

**CHIME FINANCIAL, INC.**  
**PEOPLE, CULTURE AND COMPENSATION**  
**COMMITTEE CHARTER**

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

### **Purposes**

The primary purposes of the People, Culture and Compensation Committee (the "Committee") of the Board of Directors (the "Board") of Chime Financial, Inc. (the "Company") are to:

- discharge the Board's responsibilities relating to the compensation of the Company's Chief Executive Officer (the "CEO") and other officers subject to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") (collectively, including the CEO, the "Executive Officers");
- provide oversight of the Company's compensation plans, policies and programs as they affect the Executive Officers and any other Company service providers identified by the Committee, consistent with the terms of this Charter;
- review, assess, and make reports and recommendations to the Board as appropriate on succession planning with respect to the Executive Officers, in coordination with the Nominating and Corporate Governance Committee; and
- assist with Board oversight of the Company's culture and strategies relating to human capital management.

This charter (this "Charter") sets forth the authority and responsibilities of the Committee in fulfilling its purpose.

### **Membership**

The Committee will consist of no fewer than two members, with the exact number determined by the Board.

The members of the Committee shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee and shall serve until the earlier of their resignation or removal by the Board in its discretion. Committee members may be replaced or removed from the Committee by the Board at any time, with or without cause, and any vacancies will be filled through appointment by the Board on the recommendation of the Nominating and Corporate Governance Committee. Resignation or removal of a director from the Board will automatically constitute resignation or removal, as applicable, of such director from the Committee.

The Board may designate a chairperson of the Committee (the "Committee Chair"). In the absence of that designation, the Committee may designate a Committee Chair by majority vote of the Committee members, provided that the Board may replace any Committee Chair designated by the Committee at any time.

All members of the Committee will meet the independence requirements of the listing standards of the securities exchange on which the Company's securities are listed and any other applicable laws, rules or regulations (including the rules and regulations of the U.S. Securities and Exchange Commission (the "SEC Rules")) and other qualifications as are established by the Board from time to time. At least two members of the Committee will also qualify as a "non-employee" director within the meaning of Rule 16b-3 under the Exchange Act.

Notwithstanding the foregoing, the Company may avail itself of any phase-in rules and interpretations applicable to newly listed companies in connection with an initial public offering.

### **Meetings and Actions Without a Meeting**

The Committee will meet as often as it determines necessary to carry out its responsibilities, which meetings may be held in person, by telephone conference or videoconference. The Committee Chair will preside at each meeting. If the Committee Chair is not present at a meeting, the Committee members present at that meeting will designate one of its members as the acting chair of such meeting. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting. The Committee may also act by unanimous written consent in lieu of a meeting in accordance with the Company's Amended and Restated Bylaws, as in effect from time to time.

### **Authority and Responsibilities**

The principal responsibilities of the Committee are set forth below. The Committee may perform such other functions as are consistent with its purpose and applicable laws, rules and regulations and as the Board may request or as the Committee deems necessary or appropriate consistent with its purpose.

The Committee will:

#### ***Compensation and Benefit Programs***

1. Periodically review and approve (and, if desired, make recommendations to the Board for the approval of) the Company's compensation strategy and practices with respect to the Executive Officers.
2. Annually review and approve a group of peer companies for the purpose of benchmarking compensation plans, policies, and practices for Executive Officers.
3. Annually review and approve corporate goals and objectives relevant to the CEO's compensation, evaluate the CEO's performance in light of those goals and objectives and determine and approve the CEO's overall compensation levels based on this evaluation. In determining the long-term incentive component of the CEO's compensation, the Committee may consider any number of factors, including, without limitation, the Company's performance and relative shareholder return, the value of similar incentive awards to CEOs at comparable companies, and the awards given to the CEO in past years. The CEO may not be present during voting or deliberations on his or her own compensation.
4. At least annually review and approve (and, if desired, make recommendations to the Board for approval of) the compensation of the Executive Officers, including annual base salaries, short- and long-term (including cash-based and equity-based) incentive awards and opportunities, and perquisites or other personal benefits, except to the extent such benefit policies or programs apply to Company employees generally.

5. Periodically review and approve the following as they affect the Executive Officers:
  - (a) all incentive awards and opportunities;
  - (b) any employment and severance arrangements;
  - (c) any change-in-control agreements and severance protection plans and change-in-control provisions affecting any elements of compensation, benefits and perquisites; and
  - (d) any special or supplemental compensation and benefits for the Executive Officers and individuals who formerly served as Executive Officers, including supplemental retirement benefits and the perquisites provided to them during and after employment.
6. Periodically and as and when appropriate, establish the performance goals applicable to compensation of Company service providers and certify the level of achievement of such performance goals.
7. Review and adopt, or recommend to the Board, as appropriate, the adoption of new, or amendments to existing, executive compensation plans (including equity-based plans).
8. Approve the overall incentive compensation pool for the Company.
9. Perform such duties and responsibilities as may be assigned to the Committee under the terms of any equity-based plan or other compensation plan.
10. To the extent the Committee deems necessary or appropriate, review with management the Company's employee benefit policies, programs, and administration.
11. Review and approve changes in the Company's qualified benefit plans that result in a material change in costs or the benefit levels provided.
12. Oversee administration of all incentive compensation and equity-based plans for employees and approve all forms of award agreements and/or subplans adopted thereunder.
13. Concurrently with the Board and with the Company's Delegation of Equity Authority policy, review and approve grants and awards under the Company's equity incentive plan or other compensation plan, in each case consistent with the terms of such plans and applicable law.
14. Periodically review and recommend to the Board the form and amount of compensation to be paid or awarded to members of the Board and Board committees.
15. Administer and oversee the Company's compliance with the compensation recovery policy required by applicable SEC Rules.

***Compliance and Governance***

16. Review and discuss with management the Compensation Discussion and Analysis ("CD&A") required to be included in the Company's proxy statement and annual report on Form 10-K by the SEC Rules and, based on such review and discussion, determine whether or not to recommend to the Board that the CD&A be so included.
17. Prepare the annual Compensation Committee Report for inclusion in the Company's proxy statement in compliance with SEC Rules.

18. Consider the results of advisory votes on executive compensation and the frequency of such votes.
19. Review periodic reports on the Company's compensation programs as they affect all employees and consider related risks.

#### ***Management Development and Culture***

20. Review annually with the Board an evaluation of the performance of the CEO and other Executive Officers.
21. Periodically review and discuss with the Board and, as the Committee deems appropriate, the Nominating and Corporate Governance Committee, the corporate succession plan for Executive Officers.
22. Review and assess reports from management and make reports and recommendations to the Board as appropriate, on the Company's culture and strategies relating to human capital management, including talent development, diversity, equity and belonging practices, performance against talent and diversity goals, significant conduct issues, and any related employee actions (including, but not limited to, compensation actions), in each case, at the highest management levels.

#### ***Assessment***

23. Review and evaluate the performance of the Committee.
24. Annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.

#### **Advisors**

The Committee may, in its sole discretion, retain, terminate or obtain the advice of compensation consultants, outside legal counsel, or other advisors to assist it in the performance of its duties. The Committee will have sole authority to approve reasonable advisor's fees and other terms and conditions of the advisor's retention. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any advisor retained by the Committee.

To the extent required by the rules of the securities exchange on which the Company's securities are listed, prior to selecting or receiving advice from an advisor, the Committee will conduct an independence assessment, taking into consideration the factors set forth in such rules and any other factors the Committee deems relevant to the advisor's independence from management.

#### **Meetings and Reports**

The Committee will maintain written minutes of its meetings and copies of its actions by written consent, and will file such minutes and copies of written consents with the minutes of the meetings of the Board.

The Committee will report periodically to the Board, generally at the next regularly scheduled Board meeting following a Committee meeting, on actions taken and significant matters reviewed by the Committee.

## **Delegation of Authority**

The Committee may from time to time as it deems appropriate, and to the extent permitted by applicable laws, rules and regulations, form and delegate authority to subcommittees.

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