with a governmental or regulatory body or otherwise made public, as well as:
  - a. any significant deficiencies or material weaknesses in the design or operation of internal control relating to such statutory financial statements;
  - b. any significant financial reporting issues and judgments made in connection with the preparation of such statutory financial statements, including without limitation critical accounting policies and practices;
  - c. any significant difficulties or disputes with management encountered by the Independent Auditor during the course of the audits or interim reviews and any instances of second opinions sought by management; and

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- d. such other matters as the Committee may deem appropriate in connection with statutory financial reporting.
6. Review the Company's financial reporting processes and internal controls based on consultation with the Independent Auditor and the Internal Auditor. Such review shall include a consideration of major issues regarding accounting principles and financial principles and financial statement presentations and judgments made in connection with the preparation of the Company's financial statements, including any significant changes in the Company's selection or application of accounting principles, the effect of any regulatory or accounting initiatives, and major issues as to the adequacy of the Company's internal controls as well as any special audit steps adopted in light of identified deficiencies.
7. Review any analyses prepared by management and/or the Independent Auditor 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.
8. Review annually the effect of off-balance sheet arrangements, if any, on the Company's financial statements.
9. Review and discuss with the Independent Auditor any critical audit matter ("CAM") addressed in the audit of the Company's financial statements and the relevant financial statement accounts and disclosures that relate to each CAM.

**B. *Independent Auditor Matters***

1. Be responsible for the appointment, compensation, retention, termination and oversight of the work of the Independent Auditor. The Committee shall also be responsible for overseeing the resolution of disagreements between management and the Independent Auditor regarding accounting and financial reporting matters. The Independent Auditor shall report directly to the Committee.
2. Evaluate the qualifications, performance and independence of the Independent Auditor, including considering whether the Independent Auditor's internal quality control procedures are adequate, and the provision of non-audit services are compatible with maintaining the Independent Auditor's independence, taking into account the opinions of management and the Internal Auditor. In furtherance of the foregoing, review and discuss with the Independent Auditor any documentation supplied by the Independent

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Auditor as to the nature and scope of any tax services to be approved, as well as the potential effects of the provision of such services on the Independent Auditor's independence.

3. Pre-approve all audit and permitted non-audit and tax services to be provided to the Company by the Independent Auditor, subject to the non-audit services which are approved by the Committee annually. The Committee may delegate to one or more of its members the authority to grant such pre-approvals, provided that any decisions of such member or members to grant pre-approvals must be presented to the full Committee at its next scheduled meeting.
4. Obtain from the Independent Auditor and review, at least annually, a report 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 by any inquiry or investigation by governmental or professional authorities, within the preceding five years respecting one or more independent audits carried out by the firm; (iii) any steps taken to deal with any such issues; and (iv) all relationships between the Independent Auditor and the Company. Discuss with the Independent Auditor any issues or relationships disclosed in such report that, in the judgment of the Committee, may have an impact on the competence or independence of the Independent Auditor.
5. Obtain and review annually, prior to the completion of the Independent Auditor's annual audit of the Company's year-end financial statements ("Annual Audit"), a report from the Independent Auditor, describing (i) all critical accounting policies and practices to be reflected in the Annual Audit, (ii) all alternative treatments of financial information within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the Independent Auditor, and (iii) other material written communications between the Independent Auditor and management, such as any management letter or schedule of unadjusted differences. Review any reports on such topics or similar topics prepared by management. Discuss with the Independent Auditor any material issues raised in such reports.
6. Review and evaluate the lead audit partner of the Independent Auditor and assure the regular rotation of the lead audit partner, the concurring partner, if applicable, and other audit partners engaged in the Annual Audit, to the extent required by law.

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7. Discuss with the Independent Auditor the Independent Auditor's judgment about the quality, not just the acceptability, of the accounting principles applied in the Company's financial reporting.
8. Discuss with the Independent Auditor the Independent Auditor's judgment about the competence, performance and cooperation of the Internal Auditor and management.
9. Discuss with the Internal Auditor and management their views as to the competence, performance and independence of the Independent Auditor.
10. Review with the Independent Auditor any audit problems or difficulties and management's response thereto. The review should include discussion of any difficulties the Independent Auditor encountered in the course of the audit work, including any restrictions on the scope of the Independent Auditor's activities or access to requested information, and any significant disagreements with management.
11. Review with the Independent Auditor, the Internal Auditor and management the extent to which any previously-approved changes or improvements in financial or accounting practices and internal controls have been implemented.
12. Obtain periodically, but no less than annually, a formal written statement from the Independent Auditor delineating all relationships between the Independent Auditor's firm and the Company, including each non-audit service provided to the Company and at least the matters set forth in the Public Company Accounting Oversight Board's ("PCAOB") Rule 3526 and actively engage in a dialogue with the Independent Auditor with respect to any disclosed relationships or services that may impact the objectivity and independence of the Independent Auditor.
13. Review and discuss with the Independent Auditor the matters required to be discussed by the applicable requirements of the PCAOB and the Securities and Exchange Commission, including, but not limited to, review of the external audit plan and revisions thereto.
14. Review, as deemed necessary or as required by applicable law, the Company's hiring policies with respect to current or former employees of the Independent Auditor and oversee the hiring of any such current or former employees.

C. *Internal Auditor Matters and Internal Controls*

1. Review and approve annually the Internal Auditor's plans and all material changes to those plans for the Company, including the adequacy of the

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Internal Auditor's budget, staff and resources to accomplish such plans. The Internal Auditor shall report directly to the Committee and have unrestricted access to the Committee.

2. Review the Internal Auditor's findings and recommendations, reports to management, and the timelines and thoroughness of management's responses, including related implementation and corrective action plans.
3. Discuss with the Internal Auditor the adequacy and effectiveness of the Company's internal controls, any significant disagreements with management or scope restrictions encountered during the Internal Auditor's activities.
4. Recommend for Board approval (i) the appointment and, if appropriate, replacement of (A) the head Internal Auditor, where the head Internal Auditor is a Company employee, or (B) any third-party service provider (other than the Independent Auditor) that is providing Internal Auditor services to the Company, and (ii) the Internal Auditor's budgets.

**D. *Legal, Compliance and Ethics Matters***

1. Oversee the establishment of procedures for (i) the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters and (ii) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting, internal accounting controls, or auditing matters.
2. Review periodically with management and the Internal Auditor these procedures, which include the Company's We Listen reporting system, and review all complaints received by the Company regarding accounting, internal controls or auditing matters.
3. Receive and review reports concerning legal and regulatory matters, including significant regulatory agency examinations that may have a material impact on financial statements.
4. Prepare annually the Committee report to be included as part of the Company's annual report and proxy statement.
5. Review and discuss the Company's policies and procedures with respect to risk assessment and risk management, major litigation, and risks that may impact financial reporting and/or the Company's internal controls over financial reporting, and the steps management has taken to monitor and control such exposures.

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6. Recommend amendments to the Code of Business Conduct and Ethics to the Nominating and Governance Committee as appropriate for its consideration.
7. Review and grant, if deemed appropriate by the Committee, any requested waiver of the Code of Business Conduct and Ethics for an officer or a director. Any such waivers must be granted in writing.
8. Review periodically with the Company's chief legal officer, or appropriate delegates, the Company's compliance with legal and regulatory requirements.

**E. *Enterprise Risk Management***

1. Review and discuss with management all significant enterprise risks and evaluate the processes by which risk assessment and risk management are undertaken and the steps management has taken to identify, measure, monitor, and mitigate exposures that may impact the Company's financial reporting or internal controls over operations, financial reporting, fraud, technology, or compliance.
2. Review and discuss with management any Insurance Subsidiary's Statement of Actuarial Opinion and similar capital adequacy, valuation, reserve, or other risk management reports submitted to regulatory authorities on behalf of any Insurance Subsidiary.
3. Receive and review external consultant and internal reports regarding the Company's risks related to data privacy and protection standards, operational resiliency, third party resilience and cyber risk management framework, including participation in discussions regarding the analysis and management of such risks.
4. Provide oversight on control issues, including fraud risks, governance or other material matters as requested or directed by the Board from time to time.

**F. *Other Matters***

1. Conduct an annual self-evaluation of the Committee's performance and composition, ensuring appropriate financial expertise is represented, and report the results of such evaluation to the Nominating and Governance Committee.
2. Conduct an annual review of the adequacy of this Charter and recommend any proposed changes to the Nominating and Governance Committee for approval.



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3. Perform such other duties and responsibilities as reasonably determined by the Committee to be consistent with its mandate (under this Charter, the Company's bylaws, governing law, the rules and regulations of the NYSE, the federal securities laws and such other requirements applicable to the Company) or as further delegated to the Committee by the Board. This includes the authority to conduct or authorize investigations into any matter, including, but not limited to, complaints relating to accounting, internal accounting controls or auditing matters within the scope of duties and responsibilities delegated to the Committee, as it deems appropriate.
4. Oversee any annual audits of employee benefit plans.

**IV. Authority**

The Committee shall have the sole authority to obtain at the Company's expense, but at funding levels determined by the Committee, advice and assistance from outside legal, accounting or other advisors to assist with the execution of its duties and responsibilities as set forth in this Charter. The Committee shall have authority to obtain advice or assistance from any officers or employees of the Company and to require any officer or employee of the Company or the Company's outside counsel or the Independent Auditor to attend a meeting of the Committee or to meet with any members of, or advisors to, the Committee. The Committee shall have full, unrestricted access to the Company's books, records, facilities and personnel.

**V. Meetings**

- A. The Committee shall meet in person, by video conference, or telephonically with such frequency and at such intervals as it determines necessary to carry out its duties and responsibilities, but in any case, not less frequently than quarterly; provided, that any action required or permitted to be taken at any meeting of the Committee may be taken without a meeting, if all the members of the Committee consent thereto in writing or by electronic transmission, and the writing or writings or electronic transmission are filed with the meeting minutes of the Committee.
- B. Subject to the applicable law and the listing standards of the NYSE, the Company shall deliver written notice of any Committee meetings or actions to be taken by written consent to the Investor Designees and any Board Observer at the same time as the members of the Committee, and any Investor Designee or any Board Observer, as applicable, shall be entitled to attend (but not vote) at such meeting as an observer unless such Investor Designee is a member of the Committee. "Investor Designee" and "Board Observer" have the meaning assigned to them in the Investor Rights Agreement by and among Hagerty Holding Corp., State Farm Mutual Automobile Insurance Company, Markel Corporation and Aldel Financial, Inc., dated as of August 17, 2021.

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- C. The Committee Chairperson shall set the agenda for and preside at meetings of the Committee.
- D. At the discretion of the Committee, the Committee shall meet in separate executive sessions at the beginning or conclusion of any regularly scheduled meeting with members of management, including the Chief Financial Officer, the Chief Legal Officer, the most senior Internal Auditor, the most senior Corporate Actuary, or such other members of management as the Committee deems appropriate, and the Independent Auditor.
- E. Each member of the Committee shall have one vote. Presence of a majority of the Committee members, but not less than two, shall constitute a quorum. The Committee shall be authorized to take any permitted action only by the affirmative vote of a majority of the Committee members at any meeting at which a quorum is present, or by the unanimous written consent of all of the Committee members.
- F. The Secretary of the Company or another designated individual shall record and keep minutes of all Committee meetings. The Committee shall also review and approve the minutes from the prior meeting at the next sequential meeting.
- G. The Committee shall report its actions and any recommendations to the Board after each Committee meeting as well as any issues that arise regarding the quality or integrity of the Company's financial statements, the Company's compliance with legal and regulatory requirements, the performance and independence of the Independent Auditor or the performance of the Internal Auditor.

**VI. Amendments**

This Charter and any provision contained herein may be amended by recommending such change to the Nominating and Governance Committee of the Board for approval.