

# REDDIT, INC.

## AMENDED AND RESTATED AUDIT COMMITTEE CHARTER

EFFECTIVE AS OF MARCH 20, 2024.

### PURPOSE

The purpose of the Audit Committee (the “*Committee*”) of the Board of Directors (the “*Board*”) of Reddit, Inc. (the “*Company*”) is to assist the Board in fulfilling its oversight responsibilities relating to:

- the Company’s accounting and financial reporting processes and internal controls, including audits and the integrity of the Company’s financial statements;
- the qualifications, independence and performance of the Company’s independent auditors (the “*Independent Auditors*”);
- the design, implementation and performance of the Company’s internal audit function;
- the Company’s financial and treasury policies and strategies, including its capital structure;
- risk assessment and management; and
- compliance by the Company with legal and regulatory requirements.

This charter (the “*Charter*”) sets forth the authority and responsibility of the Committee in fulfilling its purpose. The function of the Committee is primarily one of oversight. While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or conduct audits or to determine that the Company’s financial statements are complete and accurate and are in accordance with generally accepted accounting principles (“*GAAP*”). This is the responsibility of the Company’s management and the Independent Auditors.

### MEMBERSHIP

#### Size and Appointment

The Committee will consist of three or more members of the Board, with the exact number of members to be determined by the Board. All members of the Committee will be appointed by the Board and will serve at the Board’s discretion. Members of the Committee may be replaced or removed by the Board at any time, with or without cause. Resignation or removal of a director from the Board, for whatever reason, will automatically constitute resignation or removal, as applicable, from the Committee.

#### Qualifications

Each member of the Committee must meet the following criteria and any requirements imposed by applicable law, regulations, the rules and regulations (the “**Commission Rules**”) of the U.S. Securities and Exchange Commission (the “**Commission**”) or of the New York Stock Exchange (“**NYSE**” and such rules and regulations, the “**NYSE Rules**”) as well as any additional qualifications as are established by the Board from time to time:

- Each member of the Committee must meet the independence and experience requirements of the Commission and of the NYSE Rules.
- Each member of the Committee must be able to read and understand fundamental financial statements and otherwise must comply with all financial-literacy requirements set forth in the NYSE Rules.
- No member of the Committee will have participated in the preparation of the financial statements of the Company or any current subsidiary of the Company at any time during the past three years.
- No Committee member may simultaneously serve on the audit committee of more than two other public companies, unless the Board determines that such simultaneous service would not impair the ability of the member to effectively serve on the Committee and this determination is disclosed in accordance with NYSE Rules
- At least one Committee member will have past employment or management experience in finance or accounting or any other comparable experience or background resulting in similar financial sophistication, as determined by the Board and as required by the NYSE Rules. In addition, at least one Committee member must qualify as an “audit committee financial expert” as defined in the Commission Rules.

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

#### Chairperson

Unless a chairperson of the Committee (the “**Chair**”) is appointed by the Board, the Committee members may designate a Chair by a majority vote. The Chair will set the agenda for, preside over and conduct the proceedings of, Committee meetings.

### **RESPONSIBILITIES AND DUTIES**

The principal responsibilities and duties of the Committee are set forth below. These responsibilities and duties are set forth as a guide, with the understanding that the Committee will carry them out in a manner that is appropriate given the Company’s needs and circumstances. The Committee may perform such other functions as are consistent with its purpose and applicable law, rules, and regulations and as the Board may request or prescribe or as the Committee deems necessary or appropriate consistent with its purpose.

#### Financial Statements and Disclosures

The Committee will:

1. Prior to distribution to the public, review and discuss with management and the Independent Auditors, the Company's quarterly and annual financial results, earnings press releases, and earnings guidance provided to analysts and rating agencies, and other public announcements regarding the Company's operating results.
2. Review and discuss the following with management, the internal auditors (if any) and the Independent Auditors, as applicable:
  - the Company's annual audited and quarterly unaudited financial statements and annual and quarterly reports on Form 10-K and 10-Q, including the disclosures in "Management's Discussion and Analysis of Financial Condition and Results of Operations," and recommend to the Board whether annual financial statements should be included in the Company's Annual Report on Form 10-K;
  - the results of the Independent Auditors' audit or review of the financial statements;
  - all critical audit matters (CAMs) proposed by the Independent Auditor to be included in the Independent Auditor's annual audit report;
  - any items required to be communicated by the Independent Auditors in accordance with applicable accounting standards or requirements of the Public Company Accounting Oversight Board (the "*PCAOB*"); and
  - any significant issues, events and transactions and any significant changes regarding accounting principles, practices, policies, judgments or estimates.

#### Internal Controls

With respect to the Company's internal controls, the Committee will:

1. Review and discuss with the Company's management, its internal auditors (if any), and the Independent Auditors, and provide oversight over, the design, implementation, adequacy, and effectiveness of the Company's accounting and financial processes and systems of internal controls and material changes in such controls, including any control deficiencies, significant deficiencies, and material weaknesses in their design or operation, and any steps management has taken to address material weaknesses in the Company's internal control over financial reporting.
2. Review any allegations of fraud involving management or any employee of the Company with a significant role in the Company's accounting and financial reporting process and systems of internal controls that are disclosed to the Committee.
3. Discuss any comments or recommendations of the Independent Auditors outlined in their annual management letter or internal control reports.

4. Periodically consult with the Independent Auditors out of the presence of the Company's management about internal controls, the fullness and accuracy of the Company's financial statements and any other matters that the Committee or the Independent Auditors believe should be discussed privately with the Committee.
5. Establish procedures for (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters, and (b) the confidential and anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters. Oversee the review of any such complaints and submissions that have been received, including the current status and the resolution if one has been reached.
6. Consider the establishment, and oversee the activities, of any internal audit function within the Company.

#### Oversight of Financial Policies, Strategies, and Capital Structure

1. Periodically review the Company's cash position, capital structure and strategies, financial and foreign currency policies, insurance coverage, and tax planning and compliance, and take such action and make such reports and recommendations to the Board as it deems advisable.

#### Independent Auditors

With respect to the Company's Independent Auditors, the Committee will:

1. Be directly responsible for the selection, appointment, compensation, retention, termination, and oversight of the work of the Independent Auditors and any other registered public accounting firm engaged for the purpose of preparing and issuing an audit report or performing other audit-related services for the Company. The Independent Auditors will report directly to the Committee.
2. Review and discuss with the Independent Auditors (a) any audit problems and (b) management's response to these problems. The Committee will resolve any disagreements between management and the Independent Auditors.
3. Review the qualifications, performance, and continuing independence of the Independent Auditors, including:
  - obtaining and reviewing, on an annual basis, a letter from the Independent Auditors describing (a) all relationships and services between the Independent Auditors and the Company in order to assess the independent auditors' independence, (b) the Independent Auditor's internal quality control procedures, and (c) any material issues raised by the most recent internal quality control review, peer review or PCAOB review or inspection of the firm or by any other inquiry or investigation by governmental or professional authorities within the preceding five years relating to any independent audit conducted by the auditing firm, and any steps taken to deal with any such issues;

- reviewing and discussing with the Independent Auditors relationships or services (including permissible non-audit services) that may affect their objectivity and independence;
  - overseeing the rotation of the Independent Auditors' lead audit and concurring partners and the rotation of other audit partners, with applicable time-out periods, in accordance with applicable law; and
  - taking such other appropriate actions as may be required or desirable by the Committee to oversee the independence of the Independent Auditors, as required by regulations and the NYSE Rules.
4. Develop clear hiring policies for the Company's hiring of employees or former employees of the Independent Auditors.
  5. Review the Independent Auditors' annual audit plan, scope of audit activities and staffing.
  6. Approve the fees and other compensation to be paid to the Independent Auditors (or other registered public accounting firms) and pre-approve all audit and non-audit related services provided by the Independent Auditors (or other registered public accounting firms) permitted by the NYSE Rules, Commission Rules and other applicable law or regulation. The Committee may establish pre-approval policies and procedures, as permitted by permitted by the NYSE Rules, Commission Rules and other applicable law, for the engagement of the Independent Auditors (or other registered public accounting firms) to render services to the Company including, without limitation, policies that would allow the delegation of pre-approval authority to one or more members of the Committee.
  7. Review and discuss with the Independent Auditors the reports delivered to the Committee by the Independent Auditors regarding:
    - critical accounting policies, estimates, and practices used;
    - alternative treatments of financial information within generally accepted auditing standards that have been discussed with management, the ramifications of those alternatives and the treatment preferred by the Independent Auditors;
    - any material written communications between the Independent Auditors and the Company's management; and
    - any matters required to be communicated to the Committee under generally accepted auditing standards and other legal or regulatory requirements.

#### Risk Oversight and Compliance

The Committee will:

1. Review with management the Company's financial risks and enterprise exposures and the

steps management has taken to monitor or mitigate such risks and exposures, including the Company's procedures and any related policies with respect to risk assessment and risk management.

2. Review with management the Company's cybersecurity and other information technology risks, controls, and procedures, including the Company's plans to mitigate cybersecurity and other information and technology risks and respond to data breaches.
3. Review with management the Company's risk exposures in other areas, as the Committee deems necessary or appropriate from time to time.
4. Review the Company's policies and procedures for reviewing and approving "related person transactions" as defined by Item 404 of Regulation S-K and approve or recommend to the Board any changes to such policies and procedures. In accordance with the Company's Related Person Transaction Policy and Procedures and NYSE rules, the Committee will review and, if appropriate, approve related person transactions and oversee such transactions on an ongoing basis.
5. Review with management the Company's (a) programs for promoting and monitoring compliance with applicable legal and regulatory requirements, and (b) major legal and regulatory compliance risk exposures and the steps management has taken to monitor or mitigate such exposures.
6. Review the status of any significant legal and regulatory matters and any material reports or inquiries received from regulators or government agencies that could reasonably be expected to have a significant impact on the Company's financial statements.
7. Periodically, but no less frequently than annually, review and oversee and monitor the quality of implementation and execution of those elements of the Company's enterprise risk management program assigned by the full Board to the Committee.

#### Corporate Governance

The Committee will:

1. Annually prepare a report to the Company's stockholders for inclusion in the Company's annual proxy statement as required by the Commission Rules.
2. Review and establish any appropriate changes to the insurance coverages for the Company's directors and officers.
3. Review and approve any reports prepared by management with respect to environmental, social, and governance initiatives not otherwise allocated to other committees of the Board. To the extent that a review and approval of human capital matters are relevant to the discharge of the Committee's responsibilities as set forth in this paragraph, the Committee may rely on reports, analyses, and recommendations of the Compensation and Talent Committee of the Board.

4. Discharge the responsibilities as set forth in such policies, codes and guidelines approved by the Board.

## **STUDIES AND ADVISORS**

The Committee has the sole authority and right, at the expense of the Company, to retain consultants, accountants, legal counsel, experts, and other advisors of its choice to assist the Committee in connection with its functions, including any studies or investigations, and will have direct oversight of the work performed by such advisors and the right to terminate their services. The Committee will have the sole authority to approve the fees and other retention terms of such advisors.

The Company will provide for appropriate funding, as determined by the Committee, for:

- payment of compensation to any consultants, accountants, legal counsel, experts and other advisors retained by the Committee; and
- ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its functions.

## **MEETINGS AND ACTIONS WITHOUT A MEETING**

Meetings of the Committee will be held from time to time, as determined appropriate by the Committee, but no less frequently than quarterly. The Committee will meet separately, periodically, with management, the internal auditor (or other personnel responsible for the internal audit function), and the Independent Auditor. A quorum of the Committee for the transaction of business will be a majority of its members. 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 the same may be amended, modified, or restated from time to time (the "*Bylaws*").

## **MINUTES 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 regularly report to the Board on its activities.

## **DELEGATION OF AUTHORITY**

The Committee may from time to time, as it deems appropriate and to the extent permitted under the NYSE Rules, Commission Rules, applicable law, the Company's Amended and Restated Certificate of Incorporation, as the same may be amended, modified, or restated from time to time, and Bylaws, form and delegate, either exclusively or non-exclusively, authority to subcommittees. Subcommittees of the Committee will consist of one or more members of the Committee who will regularly report on their activities to the Committee.

## **REVIEW OF COMMITTEE CHARTER**

The Committee will evaluate on an annual basis the Committee's composition and performance. The Committee also will review and reassess the adequacy of this Charter annually and recommend to the Board any changes the Committee determines are appropriate.