

1. Constitution and purpose

1. A committee named the Audit Committee has been constituted by the Group Supervisory Board pursuant to the statutory provisions in force at any time.
2. The Committee shall be appointed at the initial Group Supervisory Board meeting after the Annual General Meeting.
3. The Audit Committee is a Group Audit Committee and therefore also attends to the the audit committee tasks of the subsidiaries of the Jyske Bank Group which would also be under an obligation to establish an audit committee.

2. Membership and competencies

1. The Committee members shall be appointed by and among the members of the Group Supervisory Board of Jyske Bank.
2. The Committee shall consist of at least three members.
3. At least one of the committee's members must be independent and possess relevant and up-to-date financial (audit and accounting) understanding and experience.
4. All in all, the members of the committee must have competencies of relevance to a financial business.
5. The Committee shall be quorate when half, yet at least two, of its members participate in the meeting.

3. Meetings

1. The Committee shall meet at least four times a year, or as often as deemed necessary by the Chairman. It shall be attempted to hold the meetings in connection with meetings of the Group Supervisory Board, for instance the day before such meetings.
2. Generally, the meetings will be held as physical meetings, but could also be held as Teams meetings if the committee chairman finds it appropriate. However, a case must be referred to a physical meeting of the Committee or the Group Supervisory Board if one committee member so requests.
3. The Secretariat to Jyske Bank's Group Executive Board attends to the secretariat function for the Committee.
4. All Committee members may propose items to the agenda of the Committee meetings. Basically, the agenda will be submitted one week before the meeting is held.
5. The agenda of the ordinary committee meetings must at least contain:
 1. Approval of recent minutes
 2. Formalities
 3. Follow-up
 4. Resolutions and considerations of proposals to the Supervisory Board
 5. Information
 6. Other reporting/Issues
 7. Any other business
 8. Private Session

4. Authorisation and resources

1. The Committee shall report and make recommendations to the Group Supervisory Board.
2. The Committee shall be authorised to investigate all circumstances subject to the limits of the rules of procedure and to obtain the necessary information and the necessary assistance from the employees of the Jyske Bank Group and at the External Auditors.
3. It shall be possible for the Committee to make use of all the resources that the Committee deems necessary to perform its duties.

4. Other members of the Group Supervisory Board, members of the Executive Board as well as relevant employees shall be under an obligation to participate in meetings if summoned by the Committee.
5. The Committee invites, upon requirement, the External Auditors to participate in the committee meetings.

5. Area of responsibility and duties

1. The Committee shall have the following general areas of responsibility and duties:
 - 1) Supervise the Group's compliance with laws and regulations (operational audit)
 - 2) Supervise the basis for and the correctness of the financial information in the Group's annual and interim reports, as well as the correctness of the associated management report incl. sustainability reporting and associated statements (Organization and management, Risk report, Remuneration report, Report on good corporate governance, Social responsibility and ESG).
 - 3) Assess and carry out a closer examination of the actions and assessments made by the management in connection with the annual and interim reporting, with particular focus on:
 - a) Important accounting principles and accounting practices and changes therein.
 - b) Valuations that are largely based on estimates.
 - c) Significant and unusual transactions, including the recognition and measurement methods used and how information about this is presented.
 - d) Transparency of information, including transactions with related parties, including reporting of remuneration to the Executive Board.
 - e) Material adjustments as a result of audit.
 - f) Material entries made after the status date.
 - g) Compliance with accounting standards, etc.
 - h) Compliance with legislation and the result of the management's investigation of and follow-up on possible fraud.
 - i) Compliance and the presence of internal procedures, including controls.
 - j) Assessment of the risk of material misinformation as a result of fraud.
 - 4) Review and assess reports on the internal control and risk management systems prior to the Group Supervisory Board's processing and approval of the annual report.
 - 5) Investigate the circumstances surrounding the possible resignation of External Audit or Internal Audit and make recommendations on the steps deemed necessary to be taken as a result.
2. The Committee has the following primary tasks regarding External Auditors:
 - 1) Assess External Audit's independence, objectivity and competence, including whether External Audit has sufficient resources (number of certified bank auditors and their availability).
 - 2) Come up with recommendations for use in the Group Supervisory Board's recommendation to the general meeting on the selection of an external auditor.
 - 3) Review the External Audit's strategy and audit plan, etc. and all significant comments that the audit plan gives rise to.
 - 4) Review the External Audit protocol, including any issues and the management's reaction to this.
 - 5) Review the overall, general framework for External Audit's provision of non-audit services, including monitoring the nature of the external non-audit services and ensuring that the services are covered by the audit mandate and do not cast doubt on External Audit's independence.
 - 6) Approve non-audit services. Such benefits which do not exceed DKK 250,000 annually, excl. VAT, can, however, be pre-approved by the committee chairman alone, with subsequent briefing to the Audit Committee.
 - 7) Make proposals to the Group Supervisory Board regarding the audit agreement and the associated remuneration for the Group Supervisory Board's approval.
 - 8) Review and assess External Audit's measures to ensure quality, including External Audit's statement in the protocol on the internal quality assurance systems of the external audit firm.

3. The Committee has the following primary tasks regarding Internal Audit:
 - 1) Assess Internal Audit's independence, objectivity and competence, including whether the collaboration between External Audit and Internal Audit is functioning satisfactorily.
 - 2) Make recommendations on the selection and employment of the audit manager and possibly the assistant audit manager.
 - 3) Review and assess the functional description for Internal Audit and Internal Audit's budget for the coming year, including whether Internal Audit has sufficient resources for the audit of the Group.
 - 4) Discuss and assess the Internal Audit's strategy and audit plan, etc. and inform about all material comments that the audit plan gives rise to. Focus must be on particularly risky areas.
 - 5) Assess whether Internal Audit possesses the necessary skills and qualifications to implement the audit plan.
 - 6) Review the Internal Audit protocol, including any issues and the management's reaction to this.
 - 7) Assess Internal Audit's reporting on the effectiveness of internal controls in connection with financial reporting and risk management.
 - 8) Assess Internal Audit's reporting on operational matters, including particularly ensuring that the Group has organisation, the necessary controls and processes, etc. in the risk area, which ensures that the quantification of the Group's risks gives a true and fair picture and is at least compliant with applicable legislation. The Committee therefore continuously supervises i.a. validation reports.

6. Reporting

1. Minutes shall be prepared in writing of the Committee's meetings, and these minutes shall be approved by the Committee members.
2. The Group Supervisory Board shall be informed of Committee meetings at the next meeting of the Group Supervisory Board, and the information shall be given orally by the Chairman of the Committee in the cases where it was not possible to prepare written minutes before the meeting of the Group Supervisory Board.
3. The Group Supervisory Board shall receive copies of notices of meetings and supporting appendices and also be given access to the Committee's electronic files.
4. Information of the tasks and activities of the Committee in the course of a year shall be given in the annual report of Jyske Bank.

7. Evaluation

1. The Committee shall perform an annual evaluation covering the rules of procedure of the Committee, an assessment of the Committee's competencies and composition as well as a self-evaluation of the Committee's performance of areas of responsibility and duties as described under 5.
2. The Committee shall propose any amendments in this respect to the Group Supervisory Board.

8. Validity

This business procedure shall remain in force for the time being. In case of a wish for any material changes and at least every third year the business procedure shall be submitted to the Group Supervisory Board for adoption.