

SERVICETITAN, INC.

AUDIT COMMITTEE CHARTER

Adopted December 11, 2024

I. Purpose

The purpose of the Audit Committee (the “*Committee*”) is to assist ServiceTitan, Inc. (the “*Company*”) Board of Directors (the “*Board*”) in its oversight of: (i) the quality and integrity of the Company’s financial statements; (ii) the accounting and financial reporting processes, including the effectiveness of the Company’s internal controls over financial reporting; (iii) the Company’s compliance with legal and regulatory requirements; (iv) the quality and integrity of the annual audit, including the independent auditor’s qualifications and independence; and (v) the performance of the Company’s independent auditor; and (vi) the design and implementation of the Company’s internal audit function, and the performance of the internal audit function after it has been established.

The Committee’s responsibilities are limited to oversight. The Company’s management is responsible for establishing and maintaining accounting policies and procedures in accordance with generally accepted accounting principles (“*GAAP*”) and other applicable reporting and disclosure standards and for preparing the Company’s financial statements. The Company’s independent auditors are responsible for auditing and reviewing those financial statements. Each member of the Committee is entitled to rely on the integrity of those persons within the Company and from the professionals and experts from which the Committee receives information and, absent actual knowledge to the contrary, the accuracy of the financial and other information provided to the Committee by such persons, professionals, or experts.

II. Composition

The Committee must consist of at least three directors, each of whom must satisfy the independence requirements of the Nasdaq Stock Market (the “*Exchange*”) and the more rigorous independence rules for members of the Audit Committee issued by the Securities and Exchange Commission (the “*SEC*”), subject in each case to applicable transition provisions or exceptions. Each member of the Committee must be able to read and understand fundamental financial statements, including the Company’s balance sheet, income statement and cash flow statement. At least one member of the Committee must have past employment experience in finance or accounting, requisite professional certification in accounting or other comparable experience or background that leads to financial sophistication. At least one member of the Committee must be an “audit committee financial expert” as defined in Item 407(d)(5)(ii) of Regulation S-K. A person who satisfies this definition of audit committee financial expert will also be presumed to have financial sophistication.

No Committee member may simultaneously serve on the audit committee of more than three other public companies, unless the Board determines that such simultaneous service would not impair the ability of the member to effectively serve on the Committee and this determination is disclosed in accordance with Exchange rules.

Committee members may be removed from the Committee, with or without cause, by the Board. The Board may appoint a member of the Committee to serve as the chairperson of the Committee (the “*Chair*”). If the Board does not appoint a Chair, the Committee may designate a Chair by majority vote of the full Committee membership.

III. Meetings, Procedures and Authority

The Committee must meet at least once during each fiscal quarter. The Committee must meet separately, periodically, with management, the independent auditor, and the Company personnel primarily responsible for the design and implementation of internal controls.

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company's Bylaws that are applicable to the Committee.

The Committee may retain or terminate any independent counsel, experts, or advisors that the Committee believes to be necessary or appropriate. The Company must provide for appropriate funding, as determined by the Committee, for payment of compensation to the independent auditor for the purpose of preparing or issuing an audit report or performing other audit, review or attest services, for payment of compensation to any advisors employed by the Committee and for payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's Certificate of Incorporation and Bylaws and applicable Exchange rules.

The Committee may conduct or authorize investigations into any matters within the scope of the duties and responsibilities delegated to the Committee.

IV. Duties and Responsibilities

Interaction with the Independent Auditor

1. *Appointment and Oversight.* The Committee is directly responsible for the appointment, compensation, retention, evaluation, termination, and oversight of the work of the independent auditor and any other registered public accounting firm engaged for the purpose of preparing or issuing an audit report or related work or performing other audit, review or attest services for the Company (including resolution of any disagreements between Company management and the independent auditor regarding financial reporting), and the independent auditor and each such other registered public accounting firm must report directly to the Committee.

2. *Approval of Audit and Non-Audit Services.* The Committee will review the independent auditor's audit planning, scope, staffing, and fees. The Committee, or the Chair of the Committee, must pre-approve any audit and non-audit service provided to the Company by the independent auditor, unless the engagement is entered into pursuant to appropriate pre-approval policies established by the Committee or if such service falls within available exceptions under SEC rules.

3. *Annual Report on Independence and Quality Control.* The Committee must, at least annually, obtain and review a report from the independent auditor describing (a) the auditing firm's internal quality-control procedures; (b) any material issues raised by the most recent internal quality-control review or peer review of the auditing firm, or by any inquiry or investigation by governmental or professional authorities within the preceding five years relating to any independent audit conducted by the auditing firm, and any steps taken to deal with any such issues; and (c) all relationships and services between the independent auditor and the Company in order to assess the independent auditors' independence.

Annual Financial Statements and Annual Audit

4. *Annual Audit Results.* The Committee must review with management and the independent auditor the results of the annual audit, including the independent auditor's assessment of the quality, not just acceptability, of the Company's accounting principles and practices, the independent auditor's views about qualitative aspects of the Company's significant accounting practices, the reasonableness of significant judgments and estimates (including material changes in estimates), all known and likely misstatements identified during the audit (other than those the independent auditor believes to be trivial), the adequacy of the disclosures in the financial statements and any other matters required to be communicated to the Committee by the independent auditor under the standards of the Public Company Accounting Oversight Board ("*PCAOB*").

5. *Audit Problems.* The Committee must discuss with the independent auditor any audit problems or difficulties encountered during the course of the audit, and management's response.

6. *Form 10-K Review.* The Committee must review and discuss the annual audited financial statements with management and the independent auditor, including the Company's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the matters required to be discussed by applicable PCAOB standards and SEC rules. Any material changes in accounting principles or accounting for new significant items must also be reviewed.

7. *Audit Committee Report.* The Committee must provide the Company with the report of the Committee with respect to the audited financial statements for inclusion in the Company's annual proxy statement.

Quarterly Financial Statements

8. *Form 10-Q Review.* The Committee must review and discuss the quarterly financial statements with management and the independent auditor, including the Company's disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the matters required to be discussed by applicable PCAOB standards and SEC rules. Any material changes in accounting principles or accounting for new significant items must also be reviewed.

Other Duties and Responsibilities

9. *Review of Earnings Releases.* The Committee must discuss the Company's earnings press releases, as well as financial information and earnings guidance provided to analysts and rating agencies.

10. *Internal Controls.* The Committee shall periodically review and meet separately with management and the independent auditor to discuss their periodic reviews of the integrity, adequacy and effectiveness of the Company's accounting and financial reporting processes, systems of internal controls, including any changes, significant deficiencies, or material weaknesses in those controls reported by the independent auditor or management, any special audit steps adopted in light of significant control deficiencies, and any fraud, whether or not material, that involves management or other Company employees who have a significant role in the Company's internal controls.

11. *Risk Assessment and Risk Management.* The Committee must discuss the Company's policies with respect to risk assessment and risk management.

12. *Hiring of Independent Auditor Employees.* The Committee must set clear hiring policies for employees or former employees of the Company's independent auditor.

13. *Whistleblower Procedures.* The Committee must establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and for the confidential and anonymous submission by Company employees of concerns regarding questionable accounting or auditing matters.

14. *Legal Matters.* The Committee will periodically review and discuss with management (including, as appropriate, the Chief Legal Officer), and the internal auditors, if applicable, (a) the overall adequacy and effectiveness of the Company's legal, regulatory, and compliance programs, including anti-bribery and anti-corruption laws and regulations, (b) the nature and status of significant legal matters, and (c) any legal matters that could have a material impact on the Company's financial statements or the Company's compliance procedures.

15. *Review of Related Person Transactions.* The Committee will periodically review the Company's policies and procedures for reviewing and approving "related person transactions" as defined by Item 404 of Regulation S-K and approve or recommend to the Board any changes to such policies and procedures. In accordance with the Company's Related Person Transaction Policy and Procedures and Exchange rules, the Committee will review and, if appropriate, approve related person transactions and oversee such transactions on an ongoing basis. The Audit Committee shall also review and oversee all transactions between the Company and a related person (as defined in Item 404 of Regulation S-K), in accordance with the Company's policies and procedures.

16. *Banking Relations.* The Committee shall oversee management's administration of the Company's banking arrangements and similar financial relationships, including authority to approve standing borrowing resolutions and corporate banking resolutions, as applicable.

17. *Cybersecurity.* The Committee shall consult with management to establish procedures and internal controls relating to cybersecurity.

18. *Waiver of Code of Conduct.* The Committee will be responsible for reviewing, evaluating and, if appropriate, recommending to the Board approval of any contemplated waiver of a provision of the Company's Code of Conduct involving directors and executive officers.

19. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.

20. *Committee Self-Evaluation.* The Committee must periodically perform an evaluation of the performance of the Committee.

21. *Review of this Charter.* The Committee must annually review and reassess this Charter and submit any recommended changes to the Board for its consideration.

V. Delegation of Duties

In fulfilling its responsibilities, the Committee is entitled to delegate any or all of its responsibilities to a subcommittee of the Committee.