



**GLOBAL
ANTI-CORRUPTION
PROGRAM**

February 10, 2022

I. General Overview

The Anti-Corruption Statement

Marqeta is committed to the highest of ethical standards, and expects the same of its directors, officers, employees, contractors, representatives (collectively "personnel"), and third-parties with whom it does business. Marqeta has developed this Anti-Corruption Program ("Program") and has implemented policies that are reasonably designed to promote compliance with applicable regulations.

Marqeta prohibits offering, promising, or giving; requesting or agreeing to receive or accept; or authorizing others to give or receive *an advantage or anything of value* to or from any person, directly or indirectly, for the purpose of inappropriately influencing a decision or obtaining or retaining business or a business advantage (collectively, a "bribe" or "bribery").

No Marqeta funds, nor funds from any other source, including personal funds, may be used to make any such payment or gift on behalf of or for the benefit of Marqeta.

Why does this impact Marqeta?

As a company headquartered in the United States, Marqeta and all of its subsidiaries are subject to the United States Foreign Corrupt Practices Act ("FCPA"). We also do business in the United Kingdom, which means we are subject to the UK Bribery Act ("the Act"). The laws of many other countries also prohibit bribery and corrupt dealings. Collectively, these laws prohibit both bribery of individuals working for governments and bribery of private individuals.

Marqeta has adopted this Program and has implemented policies, procedures and internal controls reasonably designed to promote compliance with these anti-corruption laws.

What is the risk to Marqeta and its employees?

Marqeta and its personnel could face severe regulatory, legal, reputational and commercial risks from failure to comply with applicable anti-corruption laws.

While varying by country, anti-corruption laws, such as the FCPA and the Act, can include criminal penalties and/or significant fines for individuals and companies. In addition, our personnel may be subject to internal disciplinary action and/or termination of employment.

What are the responsibilities of Marqeta and its personnel?

- Be familiar with this Program and any applicable policies;
- Attend any required trainings;
- Be aware that anti-corruption measures may apply to improper gifts or payments given to or received by current and prospective customers, financial intermediaries including banks, consultants, vendors/service providers, and any other third party (collectively, "Third Parties"). For example, gifts or payments may be considered as improperly influencing decisions or to secure more advantageous terms or pricing;
- Be aware of, and alert to, the fact that "facilitation payments" (as defined below), are prohibited under this Program;
- Be aware that gifts or payments that cannot be made directly also cannot be made indirectly through a third party;
- Be aware that gifts or payments made to Government Officials¹ for the purpose of obtaining or retaining business, or to otherwise secure an improper business advantage, are prohibited; and
- Report known or suspected violations of this Program and/or applicable anti-corruption laws either by Marqeta, Marqeta personnel, or a Third Party operating on Marqeta's behalf to

¹ A "Government Official" includes: (i) any person who is an officer, officeholder, full or part-time employee or representative of: (a) a national, state, regional, provincial, city, county or other local government; (b) independent agencies of any government; or (c) state-owned businesses or state-controlled businesses (e.g., a representative of a sovereign wealth fund ("SWF") or public pension fund, an affiliate of a state-owned company owning distressed assets; (ii) political party officials and candidates for political office; (iii) any employees of quasi-public or non-governmental international organizations (sometimes called "NGOs"), examples of which include but are not limited to: the International Monetary Fund, the World Bank, the Red Cross, or the United Nations).

Marqeta's Chief Compliance Officer and/or Chief Legal Officer. Note that Marqeta will not tolerate retaliation against an employee if they report a potential violation or help in a related investigation. Please refer to Marqeta's Policy on Employee Reporting of Ethical, Regulatory and Legal Concerns for information about how to report a suspected violation.

What is a "Facilitation Payment" and why does it matter?

A "facilitation payment" is any unofficial payment (regardless of how small) made to secure or expedite the performance of a routine or necessary governmental or official action of a Government Official. A facilitation payment may include any kind of advantage and is not limited to cash. Under the Act, facilitation payments may be construed as bribes as they may be seen as inducing or rewarding a person or giving him/her preferential treatment for refraining from or performing a task on Marqeta's behalf. In addition, it may be illegal under local law in other countries to make facilitation payments. For these reasons, Marqeta prohibits facilitation payments. If a Third Party requests a facilitation payment, promptly report it to the Chief Compliance Officer and/or Chief Legal Officer.

How does this Program relate to Third Parties?

Third Parties, such as banks and other strategic partners, acting on their own initiative, may become involved in an act of bribery relating to their dealings with Marqeta and may thereby implicate Marqeta without Marqeta's knowledge. As a result, Marqeta has undertaken various measures to reduce the risk of interfacing with a Third Party involved in illicit activities, such as including anti-corruption clauses in relevant template agreements, as well as performing initial and ongoing due diligence of Third Parties.

Is there any oversight and monitoring performed?

As part of Marqeta's obligations, appropriate risk-based monitoring of payments made by Marqeta, Marqeta personnel, and Third Parties acting on behalf of Marqeta is performed on a periodic basis for the purpose of identifying potential violations of this Program and policies.

Furthermore, Marqeta performs risk-based due diligence on relevant Third Parties. Finally, Marqeta maintains an anti-corruption risk assessment to monitor the adequacy of this Program and its applicable policies.

Will Marqeta personnel be trained on anti-corruption?

The nature and frequency of such training will depend on regulatory obligations, as well as the relevant personnel's role and responsibilities at Marqeta. At a minimum, relevant personnel will receive training during onboarding.

II. Internal Accounting Recordkeeping Anti-Corruption Requirements

Anti-bribery and corruption laws may require companies to keep accurate books and records and to implement internal accounting controls for preventing and detecting violations. These recordkeeping requirements are intended to prevent off-the-books transactions that involve improper payments or bribes. Marqeta follows applicable procedures and practices for accounting and reporting of payments. All payments to third parties must be transparent and accurately characterized. Marqeta prohibits undisclosed or unrecorded accounts, regardless of purpose.

APPENDIX A

Please see below for a non-exhaustive list of “**red flags**” that may indicate improper conduct that should be reported under this Program.

- Requests for commissions that are unusually large in relation to the work to be performed;
- References by a local agent to “special accommodations” that have to be made with local officials or statements that you should not ask too many questions about how business gets done in the local jurisdiction;
- Hesitation on the part of an agent or consultant to provide the details of the services to be performed and statements that they will “do what it takes to get the deal done” in the local jurisdiction;
- Requests for “up front” payments when such payments are not expressly required by a written business agreement;
- Requests for payment to an offshore bank account, in cash, in a different name, to a shell corporation, to an account in a different country, through private payment procedures, or to an unrelated third-party;
- Refusal by a prospective agent to commit in writing to comply with the Company’s compliance policies;
- Refusal to submit to or respond to the Company’s due diligence requests without a reasonable explanation;
- Refusal by a consultant to provide written reports of its activities;
- a history of illegal or questionable behavior by a prospective consultant;
- Family or business relationships between the Company’s agent and government officials;
- Proposals for consulting or lobbying contracts by persons who claim to have “special arrangements” with government officials;
- Requests for commission payments prior to announcement of an award decision;

- Requests by government officials that specific parties be engaged to provide services or materials to the Company;
- Requests that the Company bid for services to be made through a specific representative or partner; or
- Demands that payments only be made in cash.