

HIRERIGHT HOLDINGS CORPORATION

AUDIT COMMITTEE CHARTER

Effective as of September 14, 2023

I. Purpose

The Audit Committee (the “Committee”) of the Board of Directors (the “Board”) of HireRight Holdings Corporation, a Delaware corporation (the “Company”), shall oversee:

- (a) the integrity of the Company’s accounting policies, financial statements and other financial information provided by the Company to its shareholders, the public, any stock exchange, and others;
- (b) the Company’s compliance with legal and regulatory requirements and its Code of Business Conduct and Ethics;
- (c) the Company’s enterprise risk management framework;
- (d) the Company’s procedures to handle whistleblower complaints, including as related to questionable accounting or auditing matters, or compliance or ethics concerns.
- (e) the qualifications, independence, and performance of the Company’s independent registered public accounting firm;
- (f) the performance of the Company’s internal audit function and the Company’s system of internal controls; and
- (g) such other matters as are assigned to the Committee by the Board pursuant to this Charter or as mandated under applicable laws, rules, and regulations (including the Securities Exchange Act of 1934 and the rules promulgated thereunder, as amended (the “Exchange Act”) as well as listing standards of the New York Stock Exchange (the “Exchange”) (together, the “Applicable Requirements”).

Although the Committee has the authority and responsibilities set forth in this Charter (the “Charter”), the role of the Committee is oversight. The members of the Committee are not full-time employees of the Company and may or may not be accountants or auditors by profession or experts in the fields of accounting or auditing and, in any event, do not serve in such capacity. Consequently, it is not the duty of the Committee to conduct audits or to determine that the Company’s financial statements and disclosures are complete and accurate and are in accordance with Generally Accepted Accounting Principles (“GAAP”) and other Applicable Requirements. These are the responsibilities of management and the Company’s independent registered public accounting firm.

II. Organization

The Committee shall consist of three or more directors, each of whom shall satisfy the independence, financial literacy, and other qualifications required by the Company's corporate governance guidelines, Section 10A-3 of the Exchange Act and any other Applicable Requirements, subject to any phase-in periods or cure periods permitted under Applicable Requirements. At least one member of the Committee shall be an "audit committee financial expert" (as defined by the Securities and Exchange Commission ("SEC")). Determinations of independence, financial literacy, experience, and expertise shall be made by the Board as the Board interprets such qualifications in its business judgment.

Members of the Committee shall be appointed by the Board on the recommendation of the Nominating and Governance Committee and may be removed by the Board at any time. The Committee's chair shall be designated by the Board on the recommendation of the Nominating and Governance Committee or, if not so designated, the members of the Committee shall elect a chair by a vote of the majority of the full Committee.

The Committee may, from time to time, delegate authority and/or responsibilities to subcommittees, to Company management, or to one member of the Committee as appropriate and to the extent permitted by the Applicable Requirements or unless otherwise specified by the Board. Delegation of authority does not limit the Committee's concurrent authority.

III. Meetings

The Committee shall meet at least four times per year or more frequently as the Committee deems appropriate. Meetings shall be called by the chair of the Committee or, if there is no chair, by a majority of the members of the Committee. Meetings may be held, and members of the Committee may participate in meetings, telephonically or by other electronic means that enable all participants to hear each other to the extent permitted by applicable law. A majority of the membership of the Committee shall constitute a quorum for conducting business of the Committee. Committee actions may be taken by unanimous written consent.

The Committee shall also meet periodically with management, the chief internal auditor and the Company's independent registered public accounting firm in separate executive sessions to discuss any matters that the Committee or each of these groups believe should be discussed privately.

The Committee shall maintain minutes of its meetings and records relating to those meetings.

IV. Authority and Responsibilities

In fulfilling its duties and responsibilities hereunder, the Committee will be entitled to rely reasonably on (a) the integrity of those persons within the Company and the professionals and experts (such as the Company's independent registered public accounting firm) from whom it receives information, (b) the accuracy of the financial and other information provided to the Committee by such persons, and (c) representations made by the Company's independent registered public accounting firm as to any services provided by such firm to the Company.

To fulfill its responsibilities, the Committee shall:

With respect to the engagement of the Company's independent registered public accounting firm:

1. Be directly responsible for (a) the appointment, compensation, retention, (including termination), scope, and oversight of the work of any independent registered public accounting firm engaged by the Company (including for the purpose of preparing or issuing an audit report or performing other audit, review, or attestation services or other work for the Company), and (b) the resolution of any disagreements between management and any such firm regarding financial reporting.
2. Have the sole authority to review in advance, and pre-approve (which may be pursuant to pre-approval policies and procedures) all audit or non-audit services to be provided by the Company's independent or other auditors as permitted by Section 10A of the Exchange Act and to approve all related fees and other terms of engagement. The Committee shall also review and approve disclosures required to be included by the Company in periodic reports filed with the Securities and Exchange Commission (the "SEC") under Section 13(a) of the Exchange Act with respect to audit and non-audit services.
3. At least annually, obtain, and review a formal written report from the Company's independent registered public accounting firm (a) describing such firm's internal quality control procedures, (b) describing any material issues raised by the most recent internal quality control review, peer review or Public Company Accounting Oversight Board ("PCAOB") review or inspection of such 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 such firm, and any steps taken to deal with any such issues, (c) assessing such firm's independence, including delineating all relationships and engagements that may reasonably be thought to bear on the objectivity and independence of the auditor, including those between the auditor and the Company, and (d) confirming that the "lead partner," the "concurring partner" and the other "audit partner" rotation requirements under the Applicable Requirements, including Regulation S-X have been complied with. The Committee shall discuss this report with the Company's independent registered public accounting firm. The Committee shall take appropriate action to ensure the independence of the independent registered public accounting firm and to address any other matters based on such report, including consideration of rotating the Company's independent registered public accounting firm if appropriate.
4. Review all reports and communications required to be submitted by the Company's independent registered public accounting firm to the Committee under Section 10A of the Securities Exchange Act and, other Applicable Requirements.
5. At least annually, evaluate the performance of the Company's independent registered public accounting firm, including the lead audit partner. In making its evaluation, the Committee should take into account the opinions of management and the internal audit group.

6. Set clear policies for the Company's hiring of current or former partners or employees of the Company's independent registered public accounting firm. At a minimum, these policies must provide that the Company shall not hire any individual as Chief Executive Officer, Chief Financial Officer, Controller, Chief Accounting Officer, or any person serving in an equivalent capacity for the Company, if such individual was employed by the Company's independent registered public accounting firm and participated in any capacity in the audit of the Company during the one-year period preceding the date of initiation of the current audit year. Any current or former partner, or employee of the Company's independent registered public accounting firm who has worked on the Company's audit, who is considered for employment by the Company or service on the Board must be assessed by the Committee or its management designee for independence before any offer of employment or engagement is made.

With respect to the Company's financial statements and other financial reporting:

7. Review and discuss the Company's annual audited and quarterly unaudited financial statements with management (including the Company's internal audit group) and the Company's independent registered public accounting firm, including disclosures made in "Management's Discussion and Analysis of Financial Condition and Results of Operations" to be included in the Company's annual report on Form 10-K or quarterly reports on Form 10-Q.
8. Recommend to the Board whether the Company's annual audited financial statements should be included in the Company's annual report for filing with the SEC and timely prepare the report required by the SEC to be included in the Company's annual proxy statement, if applicable, and any other reports of the Committee required by any Applicable Requirement.
9. Review and discuss with management, and the Company's independent registered public accounting firm as appropriate, (a) major issues regarding, or significant changes in, the Company's accounting principles and financial statement presentations, including complex or unusual transactions and highly judgmental areas, and significant auditing and regulatory pronouncements, (b) analyses prepared by management or the Company's independent registered public accounting firm concerning significant financial reporting issues and judgments made in connection with the preparation of the financial statements, and (c) the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements of the Company, including all material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Company with unconsolidated entities or other persons.
10. Review with the Company's independent registered public accounting firm (a) all critical accounting policies and practices used by the Company, (b) all critical accounting matters of the Company, as necessary, (c) all alternative accounting treatments of financial information reported in GAAP related to material items that have been discussed with management, including the ramifications of the use of such alternative treatments and disclosures and the treatment preferred by the Company's independent registered public accounting firm, (d) any reports or communications (and management's responses thereto) submitted to the Committee by the Company's

independent registered public accounting firm in accordance with PCAOB auditing standards, and (e) any other material written communications between the Company's independent registered public accounting firm and management.

11. Periodically review separately with each of management, the Company's independent registered public accounting firm and the internal audit group (a) any significant disagreement between management and the Company's independent registered public accounting firm or the internal audit group in connection with the preparation of the financial statements, (b) any audit problems or difficulties encountered during the course of the audit, including any restrictions on the scope of work or access to required information, and (c) management's response to each.
12. Discuss with the independent registered public accounting firm material issues on which the national office of the independent registered public accounting firm was consulted by the Company's audit team.
13. Periodically, discuss with the Company's independent registered public accounting firm, without management being present, (a) their judgment about the quality, integrity and appropriateness of the Company's accounting principles and financial disclosure practices as applied in its financial reporting, and (b) the completeness and accuracy of the Company's financial statements.
14. Review and discuss with management and the independent registered public accounting firm, as appropriate, the Company's earnings press releases, including the use of non-GAAP financial measures and other "pro forma" or "adjusted" presentations, as well as financial information and earnings guidance provided to analysts and rating agencies. Such discussions may be general (consisting of discussing the types of information to be disclosed and the types of presentations to be made), and each earnings release or each instance in which the Company provides earnings guidance need not be discussed in advance.
15. Review and discuss with management, including the Company's disclosure committee, the internal audit group, and other management representatives as appropriate, the Company's major financial and other risk exposures and management's risk assessment and risk management policies.

With respect to the internal audit function and internal controls:

16. Review the scope and plan of the work to be done by the internal audit group and the responsibilities, budget, audit plan, activities, organizational structure, and staffing of the internal audit group.
17. Receive reports from the internal audit group on the status of significant findings and recommendations, and management's responses.
18. Review on an annual basis the performance of the internal audit group.
19. In consultation with the Company's management, independent registered public accounting firm and the internal audit group, review the adequacy of the Company's internal control over financial reporting, disclosure processes, and its procedures

designed to ensure compliance with laws and regulations, and any special audit steps adopted in light of material control deficiencies.

20. If required, review (a) the internal control report prepared by management, including management's assessment of the effectiveness of the Company's internal control over financial reporting, and (b) the Company's independent registered public accounting firm's attestation, and report, on the assessment made by management, in each case, as and when required by Section 404 of the Sarbanes-Oxley Act of 2002. Discuss with management, the internal audit group, and the independent registered public accounting firm any changes in internal control over financial reporting disclosed or considered for disclosure in the Company's periodic filings with the SEC.
21. Review with management and the Company's independent registered public accounting firm any reports or disclosure submitted by management to the Committee as contemplated by the certifications required under Section 302 of the SarbanesOxley Act of 2002.
22. Review with management any management letters attesting to information supporting the audit and the steps management intends to take to address the issues raised by those letters.

With respect to the Company's compliance programs:

23. Oversee, review, and discuss with management, at least annually, the implementation and effectiveness of the Company's compliance and ethics programs, including its antifraud programs and controls and the Company's Code of Business Conduct and Ethics. Review and take appropriate action with respect to any reports to the Committee from management and legal counsel for the Company concerning any material violation of law or Company policies or breach of fiduciary duty or similar violation by the Company, its subsidiaries or any person acting on their behalf. Review with management, the independent registered public accounting firm, and the Company's legal advisors, as appropriate, any legal, regulatory, or compliance matters, including any correspondence with regulators or government agencies and any employee complaints or published reports that raise material issues regarding the Company's financial statements or accounting policies and any significant changes in accounting standards or rules promulgated by the Financial Accounting Standards Board, the SEC or other regulatory authorities. As appropriate, the Committee shall report and make recommendations to the Board with respect to these matters. The Committee's compliance and risk management responsibilities are not intended to duplicate the specific compliance and risk management responsibilities delegated to other committees of the Board, but the Committee is responsible for assessing the adequacy of the Company's overall compliance and risk management posture and for maintaining awareness of the compliance and risk management work of the Board's other committees.
24. Establish procedures for (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, or compliance or ethics concerns, and (b) the confidential, anonymous submission by employees of the Company or any subsidiary or affiliate of the

Company whose financial information is included in the Company's financial statements of concerns regarding questionable accounting or auditing matters or compliance or ethics concerns.

25. Review and approve (a) any amendment to or waiver from the Company's Code of Business Conduct and Ethics for the Chief Executive Officer and other executive officers, and (b) any public disclosure made regarding such change or waiver and advise the Board with respect to the Company's policies and procedures regarding compliance with the Company's Code of Business Conduct and Ethics.
26. Develop and approve policies and procedures for the review, approval, or ratification of related person transactions required to be disclosed pursuant to Item 404 of Regulation S-K, as may be amended from time to time, and any other applicable requirements (the "Related Person Transactions Policy"). Review the Related Person Transactions Policy at least annually and approve any changes to the Policy. Oversee the implementation of and compliance with the Related Person Transactions Policy, including reviewing, approving, or ratifying related person transactions, as appropriate pursuant to the Related Person Transactions Policy.

With respect to the Committee's other authorities and responsibilities:

27. Review and assess at least annually its own performance and the adequacy of this Charter and recommend to the Board any changes deemed appropriate by the Committee.
28. Report regularly to the Board.
29. Perform any other activities consistent with this Charter and the Company's organizational documents, and required under the Applicable Requirements, as the Committee or the Board deems appropriate.

V. Resources

The Committee shall have the authority, at its sole discretion, to retain or terminate independent legal, accounting, and other advisors, consultants, or professionals (collectively, "Advisors") to assist the Committee in its responsibilities and shall be directly responsible for overseeing the work of such Advisors.

The Committee shall have the sole authority to determine the terms of engagement and the extent of funding necessary (and to be provided by the Company) for payment of (a) compensation to the Company's independent registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review, or attest services for the Company, (b) any compensation to any Advisors retained to advise the Committee and (c) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

The chair of the Committee, at the request of any member of the Committee, may request that any officer, employee, or advisor of the Company or the Company's independent registered public accounting firm attend a meeting of the Committee or otherwise respond to Committee requests.