

BRAZE, INC.

CORPORATE GOVERNANCE GUIDELINES

Braze, Inc. (“**Braze**”) has established the following guidelines for the conduct and operation of its Board of Directors (the “**Board**”) and the Board’s oversight of Braze’s corporate governance. These guidelines are designed to give directors a flexible framework for effectively pursuing Braze’s objectives for the benefit of its stockholders. These guidelines should be interpreted in the context of all applicable laws, rules and regulations, including without limitation the listing standards and rules of any Exchange (as defined below), Braze’s amended and restated certificate of incorporation, Braze’s amended and restated bylaws, as each may be amended and restated from time to time (the “**Charter Documents**”), and Braze’s other corporate policies.

I. BOARD COMPOSITION AND SELECTION

Size of the Board

The Board will establish the number of directors in accordance with the Charter Documents. The Board will periodically review the appropriate Board size, which may vary to accommodate the availability of suitable candidates and Braze’s needs.

Independence of Directors

The Board will have a majority of independent directors, subject to any exceptions permitted by the applicable listing standards of the Nasdaq Stock Market, or any other stock exchange that lists Braze’s capital stock (as applicable, the “**Exchange**”). To determine independence, the Board will consider the definition of independence in the applicable listing standards, and other factors that will contribute to effective oversight and decision-making.

At times required by the rules of the Securities and Exchange Commission (the “**SEC**”) or listing standards of the Exchange and based on information provided by the Board and advice of counsel, the Board or its Nominating and Corporate Governance Committee (the “**Nominating Committee**”) will make affirmative determinations of director independence. Directors may be asked from time to time to leave a Board meeting when the Board is considering a transaction in which the director (or another organization with which the director is affiliated) has a financial or other interest. The Audit Committee of the Board (the “**Audit Committee**”) shall review and approve any proposed related party transactions in compliance with Braze’s Related Person Transaction Policy, any other applicable Braze policies and the Exchange rules.

Management Directors

The Board anticipates that Braze’s Chief Executive Officer will serve on the Board. The Board also anticipates that other members of management who can assist the Board in fulfilling its responsibilities based on their experience and role at Braze may serve on the Board from time to time.

Board Leadership

The Board will select Braze’s Chief Executive Officer and the chairperson of the Board in the manner that it determines to be in the best interests of Braze’s stockholders and in accordance with the

Charter Documents and Braze's stockholder agreements, if any. Braze and the Board do not believe there should be a fixed rule regarding the positions of Chief Executive Officer and chairperson being held by different individuals, or whether the chairperson should be an employee of Braze or should be elected from among the non-employee directors. Braze's needs and the individuals available to assume these roles may require different outcomes at different times, and the Board believes that retaining flexibility in these decisions is in the best interests of Braze. The Nominating Committee will periodically review this matter and make recommendations to the Board.

In the event that Braze does not have an independent chairperson of the Board, the independent directors may designate a lead independent director. The name of the chairperson or lead independent director will be listed in Braze's proxy statement. The lead independent director's duties shall include: (i) presiding at all meetings of the Board at which the chairperson is not present, including executive sessions of the independent directors; (ii) acting as liaison between the independent directors and the Chief Executive Officer and chairperson; (iii) presiding over meetings of the independent directors; (iv) consulting with the chairperson in planning and setting schedules and agendas for Board meetings; and (v) performing such other functions as the Board may delegate.

Selection of Directors

The Board will be responsible for nominating members for election to the Board by Braze's stockholders. The Board is also responsible for filling any vacancies on the Board as provided in Braze's charter documents. The Nominating Committee is responsible for identifying, reviewing, evaluating and recommending candidates to serve as directors of Braze, in accordance with the Nominating Committee's charter and consistent with the criteria listed below.

Stockholder Recommendations of Director Nominees

The Nominating Committee will consider director candidates recommended by Braze's stockholders. The Nominating Committee does not intend to alter the manner in which it evaluates a candidate for nomination to the Board based on whether or not the candidate was recommended by a Braze stockholder.

For nominations of potential candidates made other than by the Board, the stockholder or other person making such nomination must comply with Braze's Bylaws, including without limitation, submission of the information or other materials required with respect to proposed nominees. Each potential candidate must provide a list of references and agree (i) to be interviewed by members of the Nominating Committee or other directors in the discretion of the Nominating Committee, and (ii) to a background check or other review of the qualifications of a proposed nominee by Braze. Prior to nomination of any potential candidate by the Board, each member of the Board will have an opportunity to meet with the candidate. Upon request, any candidate nominated will agree in writing to comply with these Corporate Governance Guidelines, Braze's Code of Business Conduct and Ethics and all other policies and procedures of Braze applicable to the Board.

Board Membership Criteria

The Board will determine the appropriate characteristics, skills, and experience for the Board as a whole and for its individual members. The Board considers recommendations for nominees from the Nominating Committee. The Board will consider the minimum general criteria below, and may add any specific additional criteria with respect to specific searches, in selecting candidates and existing directors for serving on the Board. An acceptable candidate may not fully satisfy all of the criteria, but is expected to satisfy nearly all of them. The Board believes that candidates for director should have certain minimum

qualifications, including the highest personal integrity and ethics, the ability to read and understand basic financial statements, ability to understand Braze's industry and being older than 21.

In considering candidates recommended by the Nominating Committee, the Board intends to consider other factors, such as: (i) possessing relevant expertise to be able to offer advice and guidance to management; (ii) having sufficient time to devote to the affairs of Braze; (iii) demonstrating excellence in his or her field; (iv) having the ability to exercise sound business judgment; (v) experience as a board member or executive officer of another publicly held company; (vi) having a diverse personal background, perspective and experience; and (vii) having the commitment to rigorously represent the long-term interests of Braze's stockholders.

The Board reviews candidates for director nomination in the context of the current composition of the Board, Braze's operating requirements, and the long-term interests of Braze's stockholders. In conducting this assessment, the Board considers diversity (including diversity of gender, ethnic background and country of origin), age, skills and other factors that it deems appropriate to maintain a balance of knowledge, experience, and capability on the Board. For incumbent directors, the Board reviews those directors' overall service to Braze during their term, including the number of meetings attended, level of participation, quality of performance, and any other relationships and transactions that might impair the directors' independence. In the case of new director candidates, the Board also determines whether the nominee must be independent for purposes of the Exchange.

Changes in Board Membership Criteria

The Board wishes to maintain members who can productively contribute to the success of Braze. From time to time, the Board, in its discretion, may change the criteria for Board membership. When this occurs, the Board will evaluate existing members according to the new criteria. The Board may ask a director who no longer meets the complete criteria for board membership to adjust his or her committee assignments, not stand for re-election at Braze's annual meeting of stockholders or resign from the Board.

Term Limits

The Board does not believe it should limit the number of terms for which an individual may serve as a director. Directors who have served on the Board for an extended period of time are able to provide continuity and valuable insight into Braze's operations and prospects because of their experience and understanding of Braze's market, history, policies, and objectives. The Board believes that it can ensure that it continues to evolve and adopt new ideas and viewpoints through the review of Board membership criteria and director nomination process set forth in these guidelines. Accordingly, the Board believes the director nomination process achieves what term limits seek to accomplish.

Limits on Board Memberships

Directors should advise the chairperson of the Nominating Committee before accepting an invitation to serve on the board of directors or committee of another company. The Board recognizes that a director's ability to fulfill his or her responsibilities as a director can be impaired if he or she serves on multiple other boards or board committees. Service on the boards and board committees of other companies should be consistent with Braze's Code of Business Conduct and Ethics and its conflict-of-interest policies, and avoid the appearance of any interlocking directorates. Non-employee directors should generally serve on no more than four other public company boards and on no more than three other public company audit committees, without the approval of the Board. In addition, non-employee directors who are executive officers of other public companies should generally serve on no more than one other public company board, without the approval of the Board.

Retirement Age

The Board believes that it is inappropriate to have a retirement age for directors.

Directors Who Change Their Job Responsibility

A director who retires or materially changes his or her present job (other than an ordinary course promotion) should notify the Board and the Nominating Committee. While the Board does not believe any director who retires or materially changes his or her present job should necessarily leave the Board, the Nominating Committee should have the opportunity to review his or her qualifications in light of such change.

II. ROLE OF THE BOARD OF DIRECTORS

Stockholders select directors to provide oversight and strategic guidance to Braze's senior management. A director's responsibility is to fulfill his or her fiduciary duties of care and loyalty, and otherwise to exercise his or her business judgment in the best interests of Braze and its stockholders. Board service requires significant time and attention. More specifically, the Board has responsibilities to review, approve, and monitor fundamental financial and business strategies and significant corporate actions, assess Braze's major risks, and consider ways to address those risks, select and oversee management, and establish and oversee processes to maintain the integrity of Braze's employees and operations. To fulfill their duties, directors must prepare for meetings and discussions with management, participate in Board meetings, review relevant materials on a timely basis, and serve on committees. Braze expects directors to maintain an attitude of constructive involvement and oversight, ask relevant and incisive questions, and demand honest and accurate answers. Directors must act with integrity and demonstrate a commitment to Braze, Braze's values, business, and long-term stockholder value.

III. DIRECTOR ORIENTATION AND EDUCATION

The Nominating Committee may implement an orientation process for directors that includes background material on Braze's policies and procedures, meetings with senior management, and visits to Braze's offices. Braze may also offer continuing education programs to assist the directors in maintaining the level of expertise necessary to perform their duties.

Directors are encouraged to be involved in continuing director education on an ongoing basis to enable them to better perform their duties and to recognize and appropriately address issues that arise. Directors are encouraged to attend seminars, conferences and other continuing education programs designed especially for directors of public companies, including but not limited to, accredited director education programs.

IV. DIRECTOR COMPENSATION

The Compensation Committee of the Board (the "***Compensation Committee***") will review and recommend to the Board the type and amount of director compensation for Board and committee service for non-management directors in accordance with applicable legal and regulatory guidelines. Compensation for non-management directors and committee members should be designed to be aligned with the long-term interests of Braze's stockholders and consistent with market practices of similarly situated companies. The Compensation Committee is empowered, and encouraged to as it deems appropriate, to engage outside consultants to review and make recommendations regarding the compensation of non-management directors in line with the foregoing standards. In determining compensation, the Board will consider the impact on the director's independence and objectivity.

V. BOARD MEETINGS

Number of Meetings

The Board expects to have at least four regular Board meetings each year.

Attendance and Preparation

Braze expects Board members to prepare for, attend and participate in all meetings of the Board and committees on which they serve. Directors should notify Braze's Secretary when they will be absent from a meeting. Directors are also encouraged to attend Braze's annual meeting of stockholders. Braze will provide directors with appropriate materials before each meeting, except in unusual or exigent circumstances.

Agenda

The chairperson or lead independent director, as applicable, together with the Chief Executive Officer, will create a schedule of topics to be discussed during the year and an agenda for each Board meeting. Each Board member is encouraged to suggest topics for the agenda at any time, and each Board member is free to raise subjects that are not on the agenda.

Executive Session

The independent non-management directors of the Board will meet periodically in executive session but no less than two times per year or whatever minimum has been set by applicable listing standards of the Exchange. Executive session discussions may include any topics decided by the attendees. The directors generally shall not take formal action at these sessions, but may make recommendations for consideration by the full Board. The lead independent director, if any, will preside over the executive sessions and serve as the liaison between the independent directors and the Chief Executive Officer and chairperson.

Committee Reports

At each regular Board meeting, if requested by the Board, the chairperson of each committee will present a brief summary of the principal subjects discussed, any conclusions reached, and the final actions of the committee. Minutes of committee meetings will be available to any director regardless of membership on the applicable committee.

VI. BOARD COMMITTEES

Number of Committees; Independence of Members

The Board will constitute and maintain an Audit Committee, a Compensation Committee, and a Nominating Committee. Only independent directors may serve on the Audit Committee, the Compensation Committee, and the Nominating Committee. The Board may form, merge, or dissolve additional committees, as it deems appropriate.

Committee Functions and Charters

All standing committees will have a written charter that describes the committee's responsibilities. Unless otherwise directed by the Board, any new committee formed by the Board will develop a written

charter delineating its responsibilities. Each committee will periodically review with counsel its charter and recommend any proposed charter changes to the Board.

Board Committee Membership

The Nominating Committee oversees the Board's committee structure and operations, including authority to delegate to subcommittees and committee reporting to the Board. The Nominating Committee will annually recommend to the Board each committee's chairperson and membership. In making those recommendations, the Nominating Committee will consider the interests, independence, and experience of the directors and the independence and experience requirements of the Exchange, the rules and regulations of the SEC, and applicable law.

Committee Meetings and Agenda

Each committee chairperson, in consultation with that committee's members, will determine the processes, frequency, length and agenda for each committee meeting and the appropriate attendees in light of that committee's charter, the authority delegated by the Board to that committee, and the legal, regulatory, accounting, and governance principles applicable to that committee's functions.

VII. BOARD ACCESS TO MANAGEMENT; USE OF OUTSIDE ADVISORS

Board members will have access to Braze's management, subject to such processes as deemed appropriate by the Nominating Committee. Board members are expected to use their judgment to ensure that this contact is not distracting to Braze's operations or to management's duties and responsibilities. Board members should copy the Chief Executive Officer on written communications to management whenever appropriate.

The Board and each committee will have the power to hire, at Braze's expense, independent legal, financial, or other advisors that they may deem necessary, without consulting or obtaining the advanced approval of any officer.

VIII. CHIEF EXECUTIVE OFFICER EVALUATION

The Board will annually review the Chief Executive Officer's performance. The Board will evaluate performance based on objective criteria, including how well Braze achieves short- and long-term strategic objectives previously established by the Board and senior management and successfully develops management. The Compensation Committee and Board will use this evaluation when considering the compensation of the Chief Executive Officer.

IX. MANAGEMENT SUCCESSION PLANNING

The Board or a duly authorized committee of the Board should develop and periodically review with the Chief Executive Officer a plan with respect to executive officers' succession and consider appropriate individuals who might fill those positions. The Chief Executive Officer should also recommend and evaluate potential successors. The Chief Executive Officer will also review any development plans for those potential successors.

X. BOARD ASSESSMENT

The Board and/or one or more its committees will periodically review, discuss, and assess the performance of the Board and its committees, the results of which will be discussed with the Board. As part

of this process, it is encouraged that the Board and/or one or more of its committees solicit, and each member of the Board provide, an anonymous assessment of Board and committee performance during the applicable period based on criteria established by the Board and/or one or more of its committees in consultation with Braze counsel.

XI. BOARD RESPONSIBILITIES

A director should discharge his or her duties, including duties as a member of any committee on which he or she serves, in good faith and in a manner the director reasonably believes to be in the best interests of Braze and its stockholders. Board members will comply with the laws, the requirements of the Exchange and other applicable regulatory agencies and with all Braze policies and guidelines, including without limitation, Braze's Code of Business Conduct and Ethics.

Each director is expected to disclose promptly to the Board and respond promptly and accurately to periodic questionnaires or other inquiries from Braze regarding any existing or proposed relationships with Braze, including compensation and stock ownership, which could affect the independence of the director or may otherwise be required to be disclosed in Braze's reports and forms filed with the SEC. Each director will also promptly inform the Board of any material change in such information, to the extent not already known by the Board.

Directors have an obligation to protect and keep confidential all of Braze's non-public information unless Braze has authorized public disclosure of such information or unless disclosure of such information is otherwise required by applicable law (as determined by Braze's counsel). Accordingly, directors will refrain from disclosing confidential information to anyone outside Braze, especially anyone affiliated with any entity or person that employs the director or has sponsored the director's election to the Board, and shall disclose confidential information in accordance with Braze's corporate disclosure policy. Confidential information includes all non-public information entrusted to or obtained by a director by reason of his or her position on the Board. This includes information regarding Braze's strategy, prospects, business, finances, and operations, and will include minutes, reports, and materials of the Board and its committees, and other documents identified as confidential by Braze.

Directors may not use such confidential information for personal benefit or to benefit other persons or entities other than Braze, including any entity or person that employs the director or has sponsored the director's election to the Board. A director's confidentiality obligations described above continue even after service on the Board has ended. Any questions or concerns about potential disclosures should be directed to Braze's General Counsel, who then may communicate with the Chief Executive Officer, Chief Financial Officer or Braze's Disclosure Committee regarding the potential disclosures.

XII. STOCKHOLDER COMMUNICATIONS WITH THE BOARD

Stockholders of Braze wishing to communicate with the Board or an individual director may send a written communication to the Board or such director c/o Braze, Inc., 63 Madison Building, 28 E. 28th Street, Floor 12 Mailroom, New York, NY 10016, Attn: Secretary. The Secretary will review each communication. The Secretary will forward such communication to the Board or to any individual director to whom the communication is addressed unless the communication contains advertisements or solicitations or is unduly hostile, threatening or similarly inappropriate, in which case the Secretary shall discard the communication or inform the proper authorities, as may be appropriate.

XIII. REVIEW OF GOVERNANCE GUIDELINES

The Nominating Committee, with the support of Braze counsel, will periodically review and assess

the adequacy of these guidelines and recommend any proposed changes to the Board for approval.

Approved by the Board of Directors: October 8, 2021

Effective: November 16, 2021; last amended December 9, 2024