

**CHARTER OF THE COMPENSATION COMMITTEE
OF THE BOARD OF DIRECTORS OF DUCK CREEK TECHNOLOGIES, INC.**

Adopted August 7, 2020

I. PURPOSE OF THE COMMITTEE

The purposes of the Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Duck Creek Technologies, Inc., a Delaware corporation (the “Corporation”), are (i) to oversee the Corporation’s compensation and employee benefit plans and practices, including its executive compensation plans and its incentive-compensation and equity-based plans; (ii) to review and discuss with management the Corporation’s compensation discussion and analysis (“CD&A”) to be included in the Corporation’s annual proxy statement or annual report on Form 10-K filed with the U.S. Securities and Exchange Commission (the “SEC”); (iii) to prepare the Compensation Committee Report as required by the rules of the SEC; and (iv) to perform such further functions as may be consistent with this charter of the Committee (this “Charter”) or assigned by applicable law, rule or regulation, the Corporation’s certificate of incorporation or bylaws, in each case, as amended from time to time, or the Board.

II. COMPOSITION OF THE COMMITTEE

The Corporation is a party to a stockholders agreement with Accenture LLP (“Accenture LLP”), Accenture Holdings, BV (“Accenture BV”, and together with Accenture LLP, the “Accenture Investors”) and Disco (Guernsey) Holdings L.P. Inc. (the “Apax Investor”), dated August 14, 2020 (the “Stockholders Agreement”), pursuant to which the Apax Investor (together with the Accenture Investors, the “Investor Parties”) have the right to designate a varying number of directors to the Board and each committee of the Board based on the proportionate interest which the Investor Parties hold in shares of the Corporation’s common stock. Except as otherwise permitted by applicable rules of The Nasdaq Stock Market LLC (“Nasdaq”), and subject to the Stockholders Agreement, the Committee shall consist of two or more directors as determined from time to time by resolution of the Board.

Each member of the Committee shall be qualified to serve on the Committee pursuant to the rules and regulations of the SEC and of Nasdaq, at such time as the Corporation is subject to these requirements and subject to applicable phase-in rules and any exemptions available to a "Controlled Company" as defined by the rules of Nasdaq that may be applicable, and any additional requirements that the Board deems appropriate. To the extent necessary or advisable, a minimum of two members of the Committee shall also qualify as “non-employee directors” within the meaning of Rule 16b-3 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

The chairperson of the Committee shall be designated by the Board, *provided* that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson. Any vacancy on the Committee shall be filled by majority vote of

the Board. Any director serving on the Committee may be removed from the Committee at any time by the Board.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Committee shall meet (which may be telephonically or otherwise as set forth below) at least one time annually or more frequently as it shall determine is reasonably necessary to carry out its duties and responsibilities. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary, provided, that the Chief Executive Officer of the Corporation may not be present during any portion of a Committee meeting in which deliberation or any vote regarding his or her compensation occurs. Subject to the bylaws of the Corporation, a majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum.

The Committee may form subcommittees (including ad hoc committees) for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; provided, however, that no subcommittee shall consist of fewer than two members; and provided further 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.

The Committee shall maintain minutes of its meetings and records relating to those meetings and shall periodically provide copies of such minutes to the Board and report regularly to the Board on its activities, as appropriate.

IV. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

A. *Executive Compensation*

The Committee shall have, among others, the following duties and responsibilities with respect to the Corporation's executive compensation plans:

(i) To review at least annually the goals and objectives of the Corporation's executive compensation plans, and amend, or recommend that the Board amend, these goals and objectives if the Committee deems it appropriate.

(ii) To review at least annually the Corporation's executive compensation plans in light of the Corporation's goals and objectives with respect to such plans, and, if the Committee deems it appropriate, adopt, or recommend to the Board the adoption of, new, or the amendment of existing, executive compensation plans.

(iii) To evaluate annually the performance of the Chief Executive Officer in light of the goals and objectives of the Corporation's executive compensation plans, and determine and approve, or make recommendations to the Board with respect to, the Chief Executive Officer's compensation level based on this evaluation; provided, however, that if two members of the

Committee are not “non-employee directors” within the meaning of Rule 16b-3 of the Exchange Act, the Committee shall request that the Board make determinations with respect to compensation that is subject to Section 16 of the Exchange Act. In determining the long-term incentive component of the Chief Executive Officer’s compensation, the Committee shall consider factors as it determines relevant, which may include, for example, the Corporation’s performance and relative stockholder return, the value of similar awards to chief executive officers of comparable companies, and the awards given to the Chief Executive Officer of the Corporation in past years. The Committee may discuss the Chief Executive Officer’s compensation with the Board if it chooses to do so.

(iv) To evaluate annually the performance of the other executive officers of the Corporation in light of the goals and objectives of the Corporation’s executive compensation plans, and determine and approve, or make recommendations to the Board with respect to the compensation of such other executive officers; it being understood that if two members of the Committee are not “non-employee directors” within the meaning of Rule 16b-3 of the Exchange Act, the Committee shall request that the Board make determinations with respect to compensation that is subject to Section 16 of the Exchange Act. To the extent that long-term incentive compensation is a component of such executive officer’s compensation, the Committee (or the Board, if requested by the Committee) shall consider all relevant factors, in its discretion, in determining the appropriate level of such compensation, including the factors applicable with respect to the Chief Executive Officer.

(v) To review and approve any severance or termination arrangements to be made with any executive officer of the Corporation.

(vi) To review perquisites or other personal benefits to the Corporation’s executive officers and directors and recommend any changes to the Board.

(vii) To consider the results of the most recent shareholder advisory vote on executive compensation as required by Section 14A of the Exchange Act and, to the extent the Committee determines it appropriate to do so, take such results into consideration in connection with the review and approval of executive officer compensation.

(viii) To review and recommend to the Board how frequently the Corporation should permit stockholders to have an advisory vote on executive compensation (“say-on-pay”), once required. This review may take into account the historical results of stockholder advisory votes on the frequency of say-on-pay resolutions of the Corporation.

(ix) To the extent it deems necessary, review and approve the terms of any compensation “clawback” or similar policy or agreement between the Corporation and the Corporation’s executive officers or other employees subject to Section 16 of the Exchange Act.

(x) To perform such duties and responsibilities as may be assigned to the Committee under the terms of any executive compensation plan.

B. Board and Committee Compensation.

The Committee shall evaluate annually the appropriate level of compensation for Board and Committee service (including service as a chairperson of any committee) by non-employee members of the Board.

C. *General Compensation and Employee Benefit Plans*

The Committee shall have, among others, the following duties and responsibilities with respect to the Corporation's general compensation and employee benefit plans, including incentive-compensation and equity-based plans:

(i) To review at least annually the goals and objectives of the Corporation's general compensation plans and other employee benefit plans, including incentive-compensation and equity-based plans, and amend, or recommend that the Board amend, these goals and objectives if the Committee deems it appropriate.

(ii) To review at least annually the Corporation's general compensation plans and other employee benefit plans, including incentive-compensation and equity-based plans, in light of the goals and objectives of these plans, and recommend that the Board amend these plans if the Committee deems it appropriate.

(iii) To review all equity-compensation plans to be submitted for stockholder approval under the Nasdaq listing standards, and to review and, in the Committee's sole discretion, approve all equity-compensation plans that are exempt from such stockholder approval requirement.

(iv) To review compensation arrangements for the Corporation's employees to evaluate whether incentive and other forms of pay encourage unnecessary or excessive risk taking, and review and discuss, at least annually, the relationship between risk management policies and practices, corporate strategy and the Corporation's compensation arrangements.

D. *Other Responsibilities.*

The Committee shall have the following additional duties and responsibilities:

(i) To review and discuss with management the Corporation's CD&A, and, based on that review and discussion, to recommend to the Board that the CD&A be included in the Corporation's annual proxy statement or annual report on Form 10-K.

(ii) To prepare the Compensation Committee Report in accordance with the rules and regulations of the SEC for inclusion in the Corporation's annual proxy statement or annual report on Form 10-K.

(iii) To review and, if the Committee deems it appropriate, comment on the description of the Committee's processes and procedures for the consideration and determination

of executive and director compensation to be included in the Corporation's annual report on Form 10-K.

In addition to the foregoing, the Committee shall perform such other functions as assigned by law, the Corporation's certificate of incorporation or bylaws, in each case, as amended from time to time, or the Board.

V. EVALUATION OF THE COMMITTEE

The Committee shall, no less frequently than annually, evaluate its performance. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope and shall recommend such changes as it deems necessary or appropriate. The Committee shall address all matters that the Committee considers relevant to its performance, including at least the following: the adequacy, appropriateness and quality of the information and recommendations presented by the Committee to the Board, the manner in which they were discussed or debated, and whether the number and length of meetings of the Committee were adequate for the Committee to complete its work in a thorough and thoughtful manner.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended amendments to this Charter and any recommended changes to the Corporation's or the Board's policies or procedures.

VI. INVESTIGATIONS AND STUDIES; OUTSIDE ADVISERS

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities, and may, in its sole discretion, retain or obtain the advice of a compensation consultant, legal counsel or other adviser. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any compensation consultant, legal counsel or other adviser retained by the Committee, the expense of which shall be borne by the Corporation. The Committee may select a compensation consultant, legal counsel or other adviser to the Committee only after taking into consideration the following:

- (a) The provision of other services to the Corporation by the person that employs the compensation consultant, legal counsel or other adviser;
- (b) The amount of fees received from the Corporation by the person that employs the compensation consultant, legal counsel or other adviser, as a percentage of the total revenue of the person that employs the compensation consultant, legal counsel or other adviser;
- (c) The policies and procedures of the person that employs the compensation consultant, legal counsel or other adviser that are designed to prevent conflicts of interest;
- (d) Any business or personal relationship of the compensation consultant, legal

counsel or other adviser with a member of the Committee;

- (e) Any stock of the Corporation owned by the compensation consultant, legal counsel or other adviser; and
- (f) Any business or personal relationship of the compensation consultant, legal counsel, other adviser or the person employing the adviser with an executive officer of the Corporation.

The Committee shall conduct the independence assessment with respect to any compensation consultant, legal counsel or other adviser that provides advice to the Committee, other than: (i) in-house legal counsel; and (ii) any compensation consultant, legal counsel or other adviser whose role is limited to the following activities for which no disclosure would be required under Item 407(e)(3)(iii) of Regulation S-K: consulting on any broad-based plan that does not discriminate in scope, terms, or operation, in favor of executive officers or directors of the Corporation, and that is available generally to all salaried employees; or providing information that either is not customized for the Corporation or that is customized based on parameters that are not developed by the compensation consultant, and about which the compensation consultant does not provide advice.

Nothing herein requires a compensation consultant, legal counsel or other compensation adviser to be independent, only that the Committee consider the enumerated independence factors before selecting or receiving advice from a compensation consultant, legal counsel or other compensation adviser. The Committee may select or receive advice from any compensation consultant, legal counsel or other compensation adviser it prefers, including ones that are not independent, after considering the six independence factors outlined above.

Nothing herein shall be construed: (1) to require the Committee to implement or act consistently with the advice or recommendations of the compensation consultant, legal counsel or other adviser to the Committee; or (2) to affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of its duties.

This Charter may be amended at any time by resolution or written consent of the Board.

* * *