

STANDARD AERO, INC.

EXECUTIVE COMMITTEE CHARTER

This Executive Committee Charter (this “**Charter**”) was adopted by the Board of Directors (the “**Board**”) of StandardAero, Inc. (the “**Company**”), effective as of October 1, 2024.

I. Purpose

The purpose of the Executive Committee (the “**Committee**”) shall be to assist the Board in fulfilling its responsibilities by exercising certain powers of the Board between regularly scheduled meetings of the Board. The Committee shall have the authority to undertake the specific duties and responsibilities described below and the authority to undertake such other duties as are assigned by the Company’s certificate of incorporation, as the same may be amended and/or restated from time to time (the “**Certificate of Incorporation**”), the Company’s amended and restated bylaws (as in effect from time to time, the “**Bylaws**”) or the Board.

II. Composition

The Committee shall consist of at least three directors, including the Chief Executive Officer (so long as he or she is a director) and, if a different person, the Chairperson of the Board. Unless a chair of the Committee (the “**Chair**”) is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership. The members of the Committee shall be appointed by the Board after considering any recommendation of the Nominating and Corporate Governance Committee. The Board may remove any member of the Committee at any time with or without cause.

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s Bylaws that are applicable to the Committee.

The Committee shall meet as deemed necessary by the Committee. The Committee shall elect a Secretary who may but need not be a member of the Committee, and who shall serve at the pleasure of the Committee. The Committee shall maintain minutes of its meetings. Minutes of each meeting of the Committee shall be distributed to each member of the Committee and other members of the Board. The Secretary of the Company shall retain the original signed minutes for filing with the corporate records of the Company. The greater of two members of the Committee and one-third of the members then-serving on the Committee shall constitute a quorum, and the vote of a majority of the members present at a meeting at which a quorum is present shall be required for the Committee to take any action. The Chair or the Chair’s designee shall report to the Board following meetings of the Committee.

The Committee may, at its discretion, include in its meetings members of the Company’s management, other members of the Board or any other persons whose presence the Committee believes to be necessary or appropriate.

The Committee has the authority to retain any advisors that the Committee believes to be desirable and appropriate and has the authority to approve related fees and retention terms. The Committee may also utilize the services of the Company's regular legal counsel or other advisors to the Company. The Company shall provide for appropriate funding, as determined by the Committee, for payment of compensation to any advisors employed by the Committee and for ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

IV. DUTIES AND RESPONSIBILITIES

In the intervals between regularly scheduled meetings of the Board, the Committee shall possess and may exercise all the powers of the Board, including acting upon recommendations of other committees of the Board, except that the Committee shall not have the power to:

- adopt, amend or repeal any provision of the Certificate of Incorporation or the Bylaws;
- approve or adopt, or recommend to the stockholders of the Company any action or matter (other than the election or removal of directors) expressly required by applicable law to be submitted to stockholders for approval;
- fill vacancies on the Board or any of the Board's committees;
- fix the compensation of directors for serving on the Board or any of the Board's committees;
- amend, alter, repeal, or take any action inconsistent with any resolution or action of the Board when the resolution or action of the Board provides by its terms that it shall not be amended, altered, or repealed by action of the Committee;
- exercise any authority that the Board has expressly delegated to another committee of the Board or has expressly reserved to itself;
- appoint other committees of the Board or the members thereof; or
- undertake any other action that (i) is expressly prohibited to be delegated to committees by the Delaware General Corporation Law, the Bylaws or any stock exchange on which the Company's common stock is listed or (ii) requires action by the full Board under the Company's Certificate of Incorporation, Bylaws, Board resolution or any stock exchange on which the Company's common stock is listed.

The Committee must report regularly to the Board regarding the activities of the Committee. The Committee must annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval. The Committee must also periodically review its own performance. The Committee shall perform such other functions and have such other powers as may be necessary or convenient in the efficient discharge of the foregoing.

V. DELEGATION OF DUTIES

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee.