

A series of thin, white, wavy lines that flow from the bottom left towards the top right, creating a sense of movement and depth against the dark blue background.

# Code of Business Conduct & Ethics



On June 6, 2025, the Company's Board of Directors approved the Code of Business Conduct & Ethics.

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## Our Values

Marqeta's mission is modernizing financial services by making the entire payment experience native and delightful. Marqeta's modern platform empowers our customers to create customized and innovative payment card programs, giving them configurability and flexibility. When our customers come to us to build a payments solution, they are not just building a card, they are building a payments experience.

Our mission is to be the global standard for modern card issuing, empowering builders to bring the most innovative products to the world. Great missions are achieved by great teams, and at Marqeta, everything starts with our culture. A great culture attracts and retains great people who find purpose in serving our customers.



### **Solve for the Customer**

With a deep understanding of our customers' business and empathy for their needs, we deliver products and services that drive their success. Earning and keeping their trust guides everything we do.



### **Do What's Right**

Knowing businesses and livelihoods depend on us, we pursue solutions that disrupt responsibly and deliver high-quality results that our customers count on. We own our work from start to finish.



### **Simplify and Innovate**

We approach challenges with curiosity and take smart risks. Innovation comes from finding better, simpler ways to achieve extraordinary outcomes.



### **Win as a Team**

We succeed together by embracing diverse perspectives and pushing each other to raise the bar. We lead with humility and set aside hierarchy to work as a team.



### **Make it Count**

We drive forward with focus and agility. With a sense of urgency and purpose, we get the job done, and done right.

## Purpose of the Code

Marqeta's (the "Company") Code is intended to help build and maintain trust, confidence and credibility with our customers, partners, vendors and others by adhering to our commitments, displaying honesty and integrity and achieving our business objectives through ethical conduct. It does not cover every issue that may arise in the course of Marqeta's many business activities, rather it sets out basic principles designed to guide all employees, directors and officers ("Marqetans").

All Marqetans must conduct themselves in accordance with this Code, and seek to avoid even the appearance of improper behavior. This Code is a guide for individual and business conduct and does not, in any way, constitute an employment contract or an assurance of continued employment. Marqetans and the Company's directors and officers generally have other legal and contractual obligations to the Company. This Code is not intended to reduce or limit the other obligations you may have to the Company. Instead, this Code should be viewed as imposing the minimum standards the Company expects from Marqetans in the conduct of the Company's business.

Please refer to our underlying policies for additional information if our Code does not resolve your question. And, if the right answer is still not obvious, there are plenty of resources at Marqeta who can help. If you have a question or are aware of or suspect unethical or illegal conduct, you are expected, and have a duty, to report it. Consider speaking first to a manager with whom you feel comfortable, to the Legal Risk and Compliance Team, the People Team, or the Internal Audit function.

## Responsibilities and Expectations

The Code applies to all employees, officers, and representatives of Marqeta. We expect you to read the Code, understand what is expected of you, and ask questions when needed.

### EACH OF US MUST:

- Comply with the Code.
- Seek guidance about the Code as needed.
- Promptly report any actual or potential Code violations.
- Protect Marqeta's confidential and proprietary information.
- Cooperate fully with Marqeta's implementation of the Code, including:
- Completing required training and Code acknowledgement.
- Assisting with any internal investigation or audit, if requested.
- Responding truthfully to requests for information and disclosing all relevant information.

### LEADERS MUST:

- Lead by example by following the Code.
- Create, maintain, and promote a work environment per the Code's guidance.
- Take consistent and appropriate action to address actual or potential violations of the Code.
- Treat all information about reports and investigations as confidential.
- Ask for assistance from the LRC when needed.

Marqeta is an international company. If another country's local laws, customs, or practices conflict with applicable law, company policy, or this Code, you should seek guidance from LRC.

## Compliance with Laws, Rules and Regulations

Marqeta is obligated to comply with the laws, rules, and regulations applicable to its business activities, its banking partners, and its customers. Marqeta's approach to compliance is founded on an understanding that compliance and ethics don't exist in isolation.

To succeed, our business model demands more than a culture of compliance—it requires a company-wide compliance *mindset* to meet our legal, regulatory, and ethical obligations to consumers, our Programs, and our employees.

### Our obligations for disclosures.

It is Marqeta's policy to make full, fair, accurate, timely and understandable disclosure in compliance with applicable laws, rules, and regulations in all periodic reports required to be filed by the Company and in other public communications.

### Other important compliance-related requirements for employees.

It goes without saying that you must abide by applicable law in the country where you are located. In some instances, there may be a conflict between the applicable laws of two or more countries, states, or provinces. If you encounter a conflict, or if a local law conflicts with a policy referenced in this Code, you should consult with your manager, People Business Partner (PBP), or LRC to determine the appropriate course of action.

## Duty to Speak Up

Are you concerned? Speak up. Your concerns will be taken seriously.

### There are many ways to speak up:

1. Reach out to your **manager**.
2. Connect with your **People Business Partner**.
3. Contact the **Chief Compliance Officer** or the **Chief Administrative Officer**.
4. Report anonymously using the **Ethics Hotline**.

**Reporting System Website** [marqeta.ethicspoint.com](https://marqeta.ethicspoint.com)

**Toll-Free Reporting System Phone Number**

**US:** (833) 581-0334

**UK:** 0-800-89-0011 At the prompt dial 833-581-0334

**Reporting System Availability** 24 hours/day, 7 days/week

No matter which avenue you choose to report through, your concern will be promptly reviewed and investigated as needed. We will keep your report and identity confidential to the greatest extent possible, disclosing information only to those who need to know.

Marqeta will not tolerate retaliation for good faith reporting of actual or potential Code violations. Retaliation by anyone against someone for making a good faith report or otherwise participating in an investigation violates the Code and will be addressed accordingly.

Nothing in this Code prohibits or in any way restricts you from reporting any illegal activity, including any violation of the securities laws, anti-bribery laws, Foreign Corrupt Practices Act (FCPA) or any other federal, state or foreign law, rule or regulation, to the appropriate regulatory authority.

The Chief Legal Officer or Chief Compliance Officer will report material violations of this Code or the policies and procedures referenced herein to the Board of Directors of Marqeta (or a committee of the Board of Directors).

Employees are expected to fully, truthfully, and candidly respond to any request from an internal or external auditor, examiner, Company legal counsel, or regulator.

Employees are expected to fully and truthfully cooperate in any internal or external investigation, examination, audit, or regulatory request for information. Employees should not make a false statement or take any action, directly or indirectly, to improperly influence, coerce, manipulate, or mislead any internal or external investigator, auditor, examiner, Company legal counsel, or regulator. Employees should not alter, destroy, withhold, or otherwise conceal documents or information responsive to an investigation, examination, or audit request.

## Updates and Waivers

The Code is updated occasionally, and you are responsible for keeping up with the changes and asking any questions about the updates. The Company will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver. Any waiver of this Code for executive officers or directors may be made only by Marqeta's Board of Directors and will be promptly disclosed to the public if and as required by law.

## Fostering a Respectful Workplace

### Inclusion and Belonging

At Marqeta, we believe in investing in our people and we work hard to hire the best talent from an array of identities, backgrounds, and experiences. Creating a workplace free from discrimination isn't just the right thing to do. It's the smart thing to do. It makes us stronger as a company and a better partner to our customers. Our commitment to equal employment applies to all aspects of employment, including decisions regarding hiring, transfers, promotions, compensation, and disciplinary action. We make employment-related decisions based on your skills, experience, performance, and contributions to Marqeta.

We prohibit discrimination against any applicant or employee based on race, color, religion, sex (including pregnancy, lactation, childbirth, or related medical conditions), veteran status or uniformed service member status, age (40 and over), national origin or ancestry, citizenship or immigration status, physical or mental disability, gender identity, gender expression, sexual orientation, genetic information (including testing or characteristics) or any other characteristic protected by applicable federal, state, or local law.

### Global Labor Practice

No matter where one works or in what capacity, Marqetans have a right to be safe at work, to work in a healthy environment, and to be protected from harassment and/or discrimination. Marqeta actively takes steps to raise awareness of human trafficking and to prevent any human trafficking in our supply chain and our workplace. Our principles prohibit employment of children or the use of forced labor.

## Political Activities

Participating in the political process is an important part of citizenship within the communities we operate in. When Marqetans engage in political processes it is important to follow the law and keep personal political activity and views separate from Marqeta.

### In our political activities we do not:

- Require or request a Marqeta supplier or vendor make a political contribution of any kind;
- Use Marqeta funds, facilities, or influence to support personal causes;
- Engage in partisan political activities at work; and,
- Let political activities interfere with work responsibilities or give the appearance of a conflict of interest.

## Protecting Assets and Information

### Company Assets

You should endeavor to protect Marqeta's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's financial performance. Any suspected incident of fraud or theft must immediately be reported to LRC for investigation, and employees are strongly encouraged to report the incident to their managers. Company technology, equipment or other resources should not be used for non-Company business, though incidental personal use is generally permitted.

Your obligation to protect the Company's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, systems, software programs, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate Company policy, and it could also be illegal and result in civil and/or criminal penalties.

### Confidential Information and Data Protection

Marqetans must maintain the confidentiality of confidential information entrusted to them by the Company or its customers, except when disclosure is (i) authorized by LRC, (ii) pursuant to a confidentiality arrangement approved by LRC, in the ordinary course, and necessary in connection with the business arrangement, or (iii) required by laws or regulations. Confidential information includes all non-public information that might be of use to competitors, or harmful to the Company or its clients, if disclosed. It also includes information that clients and other parties have entrusted to us. The obligation to preserve confidential information continues even after employment ends. All employees of Marqeta sign a Protective Covenant Agreement or similar agreement or policy which sets forth specific obligations regarding confidential information. Any questions regarding this policy or other issues relating to confidential information should be directed to a member of LRC.

### Cybersecurity and Privacy

We are all responsible for securing Marqeta's information systems, data, and information, which are critical to our success. This means we protect our systems and data from any activity that can cause harm to Marqeta, our employees, or our reputation through accidental or intentional information disclosures.

**To be secure we must:**

- Take reasonable steps to protect against unauthorized or accidental access, accidental disclosure, or theft of proprietary information or materials
- Physically protect your devices when they aren't in use, by storing them in secure locations and following guidelines in international travel policy
- Never install unauthorized software on Company devices or connect unauthorized hardware to Company systems
- Never give access to any computer system, software, or hardware to unauthorized persons

**Responsible cybersecurity and privacy includes:**

- Reporting emails from senders you do not know or addresses that look suspicious (go/phishing)
- Notifying Information Security immediately if you suspect an information security incident has occurred
- Only using Marqeta storage systems and software
- Maintaining strong passwords and not sharing them
- Never clicking on links or open attachments from senders you do not know
- Never transmitting Marqeta data to personal devices or computers that have not been secured by Marqeta Information Security
- Follow all other best practices outlined in the Acceptable Use Policy and Information Security Policy

## Intellectual Property

Marqeta's intellectual property is a valuable and essential company asset. Intellectual property is critical to our success; we must always protect and properly use this important intellectual property.

We also must respect the copyrights, trademarks, and license agreements of others when dealing with printed or electronic materials, software, or other media content. Be careful when working with business partners with their intellectual property and ours.



## Competing with Integrity

### Conflicts of Interest and Corporate Opportunities

Your obligation to conduct the Company's business in an honest and ethical manner includes the ethical handling of actual, apparent, and potential conflicts of interest between personal and business relationships. A "conflict of interest" arises when there is a real or perceived private interest that interferes, or could reasonably be expected to interfere, in some way, with the interests of the Company. A conflict situation can arise when a Marqetan, or their immediate family members sharing the same household, takes actions or has interests that may make it difficult to perform Company work. Conflicts of interest can also arise when a Marqetan, or any member of their immediate family sharing the same household, receives improper benefits or personal benefits from third parties as a result of their position in the Company. In addition, a Marqetan's involvement with other companies can interfere with the Company's ability to target such companies for business or corporate development opportunities, which may already be in progress, unbeknownst to the Marqetan.

In light of the foregoing, Marqetans are prohibited from (i) working for\* or (ii) holding or obtaining a direct or indirect financial or equity interest in\*\* the following companies unless approved in writing by Marqeta's LRC or, in certain cases for an executive officer, Marqeta's Audit Committee:

- a current or potential competitor,
- a current or potential customer,
- a current or potential strategic partner (including our card network, issuing bank, or BIN sponsor partners),
- a current or potential strategic vendor (including our card fulfillment vendors), or
- greater than 1% of the total market capitalization of any public company.

\* "Working for" should be interpreted broadly and includes, but is not limited to, direct employment, consulting, advising, board directorship, etc.

\*\* A passive equity investment of less than 1% of the total market capitalization of a public company (e.g., IRAs, 401Ks, ETFs, mutual funds, and typical personal brokerage account investing up to 1% of the total market cap of a public company) and investments in real estate (e.g., including homes, real estate developments, and rental properties) are exempted from the foregoing prohibition and do not need to be disclosed to the LRC.

In order to request the LRC's approval to engage in any of the foregoing, you must complete the Conflicts of Interest disclosure form.

Please note that the process or software used to submit a conflict of interest disclosure may change over time. If you are unsure of the current procedure, you should contact the LRC directly via [conflicts@marqeta.com](mailto:conflicts@marqeta.com).

Conflicts of interest may not always be clear-cut and it is not possible to describe every situation in which a conflict of interest may arise. Therefore, if you have a question, you should consult your manager, PBP or [LRChelp@marqeta.com](mailto:LRChelp@marqeta.com).

Marqetans are also prohibited from appropriating or diverting opportunities (including, but not limited to, commercial, partnership, strategic, investment, and acquisition opportunities) discovered through the use of corporate property, information or position, if the individual knows, or reasonably could anticipate, the Company would have an interest in pursuing such opportunity (**a “corporate opportunity”**). No Marqetan may use corporate property, information, or position for improper personal gain, and no Marqetan may compete with the Company directly or indirectly. Marqetans owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

Marqetans must request pre-approval for any action that may constitute appropriating or diverting a corporate opportunity from the Company by completing the Conflicts of Interest disclosure form.

The LRC will respond to your submission within 5 business days where practical. Where corporate opportunity issues are found, the Company may require you to promptly resolve such issues, including divesting investments or relinquishing roles.

## Entertainment and Gifts

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain an unfair advantage with customers or vendors. No gift or entertainment to or from representatives of third-party organizations or otherwise given in a commercial setting should ever be offered, given, provided, or accepted by any Marqetan or any member of their immediate family members sharing the same household unless it: (i) is unsolicited; (ii) is not a cash gift; (iii) is consistent with customary business practices; (iv) is not excessive in value; (v) cannot be construed as a bribe or payoff; (vi) is given or accepted without obligation; (vii) is not intended to induce or reward improper performance of a function or activity or to obtain or retain business or an advantage in the conduct of business; and (viii) does not violate applicable laws or regulations. Please discuss with your manager, PBP, or the LRC any gift or entertainment which you are not certain is appropriate.

What is acceptable in the commercial business environment may be entirely unacceptable in dealings with the public sector in the United States, Canada, the United Kingdom, Poland and other countries. There are strict laws that govern providing gifts and entertainment, including meals, transportation and lodging, to public officials. You are prohibited from providing gifts or anything of value to any public official or any employee or family member of a public official in connection with the Company's business for the purpose of obtaining or retaining business or a business advantage.

All Marqetans must request and receive pre-approval to provide business-related entertainment and/or gifts of any value and for any reason. Employees must provide all relevant details about the planned expense, ensuring that any gift or entertainment expenditure is aligned with the standards set forth in this and other relevant corporate documents. Should there be any questions or uncertainties about the permissibility of an expense, all Marqetans are strongly encouraged to review the completed form with their manager and, if needed, consult the LRC for further clarification. Please note that submitting the form does not guarantee your request will be approved.

As of the effective date of this document, Marqetans must complete the [Gift and Entertainment Disclosure](#) form in Streamline via your Okta instance.

Please note that the process or software used to submit these disclosures may change over time. In the event of any updates or modifications, or if you are unsure of the current procedure, you should contact the LRC directly via [conflicts@marqeta.com](mailto:conflicts@marqeta.com).

## Insider Trading

It is illegal for Marqetans to trade in securities using material nonpublic information or to express an opinion or make a recommendation about trading in such securities. This prohibition applies to all transactions involving Marqeta securities. This also applies to other companies' securities for which you have material nonpublic information obtained in connection with your service with Marqeta. You may not at any time disclose material nonpublic information about Marqeta or about another company obtained in connection with your service with Marqeta to anyone, other than in accordance with Marqeta's internal policies.

### **Examples of confidential information that could be material non-public information include:**

- Operating or financial results;
- Changes in the board, senior management, or the external auditors;
- Business plans or budgets;
- Developments involving business relationships;
- Legal or regulatory developments, including litigation;
- Significant corporate events, such as mergers and acquisitions; and,
- Data breaches or other cybersecurity events.

## **Communicating with Honesty and Transparency**

### **Business and Financial Records**

The Company requires honest and accurate recording and reporting of information in order to conduct its business and to make responsible business decisions. Accurate information is essential to the Company's ability to meet legal and regulatory obligations and forms the basis of its earnings statements and financial reports.

Generally, all of Marqeta's books, records, accounts, and financial statements must be maintained in reasonable detail, must appropriately reflect the Company's transactions and must conform both to applicable legal requirements and to Marqeta's system of internal controls. Many employees regularly use business expense accounts, which must be documented and recorded accurately. If you are not sure whether a certain expense is proper, ask your manager or the Finance Department.

### **Conducting Business with External Parties**

#### **Competition and Fair Dealing**

We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices.

Misappropriating proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. We should each endeavor to respect the rights of, and deal fairly with, the Company's clients, vendors, and competitors. No one in the course of conducting Marqeta's business should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

### **Bribery and Corruption**

Marqetans are prohibited from offering or giving anything of value, directly or indirectly to:

- A. Public officials – if the intention is to influence the official and obtain an improper advantage, or
- B. Persons in the private sector – if the purpose is to induce such persons to perform (or reward them for performing) a relevant function or activity improperly.

It is strictly prohibited to make illegal payments to public officials of any country for the purpose of obtaining or retaining business or an advantage in the course of business conduct. See Marqeta's Global Anti-Corruption Program.

## Anti-Money Laundering, Anti-Terrorist Financing and Sanctions Law

Marqeta has important responsibilities to help combat money laundering and other financial crimes including tax evasion, terrorist financing, identity theft, bribery, corruption, sanctions evasion, and fraud. We are committed to complying with all applicable global laws and regulations related to anti-money laundering, sanctions, countering the financing of terrorism, bribery, and corruption, and following applicable tax rules.

Employees must:

- Complete all financial crimes-related due diligence and know your customer requirements;
- Be alert to—and report—any unusual activity according to applicable procedures; and,
- Avoid knowingly assisting in any form of tax evasion, including providing advice on how to avoid tax obligations.

Marqeta is committed to following applicable sanctions, trade and tax laws, and regulations that prohibit the company from doing business with certain countries, groups, or individuals, including those associated with terrorism, narcotics trafficking, or nuclear weapons proliferation. We do this by establishing and maintaining policies and procedures that are reasonably designed to comply with sanctions, antiboycott laws, and regulatory guidance in jurisdictions in which we operate. The company does not cooperate with unsanctioned international boycott requests or actions taken to evade antiboycott laws.

## Government Inquiries, Compliance and Regulatory Matters

We are not a directly regulated business in most jurisdictions, but many of our partners are regulated, and as such, occasionally, there may be times when we are asked to assist in a government inquiry.

If a government official visits you in an investigative inquiry, be professional and cooperative, but request the presence of legal counsel or call the LRC as soon as possible.

### **If it's not an emergency, consult the LRC before:**

- Agreeing to participate in an interview;
- Permitting an official to search any of our locations;
- Answering any questions about Marqeta's business;
- Producing any documents; and,
- Responding to any requests in connection with any litigation or investigation.

## Resources

This Code is designed to guide you, and while we've tried to anticipate questions you may have, we cannot cover them all. If you have any questions, please submit any questions or concerns via Streamline by submitting an LRC Question/Request at <https://marqeta.streamline.ai/forms>.