

Annex H - Terms of Reference of the Assurance Quality Committee of the Supervisory Board of EY Nederland B.V.

These terms of reference of the Assurance Quality Committee (or AQC) were approved by the Class B Meeting of EY Nederland B.V. and subsequently adopted on 8 July 2024 by the Supervisory Board in accordance with Articles 1.3 and 5.2 of the Charter. Terms used in these terms of reference refer to the meaning given to them in the Charter.

1 Composition of the Assurance Quality Committee

- 1.1 The Assurance Quality Committee shall consist of at least two members. If the number of members of the Assurance Quality Committee falls below the aforesaid minimum for longer than three months, the tasks of the Committee shall be taken over by the SB as a whole.
- 1.2 The SB shall appoint the members of the Assurance Quality Committee from among its own members.
- 1.3 Without prejudice to Article 2.6 of the Charter, with regard to the composition of the Assurance Quality Committee it shall need to be taken into account that at least one of its members shall have relevant knowledge and experience in the field of in in the field of quality policies at audit firms.

2 Tasks of the Assurance Quality Committee

- 2.1 Without prejudice to Article 5.1. of the Charter, the Assurance Quality Committee advises the SB with regard to its task and prepares the decision-making of the SB with regard to it.
- 2.2 The tasks of the Assurance Quality Committee include:
 - a) supervising of and rendering advice to the EYA Board regarding the audit quality control system of EYA;
 - b) annually discussing the intentions with regard to EYA's audit quality policies with the EYA Board;
 - c) consulting with the EYA Board, the EYA Quality Leader and/or the Wta Officer (or their deputies) on promoting and assessing audit quality;
 - d) preparing the discussions with the AFM;
 - e) consulting with the EYA Board on the outcome of compliance with the internal quality indicators as reported to the SB;
 - f) discussing the outcomes of the internal and external quality assessments with the EYA Board;
 - g) preparing the approval and safeguarding of EYA's audit quality policies and the promotion and assessment of audit quality by the SB;
 - h) preparing decisions pursuant to the clawback regulation;
 - i) preparing reporting by the SB concerning the tasks of the Assurance Quality Committee;
 - j) overseeing the effectiveness of the quality organization and the quality policies of EYA.

3 Chair

- 3.1 With due observance of the provision in Article 1 of these terms of reference, the SB shall appoint one of the Assurance Quality Committee members as the Chair. The Chair is mainly responsible for the proper performance of the Assurance Quality Committee. The Chair shall act as spokesperson of the Assurance Quality Committee and shall serve as the prime contact for the SB.

3.2 Where reference is made in these terms of reference to the Chair, this refers, unless stated otherwise, to the Chair of the Assurance Quality Committee.

4 Assurance Quality Committee meetings

4.1 The Assurance Quality Committee shall meet at least three times a year and, furthermore, as frequently as the majority of its members consider necessary. The meetings will, as a rule, be held at the EYNL office, but may also be held elsewhere.

4.2 The Assurance Quality Committee shall decide whether the meetings of the Committee shall be attended by one or more members of the EYA Board.

4.3 Meetings will be convened by the Chair. To the extent practically feasible, the announcement and the agenda of items to be discussed will be provided to the members of the Assurance Quality Committee seven days before commencement of the meeting.

4.4 Minutes shall be kept of the meeting by the person designated by the Chair of the meeting for that purpose. As a rule, such minutes will be sent as soon as possible to the members of the Assurance Quality Committee and confirmed during the next committee meeting unless all members agree to the contents thereof earlier.

5 Corresponding application of the Charter

The articles of the Charter shall also apply correspondingly to these terms of reference.