



Code of Business Conduct & Ethics - Global

Category:	Global ▾		
Type:	Policy ▾		
Applicability:	Global - Coinbase, Global Inc. ▾		
Document Classification:	Internal ▾	Unique Identifier No:	252092
Version	v4.2	Version Effective Date:	April 1, 2024
Issuing Department:	Legal ▾		
Contact:	Direct any questions regarding this Document to the CLO identified in Appendix 1 of this policy or their authorized representative.		
Document Summary:	This policy establishes the global ethical standards for all officers, employees, and other Company Members and demonstrates the seriousness of Coinbase's commitment to those standards.		

Table of contents

1. Overview	2
2. Applicability	3
3. Statement	3
3.1. Key Corporate Values	3
3.2. Fair Dealing	3
3.3. Conflicts of Interest	4
3.3.1. Use of Company Property	4
3.3.2. Dealings with Partners, Suppliers and Competitors	5
3.3.3. Interests In or Relationships with Other Companies	5
3.3.4. Dealings with Related Parties	6
3.3.5. Loans	6
3.3.6. Personal Relationships	6
3.3.7. Reporting Obligations	6
3.4. Confidentiality and Corporate Assets and Corporate Opportunities	7
3.5. Financial Matters and Business Practices	7
3.6. Compliance with All Laws, Rules and Regulations	10
3.7. Insider Trading	11
3.8. Special Note Regarding Antitrust Laws	12
3.9. Lawsuits and Legal Proceedings	12
3.10. Risk Awareness and Acting Like a Risk Manager	13
3.11. Reporting of Potential Violations by Company Members	13
3.12. External Reporting of Wrongdoing	16
3.12.1. Reporting to Law Enforcement	16
3.12.2. Reporting to Regulatory Agencies	16
4. Roles and Responsibilities	16
5. Reporting of Non-Compliance	17
6. Governance	17
a. No Rights Created	17
b. Amendments, Waivers and Public Disclosure	17
7. Appendices	17
Appendix 1	18
Appendix 2	19

1. Overview

Coinbase Global, Inc., Coinbase, Inc., Coinbase Custody Trust Company, LLC, and such other affiliated entities as described in Appendix 1 (hereafter, “**Coinbase**,” the “**Company**,” “**we**,” or “**our**”) that have adopted this Code of Business Conduct and Ethics (this “**Code**”) are committed to the highest standards of legal, honest and ethical business conduct and have long operated our business consistent with written operating principles and policies that reinforce this commitment. This Code summarizes the ethical standards for all officers, employees, consultants, agents, representatives, independent contractors of the Company and members of our Board of Directors (collectively, “**Company Members**”) and demonstrates the seriousness of our commitment.

Our business is complex in terms of the geographies and cultures in which we function and the laws with which we must comply. To help our Company Members understand what is expected of them and to carry out their responsibilities, we have created this Code. Responsibility for overseeing adherence to this Code rests with the Company’s Chief Legal Officer or their designee (“**CLO**”), as instructed by the Company’s Board of Directors (the “**Board**”). For Coinbase Custody Trust Company, LLC only, the Chief Compliance Officer (the “**CCO**”) will have the duties outlined for the CLO in this Code. For all other entities, the responsible individuals are identified in Appendix 1.

This Code is not intended to be a comprehensive guide to all of our policies or to all responsibilities under law or regulation. All Company Members are expected to be familiar with applicable laws and regulations in their area of operation, and the Company expressly prohibits any activity by Company Members that violates any applicable law or regulation.

Please note that the Company has additional policies that cover other specific topics that Company Members are expected to follow. These policies, which can be accessed through the Company intranet or the following links, include:

- [Anti-Bribery and Corruption Policy](#);
- [Employee Corporate & Investor Communications Policy](#);
- [Insider Trading Policy](#);
- [Global Digital Asset Trading Policy](#);
- [Related Party Transactions Policy](#);
- [Social Media Guidelines](#);
- [Global Whistleblower Protection Policy](#); and
- [Employee Outside Activities & Investments Policy](#).

We expect each Company Member to read and become familiar with the ethical standards described in this Code. Violations of the law, our corporate policies, or this Code may result in disciplinary action, including dismissal.

2. Applicability

Compliance with this Code is mandatory for every Company Member. In addition to this Code, Company Members are subject to and must comply with other subject matter-specific policies and procedures of the Company, as applicable.

3. Statement

3.1. Key Corporate Values

The Company values and wishes to hold its Company Members to a code of conduct that seeks alignment with the following key cultural tenets and corporate values:

- **Clear communication**
- **Efficient execution**
- **Act like an owner**
- **Top talent**
- **Championship team**
- **Continuous learning**
- **Customer focus**
- **Repeatable innovation**
- **Positive energy**
- **Mission first**

Foundational to each of our cultural tenets are the corporate values of Respect and Integrity. These values pertain to how people interact with each other and other third parties.

- **Respect** means that we value people equally, regardless of their background or any personal characteristic. People are to be treated with dignity, kindness, and common courtesy.
- **Integrity** pertains to truthfulness and transparency of motives. We want to be truthful always, but most so when the truth is in need of knowing by the other party, regardless of how it may disadvantage us. We wish to be upfront about the motives that drive our goals, strategies, and behaviors.

3.2. Fair Dealing

Company Members are required to comply fully with the Foreign Corrupt Practices Act, the UK Bribery Act and other anti-bribery laws and regulations and to deal honestly, ethically, and fairly not only with each other, but also with customers, partners, suppliers, competitors, and other third parties. We:

- Prohibit bribes, kickbacks, or any other form of improper payment, direct or indirect, to anyone, including any government official, candidate for political office, labor union,

customer, supplier, or other third party, in order to obtain a contract, some other commercial benefit, or government action.

- Prohibit Company Members from accepting any bribe, kickback, or improper payment from anyone.
- May only give or receive anything of value to or from a government official, candidate for political office, labor union, customer, supplier, or other third party if it is reasonable and customary, proportionate to the underlying business purpose for which it is given, and is not lavish, extravagant, or frequent.
- Limit marketing and client entertainment expenditures to those that are necessary, prudent, job related, and consistent with our policies.
- Require clear and precise communication in our contracts, advertising, literature, and other public statements and seek to eliminate misstatement of fact or misleading impressions.
- Reflect accurately on all invoices to customers the sale price and terms of sale for products and services sold or rendered.
- Protect all proprietary data our customers, partners, or suppliers provide to us as reflected in our agreements with them or as compelled by law.
- Prohibit our representatives from otherwise taking unfair advantage of our customers, partners, or suppliers, or other third parties, through manipulation, concealment, abuse of privileged information, or any other unfair-dealing practice.

3.3. Conflicts of Interest

All Company Members must avoid situations in which their personal interests may conflict, or appear to conflict, with the interests of the Company.

It is not possible to list every situation that might give rise to a conflict of interest, but the information that follows serves as a guide, highlighting important areas where conflicts may arise. The responsibility for conduct within the letter and the spirit of this Code regarding conflicts of interest rests with each Company Member. It is important to avoid not only any situation that is an obvious conflict of interest, but also to be aware of situations that might *appear* to be a conflict.

3.3.1. Use of Company Property

In the absence of prior Company approval, assets of the Company should be used for legitimate business purposes and for personal purposes only to the extent allowed by Company policy. All Company Members have an obligation to use Company property efficiently and to report any theft or damage to Company property to appropriate Company management personnel.

By using any Company electronic equipment or systems or by accessing the Internet or any Company intranet using a Company sign-on ID or any Company computer equipment or systems, a Company Member acknowledges that he or she represents the Company and agrees to comply with any and all applicable [acceptable use](#) and [information security policies](#). These policies highlight critical rules for Company Members to follow when accessing our system, network and information resources, including rules with respect to the use of Internet and intranet services, e-mail, telephone and other electronic communication resources.

3.3.2. Dealings with Partners, Suppliers and Competitors

Company Members must select and deal with suppliers, customers, partners and other persons doing or seeking to do business with the Company in an impartial manner and in compliance with internal processes for onboarding such third parties, without favor or preference based upon any considerations other than the Company's best interests. Company Members must not seek or accept, directly or indirectly, any payments, fees, services, or loans from any person or business entity that does or seeks to do business with the Company. Company Members are not prohibited however from receiving compensation for outside services where permitted by the Company and where such outside services will not affect the impartial discharge of such person's duties or obligations to the Company. Employees must always comply with the [Employee Outside Activities & Investments Policy](#). In the absence of prior Company approval, with regard to any person or business entity that does or seeks to do business with the Company, Company Members shall not seek or accept for themselves, or for any family member, any gifts, entertainment, or other favors of a character that goes beyond common courtesies consistent with ethical and accepted business practices and the Company's [Anti-Bribery and Corruption Policy](#). Company Members also must comply with the Anti-Bribery and Corruption Policy with respect to providing any gifts, entertainment or other favors to third parties.

3.3.3. Interests In or Relationships with Other Companies

Company Members are expected to devote their best efforts and attention to the full-time performance of their jobs and to avoid situations where their personal interests may conflict, or appear to conflict, with the Company's interests. For employees, relationships with, and interests or investments in third parties are governed by the [Employee Outside Activities & Investments Policy](#).

3.3.4. Dealings with Related Parties

Company Members must not conduct business on behalf of the Company with a relative or a business entity with which the Company Member or a relative is associated, except where such dealings have been disclosed to the Company and written approval has been provided by the Company's senior management. An officer, director or significant stockholder of the Company (or immediate family member of such a related party) must disclose any such potential dealing to the CLO as such is subject to approval or ratification by the Audit and Compliance Committee. Please refer to the [Related Party Transactions Policy](#) for more information.

3.3.5. Loans

The Company must not make any loans to Company Members unless the Compensation Committee of the Board approves them. A supervisor must not solicit a loan from a subordinate or accept a loan from a subordinate. Consistent with the rules of the U.S. Securities and Exchange Commission ("**SEC**"), in no event will the Company make a loan (or guarantee a loan) to any member of the Board or to any executive officer of the Company.

3.3.6. Personal Relationships

Being in a personal relationship (e.g., dating, living together, being roommates, etc.) with another Company Member or applicant can create a possible conflict of interest if that relationship might affect the Company Member's judgement or appear to impact judgement. The Company's People Success Team can help with any questions. A personal relationship between a supervisor and a Company Member who is a direct report to the supervisor, or over whom the supervisor has the ability to influence the terms and conditions of employment or the service relationship, must in all circumstances be disclosed immediately to human resources (peopleops@coinbase.com).

3.3.7. Reporting Obligations

Company Members must provide a written report to their direct supervisor of any personal ownership interest or other relationship that might affect their ability to exercise impartial, ethical business judgments in their area of responsibility. Each report must be reviewed by the Company Member's supervisor, and the supervisor must determine, with guidance from the CLO or their designee identified in Appendix 1, whether a conflict of interest exists or may arise. For employees, any relationships, interests or investments in third parties should be disclosed pursuant to the [Employee Outside Activities & Investments Policy](#). All Company Members must fully cooperate in

the remediation of any situation in which a conflict exists or may arise. If the Company Member to whom the ownership interest or relationship relates is an officer, before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, such officer must first notify the CLO as identified in Appendix 1 or their designee for review and written approval. If the Company Member to whom the ownership interest or relationship relates is a Board member, before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, such director must first notify the Chair of the Audit and Compliance Committee of the Board for review and written approval.

3.4. Confidentiality and Corporate Assets and Corporate Opportunities

Company Members are, on occasion, entrusted with the Company's confidential information and with the confidential information of Company suppliers, customers or other business partners. This information may include: (1) technical or scientific information about current and future services or research; (2) business or marketing plans or projections; (3) earnings and other internal financial data; (4) personnel information; (5) supply and customer lists; and (6) other non-public information that, if disclosed, might be used by competitors or be harmful to the Company's suppliers, customers or other business partners. This information is the Company's property, or the property of its suppliers, customers or business partners, and in many cases was developed at great expense. All Company Members, upon commencement of employment with the Company, must sign a Confidential Information Agreement (the "**Confidentiality Agreement**") provided by the Company.

Company Members must not take for themselves, or for family members or any other entities with which they are affiliated, any opportunity of which they become aware through the use of Company property or information, or through their position with the Company, and must not use Company property or information, or their position with the Company, for personal gain. Company Members may however request approval for certain such activities and investments as outlined in the [Employee Outside Activities & Investments Policy](#).

3.5. Financial Matters and Business Practices

Company Members are expected to act responsibly and exercise sound judgment with respect to the Company's finances and financial reporting. Investors rely on accurate and fair financial and business information to understand our financial results and make informed decisions. Company Members may execute financial transactions only with authorization and in compliance with the Company's policies. Company Members also are expected to record and report all financial transactions and business information honestly

and accurately, to comply with the Company's system of internal controls and to follow applicable laws, regulations and accounting practices.

The Company regularly files reports and other documents with regulatory authorities, including the SEC. In addition, the Company may make other public communications, such as press releases, from time to time.

Depending upon the Company Member's position with the Company, the Company Member may be called upon to provide information to help ensure that the Company's public reports and communications are complete, fair, accurate and understandable. Company Members are expected to use all reasonable efforts to provide complete, accurate, objective, relevant, timely, and understandable answers to inquiries related to the Company's public disclosures. Company Members involved in preparing public reports and communications must use all reasonable efforts to comply with the Company's disclosure controls and procedures.

If any Company Member believes that any disclosure is materially misleading or becomes aware of any material information that such Company Member believes should be disclosed to the public, it is the Company Member's responsibility to bring this information to the attention of the CLO. If the Company Member believes that questionable accounting or auditing conduct or practices have occurred or are occurring, the Company Member should follow the procedures set forth in the [Global Whistleblower Protection Policy](#).

i. SEC Reporting and Financial Statement Preparation

The Company's periodic reports and other documents filed with the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws. Any Company Member that contributes in any way to the preparation or verification of the Company's financial statements and other financial information, must ensure that our books, records, and accounts are accurately maintained. Such Company Members must also cooperate fully with the Company's finance department, as well as the Company's independent public accountants and counsel. Any Company Member that is involved in the preparation of the Company's SEC reports or financial statements, must:

- i. Be familiar with and comply with the Company's disclosure controls and procedures and the Company's internal control over financial reporting.
- ii. Take all necessary steps to ensure that all filings with the SEC and all other public communications about the Company's financial and business condition provide full, fair, accurate, timely, and understandable disclosure.

- iii. The Company has an obligation to maintain accurate books and records, and every Company Member is responsible for ensuring that any documentation of a company expense, including underlying invoices, receipts, and related documentation is accurate.

ii. Quarterly Compliance Certifications

Depending on the Company Member's position at the Company, we may ask such person to certify their knowledge of various facts each quarter. The Company will rely on certifications to record transactions, make legal and accounting determinations and comply with laws. Any Company Member that does not provide a certification or complete a certification completely, honestly, and accurately, will be in violation of this Code. This will result in disciplinary action up to and including termination of service.

iii. Business Expenses

Company Members are expected to incur business expenses wisely. When Company Members submit an expense for reimbursement or spend money on the Company's behalf, such Company Member must ensure that the cost is reasonable, directly related to the Company's business, supported by appropriate documentation and in compliance with the Company's policies. Always submit expense reports in a timely manner, record the business purpose and relevant details, and comply with all submission requirements. If any Company Member is uncertain about whether they should spend money or submit an expense for reimbursement, such Company Member should check with their manager. Managers are responsible for all money spent and expenses incurred by their direct reports and should carefully review such expenses and supporting receipts before approving.

iv. Money-laundering and Third-party Payments

The Company is committed to complying fully with all anti money-laundering and antiterrorism laws throughout the world. Money laundering occurs when individuals or organizations attempt to conceal illicit funds or make such funds look legitimate. Any Company Member requesting payments to vendors or potential vendors, or who are monitoring payments the Company receives, must flag suspicious activity. The following examples may be indications of potential money laundering:

- i. Attempts to make large cash payments.
- ii. Payments by or to someone who is not a party to the relevant contract.
- iii. Requests to pay more than provided for in the relevant contract.

- iv. Payments made in currencies other than those specified in the relevant contract.
- v. Payments from an unusual, non-business account.

3.6. Compliance with All Laws, Rules and Regulations

The Company will comply with all U.S. and international laws and governmental regulations that are applicable to its activities and expects all Company Members to obey the law. Specifically, the Company is committed to:

- Maintaining a safe and healthy work environment.
- Promoting a workplace that is free from discrimination or harassment based on race, color, religion, sex, age, national origin, disability or sexual preference or any other category protected by applicable federal, state or local law.
- Supporting fair competition and laws prohibiting restraints of trade and other unfair trade practices.
- Full compliance with all applicable international, federal, state and local laws and regulations governing anti-money laundering and counter-terrorism financing.
- Prohibiting any illegal payments, gifts, or gratuities to or from anyone, including any government official, political party, customer or individual.
- Prohibiting the unauthorized use, reproduction, communication or distribution of any third party's trade secrets, copyrighted information, or confidential information.
- Complying with all applicable international, federal, state and local securities laws.

Each Company Member has an obligation to:

- Comply with all applicable international, federal, state and local governmental laws, rules and regulations in the performance of his or her duties on the Company's behalf.
- Be sensitive to situations that could lead to inappropriate business conduct and avoid engaging in such conduct not in compliance with applicable laws.
- Understand the details of this Code, have a detailed understanding of subject-matter specific policies and procedures that apply to his or her work, and a basic understanding of the issues covered by other subject-matter specific policies applicable to the Company.
- Seek assistance from his or her supervisor or manager, the Chief People Officer or their designee ("HR"), or the CLO as identified in Appendix 1 when he or she has questions about the application of this Code or any subject-matter specific policies and procedures.
- Promptly raise any concern that such Company Member or others may have about possible violations of this Code and any subject-matter specific policies and procedures, or about a possible request that he or she believes might result in such a violation.
- Understand the options he or she has for raising ethical or compliance concerns. Each Company Member may raise concerns with his or her supervisor or manager, HR or, if

such employee prefers, with the CLO as identified in Appendix 1 or a member of senior management. Each Company Member's communication may be written or oral, and it may be anonymous.

- Escalate unresolved concerns. If a Company Member raises an ethical or legal compliance concern and the issue is not resolved, he or she should raise it with the CLO as identified in Appendix 1, a member of senior management, or with the Board.
- Cooperate with any investigation by the Company or its outside counsel into possible violations of this Policy or any subject-matter specific policies and procedures.

In evaluating their own conduct, it is useful for Company Members to ask themselves the following questions:

- **Purpose**
 - Why am I doing this?
 - Is it legal? Even if it is legal, is it the right thing to do?
- **Process**
 - Did I follow the right steps?
 - Did I consult the right experts or stakeholders?
- **Perception**
 - How would this look to our customers, regulators, employees or the media?
 - How would this look in three to four years in the future?

If a Company Member ever is in an uncomfortable situation or has any doubt about whether a situation is consistent with our ethical standards or complies with the law, they should seek help from their manager or the CLO. If Company Members would like to remain anonymous, they should see the section below on internal reporting of potential violations and refer to our [Global Whistleblower Protection Policy](#) for additional information.

3.7. Insider Trading

The Board has adopted an [Insider Trading Policy](#) to promote compliance with insider trading laws. Insider trading happens when someone who is in possession of material nonpublic information ("MNPI") trades securities on the basis of that information or discloses MNPI to someone else who trades on the basis of that information. Trading of digital assets is separately governed by the [Global Digital Asset Trading Policy](#).

Company Members considering trading Company stock (COIN) or other securities, should keep these three key points in mind:

- Never buy or sell our securities when you have MNPI;
- Keep all MNPI confidential, including from your family and friends; and

- When in doubt about whether you have MNPI, ask before trading.

Additionally, Company Members may not engage in any prohibited activities for securities they own in any other company if they have MNPI about that company obtained in the course of your service to the Company. Company Members are responsible for understanding and following this policy and for the consequences of any actions they may take.

3.8. Special Note Regarding Antitrust Laws

At Coinbase, we believe in free and open competition, and the Company is committed to competing solely on the merits of its products and services. This is the cornerstone of free enterprise, and most countries where we do business have antitrust laws in place to protect it. Antitrust laws are designed to protect customers and the competitive process. These laws generally prohibit the Company from establishing price fixing arrangements with competitors, arrangements with competitors to share pricing information or other competitive marketing information, agreements with competitors or customers to boycott particular business partners, or a monopoly or attempted monopoly through anti-competitive conduct. Some kinds of information should never be exchanged with competitors, regardless of how innocent or casual the exchange may be, because even where no formal arrangement exists, merely exchanging information can create the appearance of an improper arrangement.

For example, Company Members should exercise caution during participation in trade and professional associations. While these are legitimate activities, these meetings may pose risks as they often bring Company Members in close contact with competitors who might want to discuss sensitive matters that can violate antitrust laws. Company Members should not discuss Company prices, pricing policies, contract terms, costs, marketing and product plans, or any other confidential matters concerning business, customers or competitive activities with competitors. If anti-competitive discussions arise, Company members should stop the conversation immediately, explain it is against Company policy to discuss the matter, leave the meeting or gathering, and promptly report the incident to your supervisor and the Company's Legal Department.

3.9. Lawsuits and Legal Proceedings

The Company complies with all laws and regulations regarding the preservation of records. Lawsuits, legal proceedings and investigations concerning the Company must be handled promptly and properly. A Company Member must contact the Company's Legal Department immediately if he or she receives a court order or court issued document, or notice of a threatened lawsuit, legal proceedings or investigation. All government requests for the Company's information, documents or interviews of Company Members should be referred

to the Company's Legal Department immediately. This does not prevent Company Members from providing information to a government or law enforcement agency without notice to the Company or from a Company Member's participation and/or assistance in any investigation or proceeding that may be conducted by any Government Agency (as defined below) as further set forth in Section 3.11.

A legal hold suspends all document destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. When there is a "legal hold" in place, a Company Member may not alter, destroy or discard documents relevant to the lawsuit, legal proceeding or investigation. The Company's Legal Department determines and identifies what types of records or documents are required to be placed under a legal hold and will notify Company Members if a legal hold is placed on records for which they are responsible.

If a Company Member is involved on the Company's behalf in a lawsuit or other legal dispute, he or she must avoid discussing it with anyone inside or outside of the Company without prior approval of the Company's Legal Department. Company Members are required to cooperate fully with the Company's Legal Department in the course of any lawsuit, legal proceeding or investigation.

3.10. Risk Awareness and Acting Like a Risk Manager

We aim to foster a culture of strong risk awareness and ownership, where all Company Members act as risk managers. Each one of us has a role to play in building a stronger, more resilient and sustainable company. As part of this role, we are all responsible for intelligent risk-taking, which means taking a holistic view of the risk and rewards of each decision.

The following are the core principles of intelligent risk-taking:

- **This is everyone's responsibility.**
- **Be aware of your natural biases and that doing nothing is itself a risk.**
- **The perfect can't be the enemy of the good.**
- **You don't have to make these decisions alone.**
- **If you get it wrong, understand why.**
- **Act like an owner.**

See [Enterprise Risk Management](#).

3.11. Reporting of Potential Violations by Company Members

Compliance with this Code is, first and foremost, the individual responsibility of every Company Member. The Company attempts to foster a work environment in which ethical issues and concerns may be raised and discussed with supervisors or with others without

fear of retribution. **The Company will not allow any retaliation against any Company Member who acts in good faith in reporting, whether to the Company or any Government Agency, any violation of this Code or participating in any investigation.**

If a Company Member is aware of a suspected or actual violation of this Code by others, he or she is encouraged to report it in accordance with the procedures outlined below. The Company Member and the Company will be best served by bringing the concern into the open so that any problems can be resolved quickly and more serious harm can be prevented. Sometimes the most difficult issue a Company Member faces in complying with this Code is making a decision about whether or not to report. When a Company Member faces a situation that is not specifically covered in this Code or the Company's subject-matter specific policies or procedures, such Company Member should consider his or her actions in light of the following questions.

- Is it against the law, this Code, or any of the Company's subject-matter specific policies or procedures?
- How will this situation look if revealed to his or her management, peers or family, or if reported in the media?
- Is it the "right" thing to do?
- Does this action sacrifice the Company's long-term interests in order to deal with an urgent, short-term situation?
- Who else may be impacted by the subject conduct?
- If this were his or her own business or company, would he or she still do the subject conduct?
- Does the subject conduct conflict with any local customs, traditions or practices?

The Company offers Company Members many ways to get answers to their questions about ethical issues and to raise any concern about what may be a violation of this Code, any of the Company's subject-matter specific policies or procedures, and laws, rules and regulations. Company Members can raise their concerns orally or in writing. The following procedures have been established so that properly trained individuals will be made aware of and can then investigate any alleged violation of this Code. Company Members may not conduct their own investigation either before or after making a report. Generally, Company Members are encouraged to report concerns to their supervisor or manager, as those individuals will be in the best position to resolve the issue quickly. If, after raising an ethics or conduct concern with their supervisor or manager, the issue is not resolved, the Company Member is encouraged to raise it with the Chief People Officer or their designee, and the CLO as identified in Appendix 1. Specific contact information for reporting violations by entity is contained in Appendix 1. If a Company Member is not comfortable

raising an ethics or conduct concern with their supervisor or manager, the Chief People Officer or their designee, or the CLO as identified in Appendix 1, such Company Member may report confidentially:

- i. By speaking to your Human Resources Business Partner or emailing peopleops@coinbase.com; or
- ii. By submitting a report through our third-party reporting services provider, EthicsPoint, via either telephone by calling (844) 564-3372 in the US, or online at coinbase.ethicspoint.com (international phone numbers are available on the EthicsPoint site).

While the Company prefers that each Company Member gives his or her name and other pertinent information when making a report because it makes the investigation and resolution of the suspected reported violations more effective and efficient, if Company Members prefer, they may make a report anonymously via EthicsPoint. Please refer to our [Global Whistleblower Protection Policy](#) for additional information.

Company Members may also choose to directly contact, report to, or file a charge or complaint with, a Government Agency.

Notwithstanding the foregoing, nothing in this Code (nor any other Company code, policy, or agreement) limits, impedes, or restricts a Company Member's ability to contact, report to, or file a charge or complaint with the SEC, or any other international, federal, state, or local government agency or commission ("**Government Agencies**"). This Code does not limit your ability to participate and/or assist in any investigation or proceeding that may be conducted by any Government Agencies, including providing documents or other information without notice to the Company. Nothing in this Code limits your rights to seek and/or receive an award for information provided to any Government Agencies or prohibits you from providing truthful information in response to a subpoena or legal process.

Company Members who violate any law, governmental regulation, or this Code will face appropriate, case-specific disciplinary action, which may include demotion or discharge. Violating this Code may also mean breaking the law, subjecting such Company Member and/or the Company to criminal penalties (fines or prison sentences) or civil sanctions (damage awards or fines).

3.12. External Reporting of Wrongdoing

3.12.1. Reporting to Law Enforcement

To the extent required by law, Coinbase will refer suspected criminal wrongdoing by a Company Member to appropriate law enforcement.

3.12.2. Reporting to Regulatory Agencies

To the extent required by law, Coinbase will report wrongdoing or suspected criminal activity by a Company Member to the appropriate regulatory agency.

For example, the New York Department of Financial Services DFS requires the immediate submission of a report of confirmed fraud, attempted fraud, market manipulation, or similar wrongdoing (collectively, "wrongdoing") (as contemplated by the "Guidance on Prevention of Market Manipulation and Other Wrongful Activity" issued by the NY DFS on Feb. 7, 2018). The Company will report confirmed wrongdoing by a Company Member to NY DFS at vcreports@dfs.ny.gov in accordance with the requirements of NY DFS.

As soon as practicable after the submission of the report, a further report shall be submitted to the NY DFS regarding any material developments relating to the originally reported events, together with (i) a statement of actions taken or proposed to be taken with respect to such developments, and (ii) a statement of changes, if any, in the entity's operations that have been put in place or are planned in order to avoid a repetition of similar events. Records relating to the wrongdoing shall be retained for examination by NY DFS.

Other local, state, and federal regulators have similar reporting obligations and Coinbase will comply with those as well, including local jurisdictions where our Company Members may live.

4. Roles and Responsibilities

The roles and responsibilities in relation to the requirements and information set forth in this Document are as follows:

Role	Responsibility
All Company Members	Be familiar with the standards established in the policy, do not engage in conduct prohibited by the policy, report known or suspected violations of the policy

5. Reporting of Non-Compliance

Non-compliance with this Document may result in disciplinary action up to and including termination. Known instances of a violation of this Document must be reported to the relevant individuals identified in Appendix 1 or through coinbase.ethicspoint.com.

6. Governance

This is a Tier 1 Policy, owned by the Legal Department, which is considered the 1st Line of Defense.

a. No Rights Created

This Code is a statement of fundamental principles, policies and procedures that govern the conduct of Company Members in the conduct of Company business. It is not intended to and does not create any legal rights for any customer, supplier, vendor, competitor, investor or any other non-Company Member or entity.

b. Amendments, Waivers and Public Disclosure

The Board reserves the right in its sole discretion to modify or grant waivers to this Code. Any amendments or waiver may be publicly disclosed if required by applicable laws, rules and regulations.

7. Appendices

Type	Title
Appendix 1	Coinbase entity, officer, and representative applicability
Appendix 2	Coinbase Singapore Pte Ltd. statement

Appendix 1

The policy, procedures, and program to which this Appendix 1 is appended will apply to all the entities identified on the [Company intranet](#). Please review the [Company intranet](#) for up to date contact information of Company officers and representatives applicable to this policy.

Appendix 2

Coinbase Singapore Pte Ltd.

This Appendix applies to all officers, employees and independent contractors ("**Company Members**") of Coinbase Singapore Pte Ltd. (hereafter, "**Coinbase Singapore**," the "**Company**," "**we**," or "**our**"). Coinbase Singapore is committed to the highest standards of legal and ethical business conduct and operates its business consistent with written operating principles and policies that reinforce this commitment.

For purposes of Coinbase Singapore, responsibility for overseeing adherence to this policy shall rest with the Company Board of Directors (the "**Board**") or the most senior compliance official of the Company ("**Responsible Individual**") as directed or appointed by the Board.

Coinbase Singapore offers Company Members many ways to get answers to their questions about ethical issues and to raise any concern about what may be a violation of this Code, any of the Company's subject-matter specific policies or procedures, and laws, rules and regulations. Company Members can raise their concerns orally or in writing.

If a Company Member is not comfortable raising any concern under this policy with their supervisor or manager, the Board or the Responsible Individual, such Company Member may report his or her concerns confidentially by the following means:

- i. By speaking to any member of human resources or emailing peopleops@coinbase.com;
- ii. By submitting a report through our third-party reporting services provider, EthicsPoint, online at coinbase.ethicspoint.com (international phone numbers are available on the EthicsPoint site).