



Global Reporting Concerns Policy

EL-LEGAL-06

Business Function	Legal
Functional Owner	Landon Geurkink, Head of Ethics
Version	3.5
Board Date Approved	March 12, 2025

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1. Mission

Circle's mission is to raise global economic prosperity through the frictionless exchange of financial value.

Circle was founded on a belief that blockchains and digital currency will rewire the global economic system, creating a fundamentally more open, inclusive, efficient and integrated world economy. We envision a global economy where people and businesses everywhere can more freely connect and transact with each other, through a system that has the reach and accessibility of the internet and knows no borders or boundaries. We believe such a system can raise prosperity for people and companies everywhere.

We are multistakeholder, mindful, and driven by excellence, and we act with high integrity at all times. We recognize that when we share novel ideas and bring up concerns or problems, our Company innovates and performs better. Together, we consistently create a safe space for each other to speak up and speak out, where each of us is emboldened to point out both challenging areas and opportunities for new disruptions and innovations, and by doing so, our teams, our Company, our clients, and our communities thrive.

2. Introduction

Circle is dedicated to fostering and maintaining high ethical standards wherever we conduct business across the globe. We comply with applicable laws and regulations. When we become aware of conduct that is inconsistent with our policies, our values or the law, we speak up and report our concerns. We encourage others to speak up, as well, and prohibit retaliation for reporting concerns in good faith or for participating in the investigation of concerns.

2.1. Purpose (Statement of Policy)

The purpose of this Reporting Concerns Policy is to reinforce the speak-up culture at Circle by providing clear guidance, expectations, and encouragement for raising concerns of possible legal or policy violations, identifying the available resources at Circle for receiving, investigating and retaining complaints, and communicating the protections available for anyone who reports concerns of possible misconduct.

Circle does not expect you to investigate conduct about which you have concerns or to determine fault or corrective or disciplinary measures – in fact, you should not – designated subject matter specialists at Circle are charged with these responsibilities. Circle expects you to read this Policy, understand it, and comply with the Policy and the law. Understanding and adhering to this Policy helps to confirm that Circle meets all applicable legal and ethical standards, and helps us continually enhance our speak-up culture, bringing our values to life.

2.2. Scope

This Policy applies to Circle Internet Group, Inc. and its subsidiaries (collectively, “Circle” or the “Company”), Circle’s officers, directors, and employees (“Team Members”) and its vendors, consultants, agents, contractors, business partners, and any other entities acting on Circle’s behalf (“Third-Party Representatives”).

Given Circle’s global nature, this Policy applies to activities undertaken by Circle globally across all jurisdictions.

3. Policy

3.1. Speak Up

When something doesn’t feel right or you are aware of conduct which is or may be inconsistent with our policies, our values, or the law, speak up. Acting with high integrity includes being alert for and identifying possible misconduct and promptly reporting your concerns through any available Circle resource. We cannot address what we don’t know. We depend on you to report concerns, so we can promptly and adequately address your concerns and the conduct in question.

While we encourage you to raise certain types of concerns directly with designated subject matter specialists as indicated below, we also have resources through which you may raise any concern of possible misconduct – simply choose the resource with which you are comfortable. You may report concerns of any possible misconduct to your Manager, your HR Business Partner, and/or an ELT member. You may report your concerns to Legal at speakup@circle.com. You may also report concerns to the Chief Compliance and Risk Officer, or if you are located outside the US, your local Compliance Officer.

If you are uncomfortable using any of these resources, you may also report your concerns anonymously if preferred to the Circle Ethics HelpLine 24/7/365 by phone at 1 (833) 416-6733 or online at circle.ethicspoint.com.

Designated subject matter specialists to which you are encouraged to report specific concerns are as follows:

- If you are aware of (1) questionable accounting, internal accounting controls or auditing matters; (2) the reporting of fraudulent financial information; (3) fraud against investors, securities fraud, mail or wire fraud or bank fraud; or (4) violations of the rules and regulations of the U.S. Securities and Exchange Commission applicable to the Company (including use of nonpublic Company or business partner information to trade in securities), we encourage you to report your concern directly to Legal or a member of the Ethics & Compliance team at speakup@circle.com. Know that these and any

financial or accounting irregularity concerns are escalated internally to the General Counsel and the Audit Committee of the Board of Directors for their review and input, and yet, you may report your concerns directly to them, as well, if preferred.

- If you believe someone is or may be engaging in (1) bribery, kickbacks, or another form of corruption, (2) insider trading, (3) fraud, (4) anti-competitive behavior, (5) theft of intellectual property, (6) conflicts of interest, (7) tax evasion, (8) any other criminal activity, (9) a breach of legal or professional obligations, or (10) other known or suspected violations of the Circle Code of Ethics & Business Conduct (the “Code”), we encourage you to report these concerns directly to Legal or a member of the Ethics & Compliance team at speakup@circle.com. After an initial review, the Legal team will determine whether the concern should be escalated to the Nominating and Corporate Governance Committee.
- If you are aware of possible money laundering or terrorist financing activity, we encourage you to report your concerns directly to amlreferrals@circle.com.
- If you have any concerns related to information security, you can email Security at security-team@circle.com.
- If you have workplace or employee relations concerns, we encourage you to raise them with your Manager, if comfortable doing so, or your HR Business Partner, or email the Talent team at hrbp@circle.com. If you believe someone may be engaging in harassing or discriminatory conduct, you may contact your Manager, your HR Business Partner, or an ELT member.
- Third-Party Representatives who are aware of conduct related to Circle which may violate Circle policies or the law may report their concerns to their Circle point of contact, if comfortable doing so, Circle designated subject matter specialists indicated above, or the Circle Ethics HelpLine by phone at 1 (833) 416-6733, or online at circle.ethicspoint.com, 24/7/365, and anonymously, if preferred. Third-Party Representatives may also report concerns to their own employer’s internal resources.

Once again, while we encourage you to report certain types of concerns to our designated subject matter specialists, you may choose any of the Circle resources, including your Manager, HR Business Partner, or the Circle Ethics HelpLine. The bottom line is that we want you to speak up and report your concerns with whichever resource you are comfortable, so we can promptly and adequately address your concerns and the conduct in question.

The General Counsel or his or her designees will maintain a log of all complaints, tracking their receipt, any investigation and resolution, and shall prepare a periodic summary report on at least a semi-annual basis for the Audit Committee. The Nominating and Corporate Governance Committee shall also receive a periodic summary report on at least a semi-annual basis of complaints related to suspected violations of the Code.

3.2. Escalation & Cooperation

Upon receipt of any reported concern of a possible violation of this Policy or the law, all Team Members and Third-Party Representatives must promptly and confidentially escalate the concern to the designated subject matter specialists indicated above.

If it's unclear to whom a concern should be escalated, contact Legal or a member of the Ethics & Compliance team at speakup@circle.com or the Circle Ethics HelpLine 24/7/365 by phone at 1 (833) 416-6733 or online at circle.ethicspoint.com.

All Team Members and Third-Party Representatives must cooperate with investigations, providing honest, accurate, and complete information as requested. Refusing to answer questions, provide information or otherwise cooperate, or deliberately providing false information as part of a complaint or during an investigation into a complaint shall be grounds for disciplinary action, up to and including termination of employment or engagement with Circle.

3.3. No Retaliation – It's Safe to Speak Up at Circle

Circle strictly prohibits retaliation for reporting concerns in good faith or for participating in an investigation. This paramount principle remains true even if a reported concern made in good faith cannot be substantiated due to mistake, inaccurate information, or insufficient evidence. No one may retaliate against anyone for reporting concerns in good faith. Anyone who violates this policy will be subjected to disciplinary action up to and including termination of employment or termination of business relationship with Circle.

If you believe that you have been retaliated against for reporting concerns in good faith or for participating in an investigation of concerns, report these concerns to your Manager or HR Business Partner. In the alternative, you may also report your concerns to your department VP, your ELT leader, or Legal or a member of the Ethics & Compliance team at speakup@circle.com. You may also report your concerns to the Circle Ethics HelpLine 24/7/365 by phone at 1 (833) 416-6733 or online at circle.ethicspoint.com.

Circle does not and will not tolerate any form of retaliation for reporting concerns in good faith. It's safe to speak up at Circle.

3.4. Confidentiality & Anonymity

All reported concerns are handled confidentially, to the extent possible, in order to maintain the integrity of the investigation and for the protection of all involved, including individuals who raise concerns, anyone who may have relevant information about investigations, and anyone about whom concerns are raised. When we receive, investigate, and retain information about

concerns, we share information related to the concerns exclusively on a need-to-know basis and in accordance with the law.

At Circle, you have the option to report concerns anonymously. You may do so by using an email address that does not reveal your identity with any of the designated resources (e.g., a personal email address that does not contain your name) or by contacting the Circle Ethics HelpLine and selecting that choice online or by phone. Keep in mind that reporting concerns anonymously may inhibit or preclude an effective investigation of your concerns if insufficient information is provided and we do not have adequate means to contact you for follow-up questions. If you choose to report a concern anonymously, please be sure to provide sufficient information about your concern (who, what, when, where, etc.) and contact information where we can reach you for follow-up questions and to advise you of the outcome of the investigation.

3.5. Sufficient Information

When reporting a concern, provide the essential details of your concern, including but not limited to the following, if known:

- a description of the conduct in question;
- when or over what period of time the conduct occurred;
- the name(s) of who you believe engaged in the conduct;
- the name(s) of anyone who may have witnessed the conduct or who may have relevant information;
- any evidence you have which may be related to the concern, including communications, documents, photos, or other data (or if you do not have it, who may have it);
- anyone else aware of the concern to whom you already reported it, if anyone (e.g., your Manager or HR Business Partner);
- contact information where you may be reached for follow-up questions, status updates and closure information.

If you do not have all of the above information, simply provide any details you have.

3.6. What Happens When I Report a Concern

When you report a concern of a possible violation of Policy or the law, please know that Circle is grateful for you speaking up and takes all reported concerns seriously.

When you report a concern through the Circle Ethics HelpLine by phone, a trusted third-party vendor who manages the HelpLine will ask you questions seeking to elicit all relevant information you have about the concern which will support an investigation of the concern. In sum, they seek to elicit the information discussed in section 3.5 above. They seek the same information in the online web form submissions. The external vendor confirms that at Circle our Team Members and Third-Party Representatives can comfortably and confidently report

concerns with complete accessibility from anywhere, at any time (24/7/365) and anonymously, if preferred. After discussing your concern with you on the phone or receiving your online submission, the vendor promptly submits the concern to Legal for handling or for referral to the designated Circle subject matter specialist.

Upon receipt of a reported concern from the Circle Ethics HelpLine or directly from a Team Member or a Third-Party Representative, the designated subject matter specialist conducts an investigation of the concern, consistent with their training and experience in handling same or similar concerns, which may include but not be limited to the following:

- review all information provided about the concern;
- acknowledge receipt, and if necessary, interview and seek additional information from the complainant (the individual who reported the concerns);
- review the policy in question, as necessary;
- review any evidence provided or gather and analyze that evidence;
- interview anyone who may have relevant information;
- interview the subject(s) (anyone about whom concerns were reported);
- consult with other internal or external subject matter specialists, as necessary;
- determine the facts, concluding whether the facts established a violation of a Circle Policy (substantiated) or not (unsubstantiated);
- coordinate the discipline and remediation process for substantiated matters;
- advise the complainant and subject(s) of the closure of the investigation.

All reported concerns are documented and retained in a confidential and secure manner.

Keep in mind that simply because an investigator concludes a reported concern is unsubstantiated does not mean the investigator concluded it was made in bad faith or that the alleged conduct did not happen; rather, it means there were insufficient grounds to proceed with any action.

3.7. Protected Activity

Every Team Member has the right to not be retaliated against for reporting, either internally to Circle or to any governmental agency or entity or self-regulatory organization, information which he or she reasonably believes relates to a possible violation of law. It is a violation of federal law to retaliate against anyone who has reported such potential misconduct either internally or to any governmental agency or entity or self-regulatory organization.

Circle will not in any way limit or prohibit you from filing a charge or complaint with, or otherwise communicating or cooperating with, or participating in any investigation or proceeding that may be conducted (including by providing testimony or responding to a valid subpoena) by any international, regional, country, state, or local government agency or commission, including but not limited to the U.S. Securities and Exchange Commission, the U.S. Equal Employment

Opportunity Commission, the U.S. Occupational Safety and Health Administration, and the U.S. National Labor Relations Board. You may disclose documents or other information to such government agencies, as permitted by law, without giving notice to, or receiving authorization from, the Company. Circle cannot require you to withdraw reports or filings alleging possible violations of federal, state, or local law or regulation, and may not offer an employee any kind of inducement, including payment, to do so. You may also accept an award from any government agency for information provided to them. However, you should take reasonable precautions to prevent the unauthorized use or disclosure of any confidential or proprietary information of the Company to any parties other than the applicable government agency(s), and you should not disclose any Company attorney-client privileged communications or attorney work product. None of the agreements with the Company that you entered into, or any of the policies to which you are subject, should be interpreted or understood to conflict with this Policy.

3.8. Questions about this Policy

If you have any questions about this Policy, please contact Legal or a member of the Ethics & Compliance team at speakup@circle.com.

3.9. Periodic Review

The Audit Committee will oversee periodic reviews of this Policy. If any problems are noted during these reviews, the Audit Committee will promptly recommend any material changes to the Board or take any necessary actions.

3.10. At-Will Employment in the United States

Employment with Circle in the United States is voluntary and subject to separation by the employee or Circle at will, with or without cause, and with or without notice, at any time. Nothing in this Policy shall be interpreted to conflict with or to eliminate or modify in any way the employment-at-will status of Circle employees in the United States.

4. Non-Compliance

Any Team Member or Third-Party Representative found to have violated this Policy will be subject to disciplinary action up to and including termination of employment or business relationship.

5. Exceptions

The Head of Ethics is accountable for confirming adherence to the Policy. Requests for exceptions to the Policy must be submitted in writing to Legal or a member of the Ethics & Compliance team at speakup@circle.com. Any exceptions to this Policy may also need to be approved by the Audit Committee.

6. Roles & Responsibilities

Role	Responsibility
Employees, officers, and directors (“Team Members”) and vendors, consultants, agents, contractors, business partners, and any other entities acting on Circle’s behalf (“Third-Party Representatives”)	<ul style="list-style-type: none"> ● Review, understand and adhere to this Policy. ● Behave with high integrity at all times ● Promptly report through available resources actual, perceived, or attempted violations of law or policy.
Head of Ethics	<ul style="list-style-type: none"> ● Implement and disseminate this Policy, confirming appropriate input from key stakeholders, and approval by the ERM and Board where needed. ● Maintain this Policy, including a periodic review and update as appropriate, as specified in the Policy. ● Provide policy interpretation and advice. ● Develop and disseminate training on this Policy. ● Review and consider requests for pre-approval under and exceptions to this Policy. ● Manage the Circle Ethics HelpLine and the Corporate Compliance and Whistleblower/Reporting Concerns program and processes, including acting as a trusted resource for reporting and handling misconduct concerns in confidence and anonymously, if preferred, as well as handling triage of direct and escalated reported concerns, referral to subject matter specialists where appropriate, investigation of Whistleblower and Corporate Compliance concerns, facilitation of remediation and discipline, escalations and reporting to the General Counsel, ERM, ERM, and the Board.
General Counsel	<ul style="list-style-type: none"> ● Oversee development, approval, implementation, maintenance and consideration of requests for pre-approval under, and exceptions to this Policy by delegates. ● Oversee the Whistleblower/Reporting Concerns program and the handling and investigation of whistleblower and Corporate Compliance concerns. ● Report such concerns to the Audit Committee and/or the Nominating and Corporate Governance Committee as needed.

Chief Compliance & Risk Officer and Regional Compliance Officers	<ul style="list-style-type: none"> ● Model and champion our speak-up culture, driving a culture of compliance and high integrity. ● Act as trusted points of contact and resources for reporting concerns. ● Upon receipt of reported concerns, refer them to the designated subject matter specialists or to the Senior Counsel, Ethics & Compliance directly or through speakup@circle.com for triage and handling.
Enterprise Risk Management Committee (“ERMC”)	<ul style="list-style-type: none"> ● Review and approve material changes to this Policy and supporting program.
Board of Directors (“Board”)	<ul style="list-style-type: none"> ● Review and approve material changes to this Policy and supporting program. ● Upon escalation of individual matters and receipt of periodic reports, oversee the investigation of Whistleblower and Corporate Compliance concerns.

7. Governance and Accountability

This Policy is owned by the Head of Ethics, maintained by Legal and approved by the Board.

Legal will oversee annual reviews of this Policy annually. Material changes to this Policy must be approved by the Audit Committee or the full Board. Non-Material changes can be approved by the Head of Ethics or their delegee.