

CHIME FINANCIAL, INC.

Corporate Governance Guidelines

(Adopted on March 26, 2025; effective upon effectiveness of the registration statement related to the Company's initial public offering)

Introduction

The Board of Directors (the "Board") of Chime Financial, Inc. (the "Company") has developed these corporate governance policies and practices (these "Guidelines") to help it fulfill its responsibilities to stockholders of the Company and to set forth a common set of expectations as to how the Board, its various committees, individual directors and management should perform their functions. The Board recognizes that the long-term interests of stockholders are advanced by responsibly addressing the concerns of other stakeholders including employees, customers, vendors, regulators and the public. The Board intends that these Guidelines serve as a flexible framework, not as a set of binding legal obligations, and should be interpreted in the context of all applicable laws, regulations and regulatory guidance, the Company's organizational documents and other governing legal documents. The Board may refine or change these Guidelines as it may find necessary or advisable to achieve these objectives.

A. Role of the Board

The members of the Board serve as the elected representatives of current and future stockholders. In that capacity, the Board's primary responsibility is to oversee and assist management in the creation of long-term value for the Company's stockholders. Through oversight, review and counsel, the Board establishes and promotes the Company's business and organizational objectives; oversees business affairs and integrity; works with management to determine the Company's mission and long-term strategy; monitors the effectiveness of management policies and decisions, including the execution of its strategies; appoints, and evaluates the performance of, officers; and oversees succession planning, internal control over financial reporting and internal and external audit functions.

The senior management team, including the Chief Executive Officer, is responsible for the conduct of the Company's business on a daily basis.

The Board oversees the Company's risk management, which includes evaluating the appropriate balance between risks and rewards. Management periodically reports to the Board or its relevant committee, including the Audit and Risk Committee (the "Audit Committee"), which provides guidance on risk appetite, assessment and mitigation. Each committee charged with risk oversight reports up to the Board on such matters.

B. Board Composition and Selection; Independent Directors

Board Size. The Board shall periodically review the size of the Board to ensure that the then-current number of directors most effectively supports the Company, including that such

number facilitates substantive discussions by the whole Board in which each director can participate meaningfully.

Selection of Board Members. The Board has overall responsibility for the selection of candidates for nomination or appointment to the Board. As set forth in the Nominating and Corporate Governance Committee Charter, the Nominating and Corporate Governance Committee is charged by the Board with, among other things, the authority and responsibility to recommend for the Board's selection all nominees to become members of the Board.

The Nominating and Corporate Governance Committee, in recommending director candidates, and the Board, in nominating director candidates, will evaluate candidates in accordance with the qualification standards set forth in Attachment A to these Guidelines, and such other criteria as the Nominating and Corporate Governance Committee or the Board, as applicable, may determine necessary or appropriate in light of applicable federal securities law and stock exchange requirements or other relevant considerations. In addition, the Nominating and Corporate Governance Committee and the Board may consider the additional selection criteria listed in Attachment A.

Board Composition. The Board intends that, as required by the rules promulgated by the Nasdaq Stock Market ("Nasdaq"), a majority of its directors will be independent, and shall satisfy all applicable independence requirements under the federal securities laws or rules thereunder. The standard used by the Board to determine whether a director is "independent" will be at least as restrictive as the standard for determining whether a director is "independent" under Nasdaq's rules. The Board will also consider any other facts and circumstances bearing on independence that it deems relevant.

The composition of the Board should encompass a broad range of skills, expertise, industry knowledge and diversity of thought. This variety of attributes should contribute to the Board's collective strength. Although the Board has not adopted a specific diversity policy, important diversity characteristics that contribute to the total mix of viewpoints and experiences represented on the Board include race, gender identity, ethnicity, religion, nationality, disability, sexual orientation and cultural background. Additionally, the Board considers diversity in a broad sense, including work experience, skills and perspective.

Term and Tenure. The Board does not believe in a specific term or age limit for the overall length of time a director may serve. Directors who have served on the Board for an extended period can provide valuable insight into the operations and future of the Company based on their experience with, and understanding of, the Company's history, values, policies and objectives. The Board is classified with the terms of office of each of the three classes of directors ending in successive years of three-year terms, as provided in the Certificate of Incorporation.

Directors with Significant Job Changes. Any director who retires from his or her present principal employment, or who materially changes his or her principal occupation, should promptly notify the Chair of the Nominating and Corporate Governance Committee and offer to resign from the Board. The Nominating and Corporate Governance Committee will evaluate whether the

Board should accept the resignation based on a review of whether the individual continues to satisfy the Board's membership criteria in light of his or her new occupational status.

Board Leadership. The Board shall annually select a Chairperson of the Board in a manner that it considers to be in the best interests of the Company. The Board does not have a policy as to whether the Chairperson should be an independent director. To ensure robust independent leadership on the Board, if the Chairperson of the Board is not an independent director, the Board will select an independent director to serve as Lead Independent Director.

The Chairperson (or the Lead Independent Director if the Chairperson is not an independent director) shall coordinate the activities of the independent directors and is authorized to call meetings of the independent directors, chair executive sessions of the independent directors and perform other duties either specified in the Bylaws and these Guidelines or assigned from time to time by the Board.

Other Boards and Committees. Directors are encouraged to limit the number of other boards on which they serve so as not to interfere with their service as a director of the Company. A director must notify the Chairperson and the General Counsel and Corporate Secretary prior to accepting an invitation to serve on an additional public company board. Without approval from the Board, no director may serve on more than four public company boards (including the Company's Board) and no member of the Audit Committee may serve on more than three public company audit committees (including the Company's Audit Committee). In addition, directors who serve as chief executive officers or in equivalent positions generally should not serve on more than two public company boards (including the Company's Board).

In calculating service on a public company board or audit committee, service on a board or audit committee of a parent and its substantially owned subsidiary counts as service on a single board or audit committee. Any Audit Committee member's service on more than three public company audit committees will be subject to the Board's determination that the member is able to effectively serve on the Audit Committee and the disclosure of that determination in the Company's annual proxy statement. The Nominating and Corporate Governance Committee and the Board will consider the nature of and time involved in a director's service on other boards in evaluating the suitability of individual directors or director nominees. Service on boards and/or committees of other organizations should follow the Company's conflict of interest policies.

C. Director Responsibilities; Board Meetings; Access

Business Judgment. The business and affairs of the Company shall be overseen by or be under the direction of the Board in accordance with Delaware law. In performing their duties, the primary responsibility of the directors is to exercise their business judgment in the best interests of the Company.

Loyalty and Ethics. In their roles as directors, all directors owe a duty of loyalty to the Company. This duty of loyalty mandates that the best interests of the Company take precedence over any interests possessed by a director. The Company has adopted a Code of Ethics (the "Code"), including a compliance program to enforce the Code, certain portions of which deal with

activities of directors. Directors should be familiar with the Code's provisions in these areas and should consult with the Company's counsel in the event of any issues.

Board Meetings – Frequency. The Board will hold at least four regularly scheduled in-person meetings per year and hold additional regular or special meetings as necessary. Directors are expected to attend meetings in person, by telephone or by videoconference, except if unusual circumstances make attendance impractical.

Board Meetings – Agenda. The Chairperson (and the Lead Independent Director if the Chairperson is not an independent director) shall coordinate with management to set the agenda for each Board meeting, taking into account suggestions from other members of the Board.

Attendance of Non-Directors. The Board encourages invitations to management and outside advisors or consultants from time to time to participate in Board and/or committee meetings to (a) make presentations and provide insight into items being discussed by the Board that involve the invitee and (b) bring managers with high potential into contact with the Board. Attendance of any non-directors at Board meetings is at the discretion of the Board.

Advance Distribution of Materials. Information relevant to the Board's understanding of matters to be discussed at an upcoming Board meeting should be distributed before the meeting to all members whenever feasible and appropriate. Each director is expected to review this information in advance to facilitate the efficient use of meeting time. The Board recognizes that certain items to be discussed at Board meetings are of an extremely sensitive nature and that distributing materials on these matters prior to Board meetings may not be appropriate.

Director Participation. Each director should be sufficiently familiar with the business of the Company, including its financial statements and capital structure, and the risks and competition it faces, in order to facilitate active and effective participation in the deliberations of the Board and of each committee on which he or she serves.

Books and Records; Access to Management. The Board has full and free access to the Company's books, records and facilities. The Board also has full and free access to the Company's management and employees to ensure that directors can ask all questions and glean all information necessary to fulfill their duties. The Board may specify a protocol for making such inquiries.

Independent Advisors. The Board, in its sole discretion, and the committees of the Board, pursuant to their respective charters, may retain independent outside auditors and financial, legal or other advisors. The Company will provide appropriate funding, as determined by the Board or the applicable committee, to compensate those independent outside auditors or advisors, and to cover the ordinary administrative expenses incurred by the Board and its committees in carrying out their duties.

Executive Sessions of Independent Directors. To ensure free and open discussion and communication among the independent directors, the independent directors will meet on a regularly scheduled basis (and in any event no less than twice per year) in executive sessions without the Chief Executive Officer or other members of the Company's management. Executive

sessions are called and chaired by the Chairperson (or the Lead Independent Director if the Chairperson is not an independent director), unless the Chairperson or the Lead Independent Director, as applicable, is unable to attend, in which case the independent directors who are able to attend will designate one of the other independent directors to preside. These executive session discussions may include such topics as the independent directors may determine.

Board Interaction with Institutional Investors and the Press. It is important that the Company speak to employees, investors and outside constituencies with a single voice and that management serve as the Company's spokesperson. Each director should refer all inquiries from the press, investors or others regarding the Company's operations to management. Individual directors may, from time to time at the request of or with the consent of the management, meet or otherwise communicate with various constituencies that are involved with the Company. Directors should coordinate such communications or meetings in advance with the Chairperson, the Chief Executive Officer and the General Counsel and Corporate Secretary.

Attendance at Annual Stockholder Meeting. Directors are expected to attend the Company's annual meeting of stockholders in person, by telephone or by videoconference, except if unusual circumstances make attendance impractical.

Confidentiality. The proceedings and deliberations of the Board and its committees are confidential. Each director shall maintain the confidentiality of information received in connection with his or her service as a director.

D. Communications with Stockholders

Stockholder Communications to the Board. Stockholders of the Company are invited to contact the Board about corporate governance at the address for the Company's Secretary provided in the Company's annual proxy statement. Each communication should set forth (a) the name and address of the stockholder, as it appears on the Company's books, and if the Company's common stock is held by a nominee, the name and address of the beneficial owner of the Company's common stock and (b) the number of shares of each series of the Company's common stock that are owned of record by the record holder and beneficially by the beneficial owner.

Inquiries deemed related to corporate governance will be received and processed by management before being forwarded to the Board, a committee of the Board or a director as designated in the message, as applicable. Communications relating to other topics, including those that are primarily commercial in nature, will not be so forwarded.

Concerns about questionable accounting or auditing matters or possible violations of the Code should be reported in accordance with the Code and/or the Chime Misconduct Reporting Policy.

E. Performance Evaluations, Director Education and Succession Planning

Annual Officer Evaluation. The People, Culture and Compensation Committee will establish an evaluation process for reviewing the performance of the Company's executive

officers. The evaluation results are reviewed and discussed with the Board, including its independent directors, and the results are communicated to each executive officer as appropriate.

Orientation and Continuing Education. Management, working with the Board and the Nominating and Corporate Governance Committee, will provide an orientation process for new non-management directors, including background material on the Company, its business plan and its risk profile, and meetings with senior management. Management will also provide a continuing education program for directors regarding matters relevant to the Company and its business plan and risk profile, as well as other appropriate subjects.

Development and Succession Planning. A primary responsibility of the Board is planning for Chief Executive Officer succession and overseeing identification and development of executive talent. The Board, with the assistance of the Nominating and Corporate Governance Committee and the People, Culture and Compensation Committee, and working with management, oversees executive officer development and corporate succession plans for the Chief Executive Officer and other executive officers to provide for continuity in senior management. The succession planning process includes consideration of both ordinary course succession, in the event of planned promotions and retirements, and planning for situations in which the Chief Executive Officer or another executive officer unexpectedly becomes unable to perform the duties of his or her position.

The Board, the Nominating and Corporate Governance Committee and the People, Culture and Compensation Committee may review development and succession planning more frequently as they deem necessary or desirable.

Board and Committee Self-Evaluation. The Board and its committees annually conduct evaluations to assess their effectiveness and adherence to the Code, these Guidelines, other policies adopted by the Board and committee charters, and to identify opportunities to improve Board and committee performance.

- ***Board Evaluation.*** Through a process developed and overseen by the Nominating and Corporate Governance Committee, the directors conduct an annual evaluation of the performance of the Board and each of its members. The aggregate results are reported to the Board. The report includes an assessment of the Board's compliance with the Code, these Guidelines and other policies adopted by the Board, and identification of areas in which the Board could improve its performance.
- ***Committee Evaluations.*** Through a process developed and overseen by the Nominating and Corporate Governance Committee, each committee conducts an annual performance evaluation and reports the results to the Board. Each committee's report includes an assessment of the committee's compliance with the Code, these Guidelines, other policies adopted by the Board and such committee's charter, as well as identification of areas in which the committee could improve its performance.

F. Compensation

Board Compensation Review. The Board believes that director compensation should be based on time spent carrying out Board and committee responsibilities and be competitive with

comparable companies. The Board also believes that a significant portion of director compensation should align director interests with the long-term interests of stockholders of the Company. The Company's management will periodically report to the Board or the People, Culture and Compensation Committee on how the Company's director compensation practices compare with those of other public companies in the Company's peer group. Any director who is an employee of the Company will not receive any compensation for his or her service as a director.

Prohibited Transactions. Consistent with the Company's Insider Trading Policy, directors and executive officers are prohibited from engaging in certain transactions in the Company's securities, including short-term trading, short sales, options trading (other than stock options and other compensatory equity awards issued to such individual by the Company), trading on margin, hedging and pledging.

G. Committees

Number and Type of Committees. The Board has three standing committees: an Audit and Risk Committee; a People, Culture and Compensation Committee; and a Nominating and Corporate Governance Committee. The Board may, from time to time, form new committees or dissolve existing committees, subject to Nasdaq listing requirements, as it deems advisable in fulfilling its responsibilities. Each committee will perform its duties as assigned by the Board in compliance with the Bylaws and such committee's charter.

Composition of Committees and Committee Chairs. The Board appoints committee members and committee chairs using criteria it determines to be in the best interest of the Company and its stockholders. The Board considers periodic rotation of committee members and chairs, considering the desirability of rotation of committee members and chairs, the benefits of continuity and experience and applicable legal, regulatory and Nasdaq requirements.

H. Amendment

The Board is committed to continuously reviewing and updating our policies, and the Board therefore reserves the right to amend these Guidelines at any time, for any reason, subject to applicable law.

CHIME FINANCIAL, INC.

ATTACHMENT A

DIRECTOR QUALIFICATION STANDARDS AND ADDITIONAL SELECTION CRITERIA

Director Qualification Standards

The Nominating and Corporate Governance Committee, in recommending director candidates for election to the Board, and the Board, in nominating director candidates, will consider candidates who have a high level of personal and professional integrity, strong ethics and values, and the ability to exercise sound business judgment.

Additional Selection Criteria

In evaluating director candidates, the Nominating and Corporate Governance Committee and the Board may also consider the following criteria as well as any other factor that they deem to be relevant:

- The candidate's experience in corporate management, such as serving as an officer or former officer of a publicly held company;
- The candidate's experience as a board member of other companies, including service on the board of directors of another publicly held company;
- The candidate's professional and academic experience relevant to the Company's industry;
- The strength of the candidate's leadership skills;
- The candidate's experience in finance and accounting and/or executive compensation practices;
- Whether the candidate has the time required for preparation, participation and attendance at Board meetings and committee meetings, if applicable; and
- The candidate's contribution to the total mix of viewpoints, experiences and other characteristics represented on the Board.

In addition, the Board will consider whether there are potential conflicts of interest with the candidate's other personal and professional pursuits.