

**COREBRIDGE FINANCIAL, INC.**  
**AUDIT COMMITTEE CHARTER**

**As Amended June 3, 2025**

**I. Purpose of the Audit Committee**

The purpose and primary responsibilities of the Audit Committee (the **Committee**) of the Board of Directors (the **Board**) of Corebridge Financial, Inc. (**Corebridge**) are in overseeing (a) the integrity of Corebridge's financial statements and accounting and financial reporting processes (including Corebridge's internal control over financial reporting); (b) Corebridge's compliance with legal and regulatory requirements; (c) the qualifications, independence and performance of Corebridge's independent auditor; and (d) the performance of Corebridge's internal audit function. The Committee also prepares the report of the Committee required to be included in Corebridge's annual proxy statement under the rules of the Securities and Exchange Commission (the **SEC**).

Corebridge's business is managed under the oversight of the Board and the various committees of the Board, including the Committee. The Committee is required to exercise its business judgment in carrying out the responsibilities described in this Charter in a manner the Committee members believe to be in the best interests of Corebridge and its stockholders.

The preparation of Corebridge's financial statements in accordance with generally accepted accounting principles and maintenance of effective internal control over financial reporting are the responsibility of management. The independent auditor is responsible for the planning and conduct of audits and for evaluating Corebridge's financial statements and whether Corebridge's internal control over financial reporting is effective.

**II. Committee Membership**

The Committee shall be comprised of at least three directors, each of whom shall serve at the pleasure of the Board and satisfy the independence requirements relating to directors and Committee members under the rules of the SEC, the New York Stock Exchange, Inc. (the **NYSE**) listing standards and any other applicable law, rule or regulation.

Each member of the Committee shall be "financially literate" and at least one member of the Committee shall have "accounting or related financial management expertise" in accordance with the NYSE listing standards. At least one member shall be an "Audit Committee Financial Expert" as defined in the rules of the SEC.

Determinations of independence and qualifications to serve on the Committee shall be made by the Board as the Board interprets such qualifications in its business judgment and in accordance with applicable laws and regulations and SEC and NYSE rules and standards, and upon the recommendation of the Nominating and Corporate Governance Committee of the Board (the **NCGC**). The Chair of the Committee (the **Chair**) and other members of the Committee shall be appointed and may be removed by the Board based upon the recommendation of the NCGC.

No Committee member shall 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 that Committee member to effectively serve on the Committee.

**III. Organization**

The Committee will meet as frequently as it deems necessary or appropriate to carry out its responsibilities, but not less frequently than quarterly. The Chair shall, in consultation with management and other Committee members, set the agenda for and preside at meetings of the Committee. The

Committee may also act by unanimous written consent in lieu of a meeting in accordance with Corebridge's By-Laws. The Corporate Secretary or another designated individual shall record and keep minutes of all Committee meetings and will file such minutes and copies of written consents with the minutes of the meetings of the Board. The Chair shall report regularly to the Board on actions taken and significant matters reviewed by the Committee.

The Committee may delegate authority to a subcommittee of one or more Committee members as the Committee deems appropriate. The Committee may invite such members of management and other persons to its meetings as it may deem desirable or appropriate.

#### **IV. Committee Duties and Responsibilities**

The principal responsibilities and duties of the Committee are set forth below as a guide, with the understanding that the Committee will carry them out in a manner that is appropriate given Corebridge's needs and circumstances. The Committee may perform such other functions as are consistent with its purpose, responsibilities and applicable laws, rules and regulations and as the Board may request or as the Committee deems necessary or appropriate consistent with its purpose and responsibilities.

##### **A. Relationship with Independent Auditor**

1. The independent auditor for Corebridge is accountable to the Board through the Committee and shall report directly to the Committee. The Committee, in its capacity as a committee of the Board, shall be directly responsible for the appointment, compensation, retention, and oversight of the work of the independent auditor (including resolution of disagreements between management and the independent auditor regarding financial reporting) and any other registered public accounting firm retained for the purpose of preparing or issuing an audit report or performing other audit, review, or attestation services for Corebridge.
2. The Committee shall discuss with the independent auditor (1) on an annual basis, the matters required to be discussed by the Public Company Accounting Oversight Board (the **PCAOB**) Auditing Standard relating to the conduct of the audit, and (2) on a quarterly basis, the matters required to be discussed by the PCAOB Auditing Standard relating to the conduct of a review of interim financial information.
3. The Committee shall review with the independent auditor the items as to which the independent auditor is required to report to the Committee pursuant to the rules of the SEC. These include (1) all critical accounting policies and practices to be used; (2) any critical audit matters; (3) all alternative treatments of financial information within generally accepted accounting principles that have been discussed with management; (4) the ramifications of the use of such alternative disclosures and treatment; (5) the treatment preferred by the independent auditor; and (6) other material written communications between the independent auditor and management.
4. The Committee shall review with the independent auditor (1) observations relating to the independent auditor's assessment of Corebridge's internal control over financial reporting; (2) any management letter provided by the independent auditor and management's response thereto; (3) any accounting adjustments that were noted or proposed by the independent auditor but were "passed" (as immaterial or otherwise); and (4) any significant communications between the audit team and the independent auditor's national office with respect to auditing or accounting issues in connection with the engagement.

5. The Committee shall review with the independent auditor any audit problems or difficulties encountered by the independent auditor in the course of its annual audit work and management's response, including any restrictions on the scope of the independent auditor's activities or access to required information, and any significant disagreements with management.
6. The Committee shall obtain from the independent auditor assurance that the audit was conducted in a manner consistent with Section 10A of the Securities Exchange Act of 1934, as amended (the **Exchange Act**), which sets forth certain procedures to be followed in any audit of financial statements required under the Exchange Act.
7. As required by the NYSE, the Committee shall, at least annually, obtain and review a report by the independent auditor describing (1) that firm's internal quality-control procedures; (2) any material issues raised by (a) the most recent internal quality control review (or peer review) of the firm or (b) any inquiry or investigation by governmental or professional authorities, within the preceding five years, with respect to one or more independent audits carried out by the firm, and any steps taken to deal with any such issues; and (3) all relationships between the independent auditor and Corebridge, including the matters set forth in the letter provided by the independent auditor pursuant to the rules of the PCAOB, to enable the Committee to assess the independent auditor's independence.
8. The Committee shall establish a pre-approval policy and pre-approve all audit and permitted non-audit services from the independent auditor as required by SEC rules.
9. The Committee shall, at least annually, evaluate the qualifications, performance, and independence of the independent auditor, including the lead partner of the independent auditor (in each case, in light of SEC and NYSE independence and other applicable standards then in effect). In this regard, the Committee will consider whether the provision of permitted non-audit services is compatible with maintaining the independent auditor's independence and, in the case of tax-related services, will consider the information provided by the independent auditor pursuant to the rules of the PCAOB. The Committee shall present its conclusions with respect to the independent auditor to the Board on an annual basis.
10. The Committee shall assure the regular rotation of the lead audit partner, the concurring partner and any other active audit engagement team partner as required by law. The Committee shall discuss with management the timing and process for implementing the regular rotation.
11. In addition to the ongoing assessment and annual evaluation of Corebridge's independent auditor, the Committee will consider every five years (or more frequently if the Committee deems it appropriate) whether to conduct a formal request for proposal regarding the appointment and retention of the independent auditor for Corebridge.
12. The Committee shall set clear policies for Corebridge's hiring of employees or former employees of the independent auditor.

**B. Financial Disclosure**

1. The Committee shall meet with the independent auditor and Corebridge's internal auditors, prior to the commencement of the annual audit, to review the planning and scope of the audit.
2. The Committee shall generally discuss the type and presentation of information to be included in earnings press releases (including any use of "pro forma," or "adjusted" non-GAAP, information), as well as financial information and earnings guidance provided to analysts and rating agencies. The Committee need not discuss in advance each earnings press release or each instance in which Corebridge may provide earnings guidance.
3. The Committee shall discuss with management and the independent auditor the annual audited financial statements and the quarterly financial statements, including Corebridge's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations." The Committee shall also review Corebridge's disclosure controls and procedures with management as appropriate. The Committee shall recommend to the Board whether the audited financial statements should be included in Corebridge's Annual Report on Form 10-K.
4. The Committee shall discuss with management, the internal auditors, and the independent auditor major issues regarding accounting principles and financial statement presentations, including (1) any significant change in Corebridge's selection or application of accounting principles; (2) any major issues relating to the adequacy of Corebridge's internal controls; (3) any audit steps adopted in light of material control deficiencies; (4) the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on Corebridge's financial statements; (5) analyses prepared by management and/or the independent auditor setting forth significant financial reporting issues and judgments made in connection with the preparation of Corebridge's financial statements; and (6) any fraud, material or otherwise, that involved management or other employees who have a significant role in Corebridge's internal controls and that have come to the attention of management, the internal auditors or the independent auditor.

**C. Internal Audit**

1. The Committee shall review and approve the chief internal auditor's proposed audit plan at least annually (including the outsourcing of functions to external vendors, if applicable, and overall risk-assessment methodology) and financial budget. The Committee shall review the organization of the internal audit department, the adequacy of its resources, and the competence of its staff.
2. The Committee shall (1) review and approve the appointment, replacement, reassignment or dismissal of the chief internal auditor who shall report directly to the Committee and (2) be involved in performance reviews of the chief internal auditor.
3. The Committee shall review all significant issues in reports to management prepared by internal auditor personnel, and management's responses.
4. The Committee shall review the responsibilities, budget, and staffing of Corebridge's internal audit function.

**D. Communication with Management and Employees**

1. The Committee shall review with management (1) any significant legal, compliance or regulatory matters that have arisen or that may have a material impact on Corebridge's business, financial statements or compliance policies; (2) Corebridge's relations with regulators or governmental agencies; and (3) any material reports or inquiries received from regulators and government agencies.
2. The Committee will meet periodically in separate private sessions with management, the chief internal auditor and the independent auditor to discuss any matters that the Committee believes appropriate. The Committee shall have direct and independent interaction with other persons from time to time as the Committee deems appropriate.
3. The Committee shall establish procedures for the receipt, retention, and treatment of complaints received regarding accounting, internal accounting controls, or auditing matters and for the confidential and anonymous submission by Corebridge employees of concerns regarding accounting or auditing matters.

**E. Other Duties and Responsibilities**

1. The Committee shall review and approve any report or other disclosure required to be prepared by the Committee pursuant to the rules of the SEC or required by any applicable law or regulation for inclusion in Corebridge's annual proxy statement.
2. The Committee shall (1) discuss the guidelines and policies governing the process by which exposures to risk are handled, including Corebridge's major financial risk exposures, and the steps management has taken to monitor and control such exposures and (2) liaise with the Risk Committee, as appropriate.
3. The Committee shall, on an annual basis, review the following Model Audit Rule matters to the extent they may be relevant to the overall purpose and responsibilities of the Committee: (1) decisions made at the Corebridge level which may materially impact subsequent statutory filings; (2) statutory accounting and reporting matters that may materially affect disclosures made in Corebridge's consolidated financial statements; (3) filing status and results of audits related to statutory filings; and (4) independent auditor oversight and communications.
4. The Committee shall receive updates from time to time from Corebridge's General Counsel (or similar chief legal officer) or his or her designee concerning significant legal and regulatory matters.
5. The Committee shall review with the Board any significant issues that arise with respect to the quality or integrity of Corebridge's financial statements, the effectiveness of Corebridge's internal control over financial reporting, Corebridge's compliance with legal or regulatory requirements, the performance and independence of Corebridge's independent auditor, and the performance of the internal audit function.
6. The Committee shall have the authority to approve regular, quarterly cash dividends on Corebridge common stock.

7. The Committee shall review and modify as necessary Corebridge's related person transaction policy from time to time, and review and approve transactions with related persons as appropriate.
8. The Committee shall exercise such other powers and authority as the Board shall, from time to time, confer upon it.

#### **V. Committee Self-Assessment**

The Committee shall conduct an annual evaluation of its performance and compliance with this Charter and report the results of such review to the Board. The Committee shall also periodically evaluate this Charter and recommend to the Board any modifications of this Charter that the Committee deems necessary or appropriate. The format of the self-assessment shall be determined by the Committee.

#### **VI. Resources and Authority of the Committee**

The Committee shall have appropriate access to, and communication with, Corebridge's internal auditors (or other personnel or service provider responsible for the internal audit function), Board, senior management, employees and independent auditors as necessary to carry out the responsibilities contemplated by this Charter, and may obtain advice and assistance from internal legal, accounting, risk and other advisors to assist it.

In performing its functions, the Committee is entitled to rely on the findings of fact, advice, reports and opinions of management as well as legal, accounting, risk and other advisors retained by Corebridge. The Committee may, if deemed appropriate in its sole discretion, retain independent legal, accounting, and other advisors (each, an **Independent Advisor**) to assist it. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Independent Advisors, and Corebridge shall be responsible for any costs or expenses so incurred. The Committee may request that any of Corebridge's employees, outside counsel or independent auditors meet with any members of, or experts and advisors to, the Committee.