



# **DigitalOcean Holdings, Inc.**

## **Code of Business Conduct and Ethics**

Approved by the Board of Directors on February 18, 2026

# Introduction: Our Commitment

At DigitalOcean, trust and integrity are fundamental to everything that we do. Our reputation depends on each of us making ethical decisions and upholding the highest standards of business conduct. This Code of Business Conduct and Ethics ("Code") guides how we work, make decisions, and treat each other. It applies to everyone at DigitalOcean Holdings, Inc. and its subsidiaries (collectively, "DigitalOcean"): employees, officers, directors, and contractors.

## Key Responsibilities:

- Read and understand this Code and applicable policies
- Ask questions when you are uncertain about the right course of action
- Speak up if you observe conduct that may violate this Code or the law
- Complete all required training

**This Code cannot address every situation. When you face a difficult decision, consider these questions:**

- Is this legal and consistent with our policies?
- Does this align with DigitalOcean's values?
- How would this look to our customers, investors, or the public?
- Is this in DigitalOcean's best interest?

If you are uncertain about any of these questions, seek guidance before taking action. Resources are available throughout this Code and from your manager, the People Team, and the Legal Team.

## 1. Acting with Integrity

### Our Standard

Integrity is the foundation of our business. We earn and maintain trust through honest, transparent, and accountable conduct in all of our business relationships and operations.

## In Practice

### Honest Communication

- Be truthful and accurate in all business communications
- Do not misrepresent DigitalOcean's products, services, or capabilities
- Correct mistakes promptly when they occur
- Provide accurate information to customers about pricing, features, and limitations

### Accountability

- Take ownership of your work and decisions
- Acknowledge errors and work to resolve them
- Give credit to others for their contributions
- Follow through on commitments

### Transparency

- Share information openly within appropriate boundaries
- Escalate issues that could impact business
- Be clear about limitations or uncertainties
- Document decisions and rationale appropriately

## 2. Following the Law

### Our Standard

We comply with all applicable laws and regulations wherever we operate. This includes local, state, federal, and international laws governing our business activities.

### International Business Laws

As a global company, we must comply with applicable laws in all countries where we operate and where we do business. This includes laws prohibiting bribery, corruption, or conduct of business with specified individuals, companies, or countries. The fact that certain laws are not enforced in some countries, or that violation of those laws is not subject to public criticism, will not be accepted as an excuse for noncompliance.

### Export Controls and Trade Sanctions

DigitalOcean requires strict compliance with all laws and regulations concerning the export, re-export, in-country transfer, and import of our products, services, and technical information, as well as related financial transactions. Our business is subject to U.S. export control

laws, economic sanctions regulations, and international trade controls. We comply with these rules first, and then pursue business opportunities within the regulatory framework. Failure to comply may result in fines, loss of export privileges, adverse publicity, termination of employment, and, in serious cases, criminal prosecution.

#### **Key Responsibilities:**

- Screen all customers and transactions against restricted parties lists
- Comply with all export control and sanctions screening requirements
- Never bypass export control processes or screening requirements
- Report any situations involving potential non-compliance immediately to the Legal Team
- Contact the Legal Team with questions about specific transactions or export compliance requirements

#### **Manager Responsibilities:**

- Supervisors and managers are responsible for helping to ensure employee understanding and compliance with export and import controls and economic sanctions regulations. Report any compliance concerns promptly to the Legal Team.

### **Anti-Corruption and Anti-Bribery**

We comply with all applicable anti-corruption laws, including the U.S. Foreign Corrupt Practices Act and the UK Bribery Act. These laws prohibit offering, promising, or providing anything of value to improperly influence business decisions or gain business advantages.

#### **Prohibited Conduct:**

- Bribes, kickbacks, or improper payments to anyone, including government officials, customers, or business partners
- Offering or accepting anything of value to influence or reward business decisions
- Using third parties (agents, consultants, distributors) to do indirectly what we cannot do directly

### **Government Officials:**

Special care is required when interacting with government officials, including employees of government-owned or government-controlled entities, public international organizations, political parties, and candidates for public office. Never provide gifts, meals, travel, entertainment, or anything of value to government officials without pre-approval from the Legal Team.

#### **Key Responsibilities:**

- Help ensure that all business courtesies are reasonable, transparent, and properly documented
- Maintain accurate records of all business expenditures and transactions
- Never make payments or provide benefits with the understanding that they will influence a business decision
- Help ensure that third parties acting on our behalf comply with anti-corruption laws
- Report any suspected violations immediately to the Legal Team

Violations of anti-corruption laws may result in severe penalties, including substantial fines and damage to DigitalOcean's reputation.

### **Fair Competition and Antitrust**

We compete fairly and comply with antitrust and competition laws. This means that we are dedicated to ethical, fair, and vigorous competition. We sell our products and services based on their merit, superior quality, functionality, and competitive pricing, and we always deal fairly with our customers and competitors alike. We make independent pricing and marketing decisions, and we do not improperly cooperate or coordinate with our competitors or engage or assist in unlawful boycotts of particular customers or suppliers.

### **Key Responsibilities:**

- Do not discuss or agree on prices with competitors
- Do not agree with competitors to set bids or to divide up customers or markets
- Never use improper means to influence a prospective customer's decision-making (directly or indirectly)
- Do not share competitively sensitive information (such as pricing, costs, market strategies, product roadmaps, or bids) with competitors
- Never include inappropriate conditions in purchases or sales

## **Human Rights and Responsible Business**

We are committed to conducting business in a manner that respects human rights and dignity. We comply with all applicable labor and employment laws and expect our business partners to do the same.

### **We do not tolerate:**

- Forced labor or human trafficking
- Child labor
- Discrimination or harassment

We expect our suppliers and partners to uphold these principles. If you become aware of potential human rights violations in our operations or supply chain, report them immediately to the People Team or the Legal Team.

## **Insider Trading**

Trading in DigitalOcean stock or the stock of any other company while in possession of material non-public information about that company is strictly prohibited and illegal.

Material non-public information is information that has not been released to the public and that a reasonable investor would consider important in deciding whether to buy, sell, or hold a company's stock. Examples include financial results or forecasts, mergers and acquisitions, major contracts or customer relationships, significant product launches, leadership changes, and regulatory actions or legal developments.

You must exercise the utmost care when handling material non-public information and must not disclose any such information to any third party, including customers, partners, suppliers, family, or friends. Buying or selling stock while in possession of material non-public information, or sharing such information with others who then trade (known as "tipping"), is a violation of insider trading laws as well as this Code.

You must abstain from trading from the time that you obtain material non-public information until it has been adequately disclosed to the public.

Consequences for insider trading violations are severe and can include termination of employment, civil liability, criminal prosecution, imprisonment, and fines.

Refer to our Insider Trading Policy for detailed requirements and restrictions.

**Questions?** Contact the Legal Team before proceeding if you are uncertain about any legal or regulatory requirement.

## 3. Protecting Information and Intellectual Property

### Our Standard

We protect the confidentiality and privacy of DigitalOcean's information, as well as information entrusted to us by customers, employees, job candidates, and partners. We also respect the intellectual property rights of others.

### Data Privacy

At DigitalOcean, trust is our currency. We protect data not just to comply with laws, but because our customers and colleagues rely on us to safeguard their digital information. Keeping information entrusted to us safe and secure is a priority for DigitalOcean.

We are committed to privacy by design in our own products, our data practices, and in the third-party products that we use. Our comprehensive data privacy program helps ensure compliance with all applicable laws and regulations.

We are transparent about our data handling practices and process personal data in accordance with our rigorous privacy and security standards. We respect the privacy rights of our customers, employees, and others whose personal information we handle.

### **Key Responsibilities:**

- Comply with applicable data protection laws
- Process personal data only for legitimate business purposes
- Access only the minimum personal data necessary to fulfill your job responsibilities
- Access customer data only when you have a valid business need and proper authorization
- Ask questions if you are unsure whether you are authorized to access or use data
- Report any suspected privacy or data incidents immediately

## **Security and Operational Resilience**

We are all responsible for protecting DigitalOcean's information systems, data, and infrastructure. Security

incidents can harm our business, employees, and customers.

### **Key Responsibilities:**

- Report suspicious emails, phishing or vishing attempts, or unusual system activity immediately to the Security Team
- Notify the Security Team immediately if you suspect an information security incident has occurred
- Protect login credentials and never share passwords
- Never install unauthorized software or connect unauthorized hardware to company systems
- Never attempt to circumvent, disable, or bypass any security controls, tools, or configurations
- Physically protect your devices when traveling by storing them securely
- Follow all information security policies and procedures, including our Employee and Contractor Acceptable Use Policies
- Be vigilant against social engineering and cyber threats

Reporting security concerns promptly is an ethical obligation that helps protect DigitalOcean, our customers, and our employees from harm.

## Confidentiality and Intellectual Property

We safeguard confidential information and proprietary assets belonging to DigitalOcean and others. One of our most important assets is our confidential information. You may learn information about DigitalOcean that is confidential and proprietary, and you may also learn confidential information about our customers, partners, or suppliers before that information is released to the public

### Confidential Information Includes, But Is Not Limited To:

- Customer data and business information
- Product plans and unreleased features
- Financial information and business strategies
- Employee personal information
- Proprietary technology and source code

### Key Responsibilities:

- Do not share confidential information outside DigitalOcean without authorization
- Do not discuss confidential matters in public places
- Store confidential information securely (laptops, mobile devices, memos, notebooks should be protected)
- Comply with “clean room” procedures or other guidance provided by the Legal Team where applicable

## Respecting Others’ Intellectual Property Rights

We respect the property rights of others. We will not acquire or seek to acquire a competitor’s trade secrets or other proprietary or confidential information through improper means. If you come into possession of confidential or sensitive information from a competitor, former employer, or other third party without proper authorization, do not use it and report it immediately to the

Legal Team so that proper action may be taken.

We will not engage in unauthorized use, copying, distribution, or alteration of another party's software or other intellectual property. When using third-party materials, you must:

- Obtain proper licenses or permissions before using third-party software, code, images, or other materials
- Follow our Open Source Policy when using or contributing to open source software
- Not bring confidential information from former employers to DigitalOcean or use it in your work

## Company Assets and Resources

We protect and use DigitalOcean's assets appropriately:

- Use company assets primarily for legitimate business purposes
- Protect company property from loss, damage, theft, and misuse
- Company assets include equipment, technology, facilities, supplies, and DigitalOcean's brand and reputation

- Incidental personal use may be permitted but must not interfere with work responsibilities

## Public Communications

Only authorized spokespersons may speak publicly on behalf of DigitalOcean:

- Refer all media, investor, and analyst inquiries to the Corporate Communications Team
- Do not speak to the press or make public statements on behalf of DigitalOcean without authorization
- Material non-public information may only be disclosed through authorized channels in accordance with our Corporate Disclosure Policy
- If you are invited to speak at external events, conferences, or podcasts about topics related to your work at DigitalOcean, coordinate with your manager and the Corporate Communications Team to help ensure alignment with our brand and messaging

# 4. Artificial Intelligence

## Our Standard

We leverage artificial intelligence (“AI”) to drive innovation and efficiency and are committed to developing and using AI in ways that are transparent, fair, and accountable.

### How We Approach AI:

- **Human Oversight:** AI is a tool, not a final decision-maker. Humans remain accountable for decisions influenced by AI
- **Transparency:** We are open about where and how AI is used, especially when it interacts with customers or impacts employees in our operations
- **Fairness:** We use AI in a respectful and appropriate manner. We proactively consider potential algorithmic bias and ethical implications and implement guardrails when and as appropriate
- **Security:** We apply rigorous security standards to protect confidential and customer data from being accessed by unauthorized AI tools

### Key Responsibilities:

- You must always follow our AI Policy when using AI tools
- Never input DigitalOcean confidential information, customer data, or proprietary code into unauthorized AI tools
- Consider potential bias and fairness implications when developing or deploying AI systems. If you observe an AI system producing biased, unethical, or discriminatory results, report it immediately through our standard compliance channels
- You must verify the output. AI can produce inaccurate or "hallucinated" information. Always review, validate, and fact-check AI-generated content or code before using it in your work. This means ensuring that humans remain accountable for decisions influenced by AI

- Clearly label unverified AI output that you intend to store so it's clear to others that such information may not be accurate
- If you are unsure whether you may use a certain AI system or if certain data may be input into that system, you must get clarity before such use

- Do not take unfair advantage through manipulation, concealment, abuse of privileged information, or misrepresentation of facts
- Win business through superior performance and value, not through deceptive practices
- Respect the rights of others in all business dealings

Employees involved in procurement have a special responsibility to adhere to principles of fair competition in the purchase of products and services by selecting suppliers based exclusively on normal commercial considerations, such as quality, cost, availability, service, and reputation, and not on the receipt of special favors.

## 5. Fair Business Practices

### Our Standard

We conduct business ethically and treat all stakeholders fairly. We make business decisions objectively and in DigitalOcean's best interest.

### Fair Dealing

We compete on the merits of our products and services, not through unethical practices:

- Deal fairly and honestly with customers, suppliers, partners, and competitors

### Conflicts of Interest

We expect you to be free from conflicts of interest and to make business decisions objectively in DigitalOcean's best interest. A conflict of interest occurs when your personal interests, activities, or relationships could interfere, or appear to interfere, with your ability to act in DigitalOcean's best interest. Even the appearance of a conflict can be damaging and should be avoided.

While not all conflicts can be avoided, you must disclose them promptly so that they may be properly managed.

### **Common Conflicts May Include:**

- Employment by, or acting as a director, consultant, or advisor to a competitor, customer, or supplier while employed by DigitalOcean
- Hiring, supervising, or doing business with family members or close personal relationships
- Having a significant financial interest in a competitor, customer, or supplier
- Soliciting or accepting gifts, favors, loans, or preferential treatment from any entity or person that does business, or seeks to do business, with DigitalOcean that could influence business decisions
- Certain types of outside employment or “moonlighting”

### **Your Obligations:**

- Avoid conflicts of interest whenever possible
- Disclose any actual or potential conflicts of interest to your manager and the Legal Team so that they may be properly managed

### **Managing Conflicts:**

All conflicts of interest must be disclosed to your manager and the Legal Team so that they may be properly managed. Upon disclosure, we will work with you to determine appropriate steps, which may include recusal from decisions, establishing information barriers, or other measures as appropriate.

### **Corporate Opportunities**

You owe a duty to DigitalOcean to advance its business interests when the opportunity arises. You may not take personal advantage of opportunities for DigitalOcean that are presented to you or discovered by you as a result of your position with us or through your use of corporate property or information. Even opportunities that are acquired privately by you may be questionable if they are related to our existing or proposed lines of business.

### **Key Responsibilities:**

- Present business opportunities discovered through the use of corporate property, information, or position to DigitalOcean before pursuing them personally
- Do not use your position with DigitalOcean or corporate property or information for improper personal gain
- Do not compete with DigitalOcean in any way

If you have questions about whether an opportunity should be presented to DigitalOcean, please reach out to the Legal Team.

### **Gifts and Business Courtesies**

Reasonable business courtesies can build relationships, but they must never influence business decisions or create obligations.

### **General Guidelines:**

You may offer or accept reasonable business courtesies that are:

- Modest in value and consistent with customary business practices (e.g., inexpensive promotional items, occasional business meals)
- Infrequent (not part of a pattern or regular occurrences)
- Not cash or cash equivalents (gift cards, stock, prepaid cards, cryptocurrency)
- Not intended to influence business decisions or create obligations

Business courtesies that are excessive in value or frequency, or that could create the appearance of influencing business decisions, are prohibited. When in doubt about whether a gift or courtesy is appropriate, discuss it with your manager before offering or accepting it.

### **Government Officials:**

Special restrictions apply to government officials due to anti-corruption laws, including the U.S. Foreign Corrupt Practices Act and UK Bribery Act. Government officials include employees of government-owned or government-controlled entities, public international organizations, political parties, and candidates for public office.

- Never provide gifts, meals, entertainment, or anything of value to government officials without pre-approval from the Legal Team
- This applies regardless of value or location
- Violations can result in severe penalties, including criminal prosecution

### **When in Doubt:**

If you are uncertain whether a gift or business courtesy is appropriate:

- Discuss with your manager
- Contact the Legal Team for guidance
- Consider: Would I be comfortable if this became public?

## **6. Accurate Records and Financial Integrity**

### **Our Standard**

The integrity of our records and public disclosure depends upon the validity, accuracy, and completeness of the information supporting the entries to our books of account; therefore, our corporate and business records should be completed accurately and honestly. The making of false or misleading entries is strictly prohibited. Our records serve as a basis for managing our business and are important in meeting our obligations to customers, suppliers, creditors, employees, and others. We also rely upon our accounting and other business and corporate records in preparing publicly-filed reports. Securities laws require that these reports provide full, fair, accurate, timely, and understandable disclosure and fairly present our financial condition and results of operations. You must strive to ensure that our financial disclosure is complete, accurate, and transparent.

**Key Responsibilities:**

You must maintain accurate business records and comply with our financial controls:

- Record all business transactions accurately and honestly
- Help ensure documentation properly reflects the true nature of transactions
- Never create false or misleading entries in DigitalOcean's books and records
- Do not enter into side agreements or arrangements that are not properly documented
- Follow all applicable accounting standards and internal controls
- Retain and dispose of records in accordance with our record retention policies
- Cooperate fully with internal and external audits

## 7. Respect and Workplace Conduct

**Our Standard**

We are committed to maintaining a respectful, safe, and professional workplace where everyone is treated with dignity. We value the contributions of all team members and do not tolerate harassment, discrimination, or behavior that undermines a professional work environment.

**Key Responsibilities:**

- Treat all colleagues, customers, partners, and others with respect and professionalism
- Communicate professionally and constructively
- Report harassment, discrimination, or unprofessional conduct

Refer to applicable policies for our standards on harassment, discrimination, and workplace conduct.

# 8. Speaking Up and Reporting Concerns

## Our Standard

We all have a responsibility to speak up when we see or suspect conduct that violates this Code, our policies, or the law. An ethical culture depends on everyone's willingness to report concerns, and we protect those who raise concerns in good faith.

## When to Report

You should report:

- Violations or suspected violations of this Code
- Violations of law or DigitalOcean policies
- Unethical behavior
- Accounting, internal control, or auditing concerns
- Harassment, discrimination, or other workplace concerns

## How to Report

If you are aware of a suspected or actual violation of this Code, our policies, or the law, promptly report it to your supervisor, the People Team, or the General Counsel. If you prefer to report anonymously, follow the process for filing anonymous complaints outlined in our Whistleblower Policy. If you are a manager and receive a report, take it seriously and promptly escalate the concern to the People Team or the General Counsel. Do not attempt to investigate on your own.

The applicable recipient of the report will investigate all reported possible violations promptly and with the highest degree of confidentiality that is possible under the specific circumstances. As appropriate, the DigitalOcean Holdings, Inc. Board of Directors and/or one of its committees may be notified of any suspected or actual violations of this Code. If any investigation indicates that a violation of this Code has occurred, we will take action as appropriate under the circumstances. If we determine that an employee, officer, or director is responsible for a Code violation, they will be subject to disciplinary action, up to and including termination, and, in appropriate cases, civil action or referral for criminal prosecution.

## No Retaliation

DigitalOcean strictly prohibits retaliation against anyone who reports violations of this Code in good faith, participates in an investigation, or refuses to engage in conduct that violates this Code or the law.

Reporting in “good faith” means that you genuinely believe the information you are providing is accurate, even if an investigation determines that no violation occurred. You will be protected as long as you are making an honest attempt to report a concern.

We will take prompt disciplinary action against any employee, officer, or director who attempts to retaliate against you for reporting violations.

# 9. Administration

## Questions

If you have questions about this Code or need guidance:

- Talk to your manager
- Contact the People Team
- Contact the Legal Team

## Waivers and Administration

Waivers of provisions of our Code may be made only by our General Counsel, or, with respect to directors and executive officers, by the Board of Directors of DigitalOcean Holdings, Inc. or its appropriate committee. In addition, any amendments to our Code must be approved by the Board of Directors of DigitalOcean Holdings, Inc. When required, any waiver or amendment will be reported as required by federal securities laws and applicable stock exchange rules.