

## **THE AARON'S COMPANY, INC.**

### **AUDIT COMMITTEE OF THE BOARD OF DIRECTORS**

#### **CHARTER**

##### **I. Purpose and Authority**

The primary purpose of the Audit Committee (the “*Committee*”) is to assist The Aaron’s Company, Inc. (the “*Company*”) Board of Directors (the “*Board*”) in fulfilling its oversight responsibilities with respect to the: (1) integrity of the Company’s financial statements; (2) financial reporting process; (3) systems of internal accounting and financial controls; (4) performance of the Company’s internal audit function and independent auditors; (5) independent auditors’ qualifications and independence; (6) compliance with legal and regulatory requirements; (7) risk oversight; and (8) preparing Committee disclosures required to appear in the Company’s annual proxy statement. The Committee shall have such other powers and perform such other duties as the Board may from time to time delegate to it.

In discharging its oversight role, the Committee is empowered to investigate any matter brought to its attention with full access to all books, records, facilities and personnel of the Company and may conduct or authorize studies of matters within the Committee’s scope of responsibilities. The Committee has the sole authority to retain and receive appropriate funding for each of the following as determined by the Committee and at the Company’s expense: (a) compensation to the Company’s independent auditor for the purpose of preparing or issuing an audit report or performing other audit, review or attest services, (b) compensation to independent counsel and other advisers as it determines necessary or appropriate to carry out its duties, and (c) ordinary administrative expenses that are necessary or appropriate in carrying out its duties.

In discharging its oversight responsibilities, the Committee will periodically meet separately with management, the internal auditors, and the independent auditors.

The Committee, in carrying out its responsibilities, believes its policies and procedures should remain flexible, in order to best react to changing conditions and circumstances. The Committee should take appropriate actions to facilitate quality financial reporting and sound business risk practices.

##### **II. Composition and Membership Requirements**

The Committee shall be comprised of three or more directors, the exact number to be determined from time to time by resolution of the Board. Members of the Committee shall be appointed by the Board based on the recommendation of the Nominating and Corporate Governance Committee, and may be replaced or removed by the Board, based on the recommendation of the Nominating and Corporate Governance Committee, with or without cause, in accordance with the Amended and Restated Bylaws of the Company.

Each member of the Committee shall meet the independence requirements of New York Stock Exchange listing standards, the rules and regulations of the Securities and Exchange Commission

(the “**Commission**”) and any categorical independence standards that may be adopted by the Board from time to time.

All members of the Committee shall be financially literate, and at least one member of the Committee shall be an “audit committee financial expert,” as defined by the Commission’s regulations. Committee members shall not 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 such member to serve effectively on the Committee.

The Board may designate one or more independent directors, who meet the requirements for membership on the Committee, as alternate members of the Committee who may replace any absent or disqualified member or members at any meetings of the Committee. The Committee may form and delegate its authority to subcommittees consisting of one or more members when appropriate; provided, however, that the Committee shall not delegate to a subcommittee any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole.

### **III. Meetings and Governance**

The Committee shall meet at least four times annually, or more frequently as circumstances dictate as determined within the discretion of the Committee. The Committee will report its activities and findings to the Board on a regular basis, but in no event less than once a year. Such a report should include a review of any issues that arise with respect to the quality or integrity of the Company’s financial statements, the Company’s compliance with legal or regulatory requirements or the performance and independence of the Company’s independent auditors.

The Committee should meet with the Company’s management, the internal auditors and the independent auditors periodically in separate private sessions to discuss any matter that the Committee, management, the independent auditors or such other persons believe should be discussed privately. The Committee will also meet without management or auditors present, as appropriate.

One-third of the members, but not less than two, will constitute a quorum. A majority of the members present at any meeting at which a quorum is present may act on behalf of the Committee. The Committee may meet by any means permitted by applicable law and the Company’s by-laws and may take action by written consent.

The Board shall select the Chairperson of the Committee on the recommendation of the Nominating and Corporate Governance Committee. The Chairperson of the Committee should be responsible for supervising meetings of the Committee and, in consultation with the other members of the Committee, the Company’s independent auditors and the appropriate officers of the Company, reviewing the agenda. Any Committee member may submit items to be included in the agenda. Meetings and actions of the Committee will be governed by the same rules applicable to the Board. Meeting agendas and materials should be distributed to the Committee members in advance of each meeting.

#### **IV. Duties, Responsibilities and Activities**

The Committee will exercise their business judgment to act in what they reasonably believe to be the best interests of the Company and its shareholders. The Committee is authorized to carry out these and such other responsibilities assigned by the Board from time to time, and take any actions reasonably related to the mandate of this Charter. To the extent it deems necessary or appropriate, the Committee will:

##### Oversight of the Company's Relationship with the Independent and Internal Auditors

1. Appoint, evaluate, retain, dismiss or replace, in its sole discretion, an independent registered public accounting firm to act as the Company's independent auditor, which shall report directly to the Committee (and recommend to the shareholders the ratification of such appointment), for the purpose of auditing the Company's annual financial statements, books, records, accounts and internal controls over financial reporting.
2. Determine the compensation of the independent auditor.
3. Oversee the work of the independent auditor (including resolution of disagreements between management and the independent auditor regarding financial reporting) for the purpose of preparing or issuing an audit report or conducting audit, review or attestation services for the Company, and the work of the internal auditor.
4. Except with respect to any audit of the Company's employee benefit plans, appoint, retain, compensate, oversee and terminate, if necessary, any other 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.
5. Consider and preapprove all auditing services and permitted non-audit services (including the fees and terms thereof) to be performed for the Company by its independent auditor, subject to the de minimis exceptions for non-audit services described in Section 10A(i)(1)(B) of the Securities Exchange Act of 1934 that are approved by the Committee prior to the completion of the audit. The Committee may delegate pre-approval authority to a member or members of the Committee or may adopt pre-approval policies and procedures. Any pre-approvals made pursuant to delegated authority or pre-approval policies and procedures must be presented to the Committee at its next scheduled meeting.
6. At least annually, obtain, review and discuss with the independent auditors a report by the independent auditors describing: (a) the independent auditor's internal quality control procedures; (b) any material issues, including without limitation (i) any significant deficiencies in the design or operation of the Company's internal controls which could adversely affect the Company's ability to record, process, summarize and report financial data; and (ii) any fraud, whether or not material, that involves senior management or other employees who have a significant role in the Company's internal controls, 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, within the preceding five years, respecting one or more independent audits carried out by the independent auditor, and any steps taken to deal with any such issues; and (c) all

relationships between the independent auditors and the Company or any of its subsidiaries (to assess the auditors' independence).

7. Receive the written disclosures and the letter from the independent auditor required by applicable requirements of the Public Company Accounting Oversight Board regarding the independent auditor's communications with the Audit Committee concerning independence. The Committee shall actively engage the independent auditors in a dialogue with respect to any disclosed relationships or services that may impact the objectivity and independence of the independent auditors and take appropriate action to oversee the independence of the independent auditors.
8. At least annually, the Committee will: (a) evaluate the qualifications and performance of the Company's independent auditors, including an evaluation of the lead audit partner; (b) assure the regular rotation of the lead audit partner at the Company's independent auditors; and (c) consider, as needed, regular rotation of the accounting firm serving as the Company's independent auditors.
9. Set clear hiring policies for employees or former employees of the independent auditors in accordance with the Commission's regulations and New York Stock Exchange listing standards.
10. Discuss with the internal auditors and the independent auditors: (a) the auditors' responsibilities under generally accepted auditing standards and the responsibilities of management in the auditing process; (b) the overall audit strategy; (c) the overall scope and plans for their respective audits, including the adequacy of staffing and compensation; (d) any significant risks identified during the auditors' risk assessment procedures; and (e) when completed, the results, including significant findings, of the annual audit.
11. Review and discuss reports from the independent auditors on: (a) all critical accounting policies and practices of the Company; (b) all material alternative treatments within generally accepted accounting principles for policies and practices related to material items that have been discussed with management, including the ramifications of the use of such alternative disclosures and treatments and the treatment preferred by the independent auditors; and (c) other material written communications between the independent auditors and management.
12. Review with the independent auditors and internal auditors any audit problems or difficulties and management's response.
13. Review with management and the Company's independent auditors: (a) any major issues regarding accounting principles and financial statement presentation, including any significant changes in the Company's selection or application of accounting principles; (b) any significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements, including the effects of alternative GAAP methods; and (c) the effect of regulatory and accounting initiatives and off-balance sheet structures on the Company's financial statements.

14. Review: (a) the functions of the Company's internal audit department and (b) the scope and performance of the department's internal audit plan, including the results of any internal audits, any reports to management and management's response to those reports. The Committee should also discuss these matters with the Company's independent auditors.

#### Oversight of Corporate Compliance

15. Discuss with management, the internal auditors and the independent auditors the adequacy of the Company's policies and procedures to assess, monitor, and manage its corporate compliance programs.

#### Oversight of Enterprise Risk Management

16. Meet periodically with management and the internal auditors to discuss the Company's Enterprise Risk Management program, including the Company's major risk exposures and policies and the steps taken to identify, manage, and mitigate risks associated with the Company's business, including among others, financial, regulatory and cybersecurity risks and risks related to environmental and sustainability initiatives.
17. Discuss with management and the internal auditors significant risk management failures, if any, including management's response.
18. Oversee matters related to data protection and the security of the Company's information technology systems and operations, including programs and defenses against cyber threats and related disclosure controls and procedures.
19. Facilitate appropriate coordination among the Board's committees with respect to oversight of the Company's risk management.

#### Review of Financial Reports and Other Documents

20. Discuss earnings press releases (including, in particular, any non-GAAP information being disclosed), as well as financial information and earnings guidance provided to analysts and rating agencies.
21. Review the interim financial statements and disclosures under Management's Discussion and Analysis of Financial Condition and Results of Operations with management and the independent auditors prior to the filing of the Company's Quarterly Reports on Form 10-Q.
22. Discuss the results of the quarterly review and any other matters required to be communicated to the committee by the independent auditors under generally accepted auditing standards.
23. Review with management and the independent auditors the financial statements and disclosures under 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 the annual report to shareholders if distributed prior to the filing of Form 10-K), including

their judgment about the quality, not just the acceptability, of accounting principles, the reasonableness of significant judgments and the clarity of the disclosures in the financial statements.

24. Discuss the results of the annual audit and any other matters required to be communicated to the Committee by the independent auditors under generally accepted auditing standards.
25. Recommend to the Board that the financial statements be included in the Company's Annual Report on Form 10-K and prepare its report to be included in the Company's annual proxy statement, as required by SEC regulations.
26. Review management's report on internal control over financial reporting as of the end of the most recent fiscal year and the independent auditors' attestation report on the Company's internal control over financial reporting and a summary of the procedures followed to render such reports.
27. Review and discuss the reports of the internal auditor.
28. In consultation with the independent auditors, management and the internal auditors, review any major changes or improvements to the Company's financial and accounting principles and practices and internal control over financial reporting.
29. Review with internal and/or external legal counsel legal and regulatory matters, including legal cases against, or regulatory investigations of, the Company, that could have a significant impact on the Company's financial statements.
30. Review and discuss with management the Company's disclosure in its public filings and reports, related to environmental and sustainability risks, including, among others, waste, energy, emissions and water consumption and utilization and environmental liability, and the steps the Company has taken to monitor or mitigate environmental risks and impacts, as well as risks related to material environmental disclosures and published targets.
31. Periodically review management reports on the status of the Company's key internal financial systems and related databases.

#### Accounting and Auditing Complaints

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

#### Review of Related Party Transactions and Conflicts of Interests

33. Review and approve related party transactions, which include any related party transactions that the Company would be required to disclose pursuant to Item 404 of Commission Regulation S-K, and periodically review and approve the Company's related party transaction policy.

34. Review, approve or ratify requests from directors and executive officers of the Company for waivers from the Company's codes of conduct/ethics, including any conflicts of interest, and consider any required disclosures relating to such waivers.

Other

35. Perform any other activities in its discretion that are consistent with the Committee's purpose, or as determined necessary or appropriate by the Board.

**V. Evaluation Procedures**

The Committee shall review and reassess the adequacy of this Charter periodically and recommend any proposed changes to the Board for approval. The Committee shall annually evaluate the Committee's own performance and report to the Board the results of its evaluation.

**VI. Limitation of Committee's Role**

Nothing contained in this Charter is intended to expand applicable standards of liability under statutory or regulatory requirements for the directors of the Company or the members of the Committee. The purposes and responsibilities outlined in this Charter are meant to serve as guidelines rather than as inflexible rules and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.

While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or 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 and applicable rules and regulations, or that the Company's internal control over financial reporting is effective. These are the responsibilities of management and the independent auditor.

Adopted by the Audit Committee and approved by the Board on November 8, 2023