BROWN-FORMAN

**BROWN-FORMAN CORPORATION**
***Audit Committee Charter***

**Purpose:** The purpose of the Audit Committee (the "Committee") of the Board of Directors ("Board") of Brown-Forman Corporation ("Company") is to assist in the Board's oversight responsibilities regarding: (1) the integrity of the Company's financial statements, (2) the Company's systems of internal control over financial reporting ("internal controls"), (3) the qualifications, independence and performance of the independent auditor, (4) the performance of the Company's internal audit function, (5) the Company's compliance with legal and regulatory requirements, and (6) the Company's policies and processes for assessment and management of its enterprise risks. In addition, the Committee shall prepare the report required by the rules of the U.S. Securities and Exchange Commission (the "SEC") to be included in the Company's annual proxy statement.

The Committee's role is one of oversight. It is responsible for assisting the Board in the specified areas of the Board's own oversight responsibilities. In fulfilling its role, the Committee shall not be responsible for preparing the Company's financial statements, determining that the Company's financial statements and disclosures are complete and accurate, or that they comply with generally accepted accounting principles ("GAAP") and applicable laws and regulations, nor for planning or conducting audits. These are responsibilities of Company management or the independent auditor. Company management is also responsible for managing the Company's enterprise risk policies and processes and for reporting to the Committee on them.

**Committee Membership:** The Committee shall be composed of at least three directors, each of whom shall be independent in accordance with the applicable rules of the New York Stock Exchange ("NYSE") and the SEC, as determined by the Board. The members of the Committee and the Committee Chair shall be appointed by the Board. The members of the Committee shall serve for such term or terms as the Board may determine and until their successors are duly appointed or until their earlier resignation, removal, disqualification or death. The Board may remove any member of the Committee at any time with or without cause in its discretion. Each Committee member shall be financially literate and at least one member of the Committee shall be an "audit committee financial expert" (as defined by the SEC).

Committee members may not simultaneously serve on the audit committee of more than three public companies, including the Company's, unless the Board has determined that this service will not detract from the member's service on the Committee and the Company discloses such determination pursuant to NYSE and SEC rules and regulations.

**Meetings:** The Committee shall meet at least four times a year or more frequently as circumstances require. The Committee Chair shall preside at each meeting. In the event the Committee Chair is not present at a meeting, the Committee members present at the meeting

shall designate one of its members as the acting chairperson of the meeting. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

The Committee shall meet periodically with management, the Director of Internal Audit, and the Company's independent auditor in separate executive sessions, and have other independent interactions as the members of the Committee deem appropriate. The General Counsel, Chief Financial Officer and the Chief Compliance Officer (or equivalent or comparable role) have authority to communicate at any time with the Chair of the Committee about any material legal or compliance matter involving the Company.

**Committee Authority and Responsibilities:** The principal responsibilities and authority of the Committee are listed below.

Auditor Oversight: The Committee has sole authority to appoint, retain and replace the independent auditor. The Committee shall be directly responsible for determining compensation and overseeing the work of the independent auditor for the purpose of preparing or issuing an audit report or related work, including resolution of any disagreements between management and the independent auditor regarding financial reporting. The independent auditor shall report directly to the Committee. The Committee shall pre-approve all audit, audit-related, tax and other permitted non-audit services to be performed by the independent auditor, including fee estimates and fees. The Committee will consider and, if appropriate, give advance approvals to specified classes of non-audit services in accordance with policies adopted by the Committee.

The Committee also has authority to select, compensate, oversee and replace any other registered public accounting firm (in addition to the independent auditor) engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company.

The Committee will also receive and review reports from the Company's internal audit function on the scope of its activities.

Oversight of Financial Statement Integrity: The Committee shall assist the Board in fulfilling its oversight responsibility for the integrity of the Company's financial statements and financial reporting processes.

Oversight of Enterprise Risks: The Committee is responsible for the oversight of the Company's policies and processes on enterprise risk assessment, risk management and compliance, including technology and information security risks.

Oversight of Financial Reporting and Accounting Controls Risks: The Board has delegated to the Committee primary responsibility to assist it in overseeing the Company's policies and processes with respect to the most significant financial reporting and accounting control risks and management's monitoring and management of those risks. The Committee does not have

primary responsibility to oversee specific risk policies or processes in other areas other than as set forth herein.

Oversight of Sustainability Disclosures: The Committee is responsible for the oversight of the Company's environmental and sustainability reporting data and disclosures, and any assurance being provided by the independent auditor (or other third parties), with respect to such data and disclosures.

Right to Delegate and to Retain Advisors: The Committee may delegate authority to one or more members when appropriate, including authority to pre-approve audit, audit-related, tax or other permitted non-audit services, provided that decisions of its member(s) shall be presented to the full Committee at its next scheduled meeting.

The Committee may retain such independent counsel and other advisors as it deems appropriate to assist it in fulfilling its responsibilities. The Committee shall receive appropriate funding from the Company – as determined by the Committee – for payment of compensation to the independent auditor and any advisors engaged by the Committee, and for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

In carrying out its oversight responsibilities, the Committee, to the extent it deems necessary or appropriate, shall:

1. With respect to the independent auditor:

    - Before the engagement of an independent auditor and at least annually thereafter, review and discuss with the independent auditor the independent auditor's written communications to the Committee regarding the relationships between the auditor and the Company that, in the auditor's professional judgment, may reasonably be thought to bear on its independence and affirm in writing to the Committee that the auditor is independent.

    - Review and evaluate the lead partner of the independent auditor team.

    - Obtain and review a report from the independent auditor at least annually regarding: (a) the independent auditor's internal quality-control procedures, (b) any material issues raised by the most recent internal quality-control review, or peer review, of the independent auditor, or by any inquiry or investigation by governmental or professional authorities (including the Public Company Accounting Oversight Board (the "PCAOB")) within the preceding five years with respect to one or more independent audits carried out by the independent auditor and any steps taken to deal with any such issues, and (c) (to assess the auditor's independence) all relationships between the independent auditor and the Company.

    - Evaluate the qualifications, performance and independence of the independent auditor, including considering whether the auditor's quality controls are adequate

and the provision of permitted non-audit services is compatible with maintaining the auditor's independence, taking into account the opinions of management and the Director of Internal Audit, and present its conclusions to the Board.

- Ensure the rotation of the lead audit partner as required by law and that the independent auditor does not advise any of the Company's designated executive officers on personal financial or tax matters (unless specifically approved in advance by the Committee).Ensure the rotation of the lead audit partner as required by law and that the independent auditor does not advise any of the Company's designated executive officers on personal financial or tax matters (unless specifically approved in advance by the Committee).

- Approves guidelines for the Company's hiring of employees and former employees of the independent auditor.

- Discuss with the independent auditor matters that are difficult or contentious for which the independent auditor consulted outside the engagement team and that the independent auditor reasonably determined are relevant to the Committee's oversight of the financial reporting process.Discuss with the independent auditor matters that are difficult or contentious for which the independent auditor consulted outside the engagement team and that the independent auditor reasonably determined are relevant to the Committee's oversight of the financial reporting process.

- Meet with the independent auditor prior to the audit to discuss the planning and staffing of the audit.

- Review with the independent auditor any audit problems or difficulties and any significant disagreements with management and management's response.Review with the independent auditor any audit problems or difficulties and any significant disagreements with management and management's response.

- Review with the independent auditor any critical audit matters that are material to the financial statements, and involve especially challenging, subjective or complex auditor judgment.

2. With respect to oversight of the Company's internal audit function:

- Review with the Chief Financial Officer the appointment and replacement of the Director of Internal Audit.Review with the Chief Financial Officer the appointment and replacement of the Director of Internal Audit.

- Review internal audit department activities, such as the internal audit budget, staffing and annual audit plan and results.

- Review the adequacy of the Company's internal controls, including Sarbanes-

Oxley processes, summaries of reports issued to management, potential significant deficiencies and management's response and progress on recommendations made.

3. With respect to oversight of financial reporting and disclosure matters:

- Review and discuss with management and the independent auditor the Company's annual audited financial statements and disclosures made in Management's Discussion and Analysis of Financial Condition and Results of Operations, and recommend to the Board whether the audited financial statements should be included in the Company's Annual Report on Form 10-K.

- Prior to the filing of each of the Company's Quarterly Reports on Forms 10-Q, review and discuss with management and the independent auditor the Company's quarterly financial statements and disclosures made in Management's Discussion and Analysis of Financial Condition and Results of Operations.

- Review and discuss with management and/or the independent auditor (a) 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 of the Company's internal controls and any special audit steps adopted in light of material control deficiencies; (b) 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; (c) the effect of regulatory and accounting initiatives, as well as material off-balance sheet structures, on the financial statements of the Company; and (d) the type and presentation of information to be included in earnings press releases (particularly focusing on any use of "pro forma" or "adjusted" non-GAAP information), as well as review any financial information and earnings guidance provided to analysts and rating agencies.

- Review and discuss with management (including the Director of Internal Audit) and the independent auditor management's internal controls report and the independent auditor's integrated report prior to the filing of the Company's Annual Report on Form 10-K.

- Review and discuss with the independent auditor (a) all critical accounting policies and practices to be used in the audit, (b) all alternative treatments of financial information within GAAP that have been discussed with management, the ramifications of their use and the treatment preferred by the independent auditor and (c) any other material written communications between the independent auditor and management, such as any management letter or schedule of unadjusted differences.

- Discuss with management the Company's earnings press releases, including the use

of non-GAAP information, as well as financial information and earnings guidance provided to analysts and rating agencies. This discussion may be done generally (by discussing the types of information to be disclosed and types of presentations to be made).

- Review and consider with the independent auditor the matters required to be discussed by the applicable requirements of the PCAOB and the SEC.

4. With respect to oversight of the Company's financial controls risk management, internal controls, and legal and regulatory compliance:

- Obtain from the independent auditor assurance that, if it becomes aware of any illegal act, the Committee shall be adequately informed and obtain a report from the independent auditor if it has reached specified conclusions with respect to an illegal act.

- Discuss with management, the Company's General Counsel or any designee of the General Counsel, the Chief Compliance Officer (or equivalent or comparable role) and the Director of Internal Audit the overall adequacy and effectiveness of the Company's legal, regulatory and ethics and compliance programs.

- Discuss with management the Company's major financial risk exposures and the steps management has taken to monitor and control such exposures, and, at least annually, review and approve the Company's decision to enter into swaps and other derivative transactions that are exempt from exchange-execution and clearance under "end-user exception" regulations established by the Commodity Futures Trading Commission.

- Review and discuss with management the Company's enterprise risk assessment, risk management and compliance, including cybersecurity risk, and related practices, guidelines, policies and processes.Review and discuss with management the Company's enterprise risk assessment, risk management and compliance, including cybersecurity risk, and related practices, guidelines, policies and processes.

- Receive and review reports from the Chief Executive Officer and Chief Financial Officer of the Company for:

    - o their evaluation of the effectiveness of the Company's disclosure controls and procedures and internal controls.their evaluation of the effectiveness of the Company's disclosure controls and procedures and internal controls.

    - o all significant deficiencies in the design or operation of internal controls that could adversely affect the Company's ability to record, process, summarize and report financial data.all significant deficiencies in the design or operation of internal controls that could adversely affect the Company's

ability to record, process, summarize and report financial data.

- o any material weaknesses in the Company's internal controls.
- o any fraud that involves management or other employees who have a significant role in the Company's internal controls.

- Establish procedures for receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submissions by employees of concerns regarding accounting or auditing matters.Establish procedures for receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submissions by employees of concerns regarding accounting or auditing matters.

- Receive written or oral reports from the Company's General Counsel or any designee of the General Counsel regarding any legal matters that could have a significant impact on the Company's financial statements or compliance policies and internal controls.Receive written or oral reports from the Company's General Counsel or any designee of the General Counsel regarding any legal matters that could have a significant impact on the Company's financial statements or compliance policies and internal controls.

- Review and, if appropriate, approve "related person transactions" (as such term is defined by the SEC) in accordance with the Company's Related Person Transaction Policy.Review and, if appropriate, approve "related person transactions" (as such term is defined by the SEC) in accordance with the Company's Related Person Transaction Policy.

The Committee shall also carry out any other responsibilities and duties delegated to it by the Board from time to time.

**Reports to Board and Stockholders**: The Committee shall keep regular minutes of all Committee meetings and report its actions and determinations to the Board from time to time as the Committee deems necessary or appropriate and make such recommendations as it may deem necessary or appropriate. The Committee shall provide to stockholders in the Company's annual proxy statement a Committee report that complies with the reporting requirements of the SEC.

**Annual Review of Charter and Committee Performance Review**: The Committee shall review this Charter at least annually and recommend any changes to the Board for approval. The Committee shall also annually review and evaluate its own performance.

November 18, 2026