Elanco Animal Health Incorporated
Audit Committee Charter

Purpose
The primary function of the Audit Committee (the "Committee") is to assist the Board of Directors (the "Board") of Elanco Animal Health Incorporated (the "Company") in fulfilling its oversight of:

- The integrity of the Company's financial statements and any other financial information which will be provided to the Company's shareholders and others;
- The independent auditor's qualifications and independence;
- The systems of internal controls and disclosure controls which management has established;
- The performance of internal and independent audit functions;
- The Company's risk assessment and risk management processes related to financial matters;
- The Company's compliance with legal and regulatory requirements involving matters of financial compliance; and
- The Company's information security and data privacy matters as they relate to financial reporting and internal controls.

The responsibilities set forth in this Charter do not reflect or create any duty or obligation of the Committee: (a) to plan or conduct any audit; (b) to determine or certify that the Company's financial statements are complete, accurate, fairly presented or in accordance with generally accepted accounting principles ("GAAP") or applicable law; or (c) to guarantee or otherwise certify the independent auditor's reports.

Composition and Term
The Committee shall consist of no fewer than three directors. All Committee members must meet applicable New York Stock Exchange ("NYSE") and Securities and Exchange Commission ("SEC") independence and experience requirements or any stricter requirements that may be established by the Committee or the Board. All Committee members shall be financially literate or must become financially literate within a reasonable period of time after appointment to the Committee. At least one member of the Committee shall be an Audit Committee financial expert and financially sophisticated as determined by the Board in accordance with SEC rules and NYSE listing standards. Any action duly taken by the Committee shall be valid and effective, whether or not the members of the Committee at the time of such action are later determined not to have satisfied the requirements for membership.

The Committee members shall be appointed annually by the Board and will serve at the Board's discretion. The Committee chair shall be designated by the Board.

No member of the Committee may serve on the audit committee of more than three public companies, including the Company, unless the Board has determined that such simultaneous service would not impair the ability of such member to effectively serve on the Committee.

Administrative Matters
The Committee shall meet at such times as it determines to be necessary or appropriate, but not less than four times per year. A majority of the members of the Committee shall constitute a quorum for meeting, and the affirmative vote of a majority of the members present at a meeting

at which a quorum is present shall constitute action of the Committee. The Committee may take action without a meeting by the unanimous written consent of its members.

The Committee shall report to the Board at the next Board meeting following each Committee meeting.

The Committee shall meet in executive session at such times as it deems appropriate, and shall meet periodically with management, the head of internal audit and the Company's independent registered public accounting firm (the "independent auditor") in separate executive sessions.

The Committee may request any officer or employee of the Company, the Company's outside counsel or representatives of the Company's independent auditor to attend a meeting of the Committee or to meet with any members of, or advisors to, the Committee. Requests for information from Committee members shall be directed to and coordinated through the Chair of the Committee, who shall liaise with members of management as needed with respect to such requests that concern fulfilling the Committee's duties and responsibilities.

Delegation
The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee, so long as such subcommittee is solely comprised of one or more members of the Committee and such delegation is not otherwise inconsistent with law and applicable rules and regulations of the SEC and the NYSE.

External Resources
The Committee shall (at the Company's expense) have the sole authority to retain and/or terminate any outside advisors it deems necessary to assist in fulfilling its duties, including independent counsel, accountants, or others to assist in the Committee's responsibilities, including the conduct of any investigation.

Duties and Responsibilities
The Committee shall have the following duties and responsibilities:

<u>Audit Functions</u>

1. Be solely and directly responsible for the appointment, evaluation, compensation, oversight and, if appropriate, replacement of the work of the independent auditor, including by:
    - Appointing (subject, in the Committee's discretion, to shareholder ratification) or replacing the independent auditor;
    - Approving the compensation of the independent auditor;
    - Reviewing and evaluating the lead partner of the independent auditor;
    - At least annually, reviewing and evaluating the overall performance and conduct of the independent auditor and whether to rotate the independent auditor;
    - Reviewing the audit scope and audit plan of the independent auditor and overseeing the annual audit;
    - Reviewing the scope and plan for the independent auditor's annual audit of the Company's internal controls over financial reporting;
    - At least annually, obtaining and reviewing a report from the independent auditor, which describes its internal compliance procedures, any issues raised from peer reviews, any inspection of the independent auditor by the Public Company Accounting Oversight Board ("PCAOB"), or other quality reviews of the

independent auditor, any steps taken to deal with the issues and all relationships between the independent auditor and the Company or other matters that could affect the independent auditor's independence, fitness and/or ability to perform the audit;
- Overseeing rotation of the lead audit partner of the independent auditor as required by law or any stricter policies as may be established by the Committee;
- Working with management to ensure clear hiring policies for employees or former employees of the independent auditor; and
- Resolving disagreements between management and the independent auditor regarding financial reporting.

2. Pre-approve all audit services and permitted non-audit services (including fees), including pre-approval of non-audit services in compliance with the International Ethics Standards Board of Accountants, to be performed for the Company by the independent auditor and audit services and permitted non-audit services (including fees) to be performed by audit firms that perform audits for the Company, other than the independent auditor, consistent with the requirements of the SEC and NYSE, or any stricter standards as may be adopted by the Committee.

3. Oversee the internal audit function, including by:
   - Reviewing with the head of internal audit, the independent auditor and management at least annually, the responsibilities, budget, staffing, effectiveness and performance of the internal audit function, including the structure, qualification and activities of the internal audit function and the scope of internal audit responsibilities in relation to the independent auditor's duties;
   - Recommending for Board approval the appointment and, if appropriate, replacement of the head of internal audit;
   - Reviewing and approving all matters related to responsibilities, budget and staffing of the internal audit function;
   - Reviewing and approving the internal audit plan, including the plan for testing of internal controls over financial reporting, the process used to develop the plan, the status of activities, significant findings, recommendations and management's response;
   - Reviewing significant reports to management prepared by internal audit and management's responses;
   - Reviewing the results of the internal controls testing, including any significant deficiencies or material weaknesses identified in the testing and management's responses;
   - Reviewing and approving annually the Company's annual internal audit plans related to non-financial compliance, manufacturing quality, Good Manufacturing Practices compliance and Good Clinical Practices compliance;
   - Reviewing the Corporate Audit Services Charter, with authority to approve amendments thereof; and
   - The head of internal audit will report directly to the chair of the Committee, with a secondary reporting relationship to the Chief Financial Officer for administrative purposes.

4. Prepare a report for inclusion in the Company's annual proxy statement in accordance with SEC regulations.

5. Review, with management and the independent auditor, the annual and quarterly financial results before they are filed in periodic reports with the SEC or other regulators. These reviews shall include discussions with management and the independent auditor regarding significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements.

6. Receive regular reports from the independent auditor on the critical accounting policies and practices of the Company, selection or application of accounting principles and significant alternative treatments of financial information within GAAP that have been discussed with management. The Committee shall discuss with the independent auditor all matters required to be communicated to the Committee by the independent auditor under the standards of the PCAOB and the NYSE, including all "critical audit matters." The Committee shall engage in dialogue with the independent auditor and management to understand the nature of each critical audit matter, if any, the independent auditor's basis for identifying a matter as a critical audit matter and how each such identified matter will be described in the independent auditor's report.

7. Review and discuss with management the Company's earnings press releases, as well as financial information and earnings guidance provided to analysts and rating agencies.

8. Review and discuss with management the Company's use of non-GAAP information and key performance indicators in connection with the reporting of the Company's financial results.

9. Provide an open avenue of communication between the independent auditor, the head of internal audit and the Board, including sufficient opportunity for the independent auditor and the head of internal audit to meet with the Committee in private session.

10. Consider and review with the independent auditor, the Chief Accounting Officer and the head of internal audit:
    - The independent auditor's audit of the Company's financial statements and the auditor's report thereof;
    - The independent auditor's audit with respect to the Company's internal controls over financial reporting and the independent auditor's report thereof;
    - Any related significant findings and recommendations of the independent auditor or internal auditor, including any significant deficiencies or material weaknesses, together with management's responses thereto;
    - Any difficulties encountered in the course of the audit, including any restriction on the scope of work or access to required information and any significant disagreements with management, and any other matters arising from the audit that are significant to the oversight of the Company's financial reporting process; and
    - Any material written communications between the independent auditor and management, including management representation letters or schedules of unadjusted differences.

11. Review and discuss with management and the independent auditor the certifications and any related disclosures made by the Company in its periodic reports about the results of management's evaluation of the effectiveness of disclosure controls and procedures and any significant deficiencies or material weaknesses in the design or operation of internal control over financial reporting, and any fraud involving management or other employees

who have a significant role in the Company's internal control over financial reporting, prior to the filing of the Company's annual report on Form 10-K and quarterly reports on Form 10-Q.

12. Administer and oversee compliance with the Company's related person transactions policy and code of conduct, and make recommendations to the Board for any amendments.

13. Periodically review the Company's insider trading policy with authority to administer the policy and make recommendations to the Board for any amendment of the policy.

14. Oversee procedures to promote and protect employee and third-party reporting of suspected fraud or wrongdoing relating to accounting, auditing, financial reporting or internal controls, including procedures for:
    - Receiving, retaining and addressing complaints received by the Company relating to such matters;
    - Enabling employees to submit to the Committee, on a confidential and anonymous basis, any concerns regarding such matters; and
    - Protecting reporting employees from retaliation.

15. For matters of financial compliance (accounting, auditing, financial reporting and investor disclosures), assist the Board in its oversight of legal and regulatory compliance by having sole oversight over such matters, generally oversee the Company's compliance with applicable laws and significant legal and compliance exposure, and review material reports or inquiries from regulators related to such matters.

Compliance Functions

16. Review policies and practices related to the health and safety of employees.

17. Receive reports (a) from the Chief Ethics and Compliance Officer at least four times per year, (b) from the head of internal audit and the Senior Vice President of Quality at least annually and (c) from the Senior Director of Elanco Ethics and Compliance, the head of internal audit or the Senior Vice President of Quality, if and when such individual determines, in his or her discretion, that an issue or concern requires the prompt attention of the Committee.

18. Hold executive sessions at least two times per year to discuss compliance and enterprise risk management with the Chief Ethics and Compliance Officer and the Senior Vice President of Quality (or persons performing similar functions).

General Functions

19. Oversee the Company's programs, policies and procedures related to information asset security and data protection as they relate to financial reporting and internal controls, including data privacy, network security, artificial intelligence, and machine learning, and meet periodically with the Company's Chief Information Officer (or person performing a similar function) to discuss these matters.

20. Inquire of management, the head of internal audit and the independent auditor about significant financial risks or exposures, and evaluate the steps management has taken to monitor and control such significant financial risks or exposures to the Company.

21. Conduct or authorize investigations into any matters within the Committee's scope of responsibilities.

22. Review and assess the adequacy of the reporting and information flows the Committee is receiving, and make such changes as are required to maintain and enhance the Committee's effectiveness.

23. Annually review and assess this charter and recommend any proposed changes to the Board for approval.

24. Annually review the performance of the Committee.

The Committee shall also undertake such additional activities within the scope of its primary functions as the Board or the Committee may from time to time determine.

Last Amended: November 19, 2026