

## **DOORDASH, INC.**

### **Code of Conduct**

(Adopted on September 15, 2020; Effective upon effectiveness of the registration statement relating to the Company's initial public offering)

#### **A Message from Tony**

All,

DoorDash is reinventing local commerce. We move fast, we start from first principles, and we work as one incredibly talented team of people.

Our commitment to ethical business and integrity, like our commitment to innovation, is non-negotiable. This Code of Conduct helps us meet that commitment. I appreciate you following the principles in our Code of Conduct and living our values. Simply put, we will compete - and succeed - fairly and honestly, through our passion, mutual respect, innovation, and superior performance, and never through unethical or illegal business practices.

Use your judgment, follow our policies and procedures, and, if you're ever unsure about the right course of action, ask for help. This Code of Conduct will help you identify resources within DoorDash that you can consult for help before taking action. And if you come across behavior that is at odds with our values, speak up. Our journey has just begun, and together we can bring our business to every corner of the world. Thank you.

**Tony Xu Co-Founder and Chief Executive Officer**

## **Who Should Follow the Code**

Our Code of Conduct (the "Code") applies to all employees, executives, board members, directors, and officers of DoorDash, Inc. (together with its affiliates and subsidiaries, the "Company" or "DoorDash"). In addition, we expect anyone who works with us (including our contractors, consultants, merchants, vendors, suppliers, distributors, agents, representatives, and subcontractors) to share in our commitment to the highest degree of integrity and operating in compliance with all applicable laws. As a result, everyone from employees to vendors will be held accountable for complying with our Code.

## **Comply with the Law and the Code and Seek Guidance**

We are committed to operating our business in accordance with the highest ethical standards and all applicable laws and regulations. You should comply with both the letter and the spirit of applicable laws, rules, and regulations of the places where we operate. If local laws or practices conflict with this Code, you should always follow the stricter standard.

This Code is intended to ensure and promote:

1. fair and accurate financial reporting;
2. ethical conduct and compliance with applicable laws, rules and regulations including, without limitation, full, fair, accurate, timely and understandable disclosure in reports and documents we file with or submit to the Securities and Exchange Commission and in our other public communications;
3. the prompt internal reporting of violations of this Code, as set forth in this Code;
4. honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest;
5. a culture of honesty and accountability; and
6. the deterrence of wrongdoing.

Unethical, dishonest, or illegal conduct is contrary to our values and approach to conducting business and will not be tolerated. DoorDash expects all employees, contractors and consultants to do business legally and ethically, regardless of any impact on the bottom line. Illegal and unethical behavior jeopardizes DoorDash's reputation and the trust of our customers. You cannot justify improper behavior by claiming that everyone is doing it or that someone with greater seniority or broader responsibility authorized or condoned it. We will fully support

employees who decline an opportunity or refuse to take an action that could violate our ethical standards and put our reputation at risk.

Although this Code covers specific topics, it cannot cover every possible situation. Therefore, you should always keep in mind the following questions to guide your actions:

- **Is it legal?**
- **Is it consistent with the spirit and letter of the Code?**
- **Can you justify it to your customers, coworkers, and family?**
- **Would you feel comfortable if it ended on the front page of the newspaper?**

If the answer to any of those questions is 'no,' don't do it. When in doubt - ask before you act! If you're ever unsure of the right course of action, or have questions about this Code or compliance with the law, ask your manager for advice before moving forward. You can also speak to DoorDash's Chief Business and Legal Officer or anyone else on the legal team.

You are expected to read the policies set forth in this Code and ensure that you understand and comply with them. The Company's inside legal counsel is responsible for applying these policies to specific situations in which questions may arise and has the authority to interpret these policies in any particular situation. Any questions about this Code or the appropriate course of conduct in a particular situation should be directed to the Company's inside legal counsel, who may consult with the Company's outside legal counsel or the Company's Board of Directors.

This Code should be read in conjunction with other policies applicable to an employee, contractor or consultant. Any determination with respect to the applicability of the provisions of this Code with respect to officers or directors of DoorDash may be made only by the Board.

### **Financial Reports and Other Records – Disclosure**

Employees, contractors and consultants are responsible for the accurate and complete reporting of financial information within their respective areas of responsibility and for the timely notification to senior management of financial and non-financial information that may be material to DoorDash. DoorDash expects all of its employees, contractors and consultants to take this responsibility very seriously to ensure full, fair, accurate, timely and understandable disclosure in reports and documents that DoorDash files with government agencies or releases to the general public.

Each employee, contractor and consultant, to the extent involved in DoorDash's disclosure process, including without limitation, the principal executive officer, principal financial officer

and other senior employees who perform similar functions in the Company (collectively, "**Senior Financial Officers**"), must familiarize themselves with the disclosure requirements applicable to the Company as well as the business and financial operations of the Company, and must not knowingly misrepresent, or cause others to misrepresent, facts about the Company to others, whether within or outside the Company, including to DoorDash's independent auditors, governmental regulators and self-regulatory organizations.

All of DoorDash's books, records, accounts and financial statements must be maintained in reasonable detail, and reflect the matters to which they relate accurately, fairly and completely. Our books, records, accounts and financial statements must conform both to applicable legal requirements and to DoorDash's system of internal controls. All assets of the Company must be carefully and properly accounted for. We strictly prohibit any undisclosed or unrecorded payments, assets, funds or accounts for any purpose. No false or misleading entries shall be made in DoorDash's books or records for any reason, and no disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation and authorization. Misclassification of transactions as to accounts, business units or accounting periods is forbidden. Every employee, contractor and consultant has an obligation to make sure that the information we record meets these standards.

## **Conflicts of Interest**

A conflict of interest is any activity or interest that is inconsistent with or opposed to the best interests of DoorDash. Your decision and actions in the course of employment or other relationship with DoorDash should be based on the best interests of DoorDash and not based on personal relationships or benefits. You must never use or attempt to use your position with DoorDash to obtain improper personal benefits. Any situation, transaction or relationship that may give rise to an actual or potential conflict of interest must be disclosed to DoorDash and shall be avoided, unless approved by DoorDash.

The following are some examples of conflicts of interest to be avoided:

1. Family Members. You may not conduct business on behalf of DoorDash with family members or an organization with which a family member is associated, unless such business relationship has been disclosed to and authorized by DoorDash and is a bona fide arms-length transaction. "Family members" include a spouse, parents, children, siblings and in-laws.
2. Interests in Other Businesses. You may not accept compensation in any form for services performed for DoorDash from any source other than DoorDash. You should not have an undisclosed material financial interest in a competitor, supplier, customer or business partner of DoorDash.

3. Improper Conduct and Activities. You may not engage in any conduct or activities that are inconsistent with DoorDash's best interests or that materially disrupt or impair DoorDash's relationship with any person or entity with which DoorDash has or proposes to enter into a business or contractual relationship.
  
4. Gifts and Gratuities. This policy does not prohibit normal, appropriate and modest hospitality to or from third parties. These customary courtesies are designed to build goodwill among business partners. You should, however, be mindful that public officials may be restricted in the benefits they can accept for performing their duties, including non-cash benefits such as travel, meals and entertainment. The practice of giving business gifts and taking part in corporate hospitality or undertaking speaking engagements varies between countries, regions and industries. What may be normal and acceptable in one may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable (both from the perspective of the provider and recipient) rather than lavish and extraordinary; bearing in mind that what may normally be viewed as small or insignificant in some countries can be of significant value in another. The intention behind the gift should always be considered and nothing should be explicitly or implicitly expected or demanded in return. The giving of gifts and corporate hospitality or entertainment is not prohibited, if the following requirements are met:
  - a. it is done in the normal course of the Company's business and not done in exchange for business or other benefits, either explicitly or implicitly;
  - b. it complies with U.S. and applicable local law;
  - c. it does not include cash or a cash equivalent;
  - d. it must be properly recorded and disclosed, and not paid personally to avoid any approval or disclosure requirements;
  - e. taking into account the reason for the gift or hospitality, it is of an appropriate type and value in the applicable country/region and given at an appropriate time;
  - f. it is given openly and in the DoorDash's name, not secretly;
  - g. it is not given or received frequently between the same individuals; and

- h. gifts or hospitality should not be offered to public officials or government representatives, or politicians or political parties, without the prior approval of the VP of Legal or the Legal Department.
- 5. Personal Use of Company Assets. You may not use DoorDash assets, labor or information for personal use, other than incidental personal use, unless approved by DoorDash.

Evaluating whether a conflict of interest exists can be difficult and may involve a number of considerations. Please reference DoorDash's Anti-Bribery/Anti-Corruption Policy and Procedures Manual for further information. We encourage you to seek guidance from your manager, human resources or DoorDash's in-house counsel when you have any questions or doubts.

If you are aware of an actual or potential conflict of interest where your interests may conflict with DoorDash's interests, or are concerned that a conflict might develop, please discuss with your manager and then obtain approval from the VP of Legal or her or his designee before engaging in that activity or accepting something of value. Please also note that, to the extent your proposed engagement or activity could constitute a "related person transaction," it will also be addressed pursuant to our Related Person Transaction Policy and Procedures.

### **Corporate Opportunities**

Except as otherwise set forth in DoorDash's certificate of incorporation and bylaws, employees owe a duty to DoorDash to advance DoorDash's business interests when the opportunity to do so arises. You are prohibited from taking, or directing a third party to take, a business opportunity that is discovered through the use of corporate property, information or position, unless DoorDash has already been offered the opportunity and turned it down. More generally, you are prohibited from using DoorDash property, information or position for personal gain. You are further prohibited from competing with DoorDash directly or indirectly.

Sometimes the line between personal and DoorDash benefits is difficult to draw, and sometimes there are both personal and DoorDash benefits in certain activities. The prudent course of conduct is to make sure that any use of DoorDash property or services that is not solely for the benefit of DoorDash, is approved beforehand by DoorDash.

### **Protection of Assets, Confidentiality & Communications**

You should endeavor to protect DoorDash's assets and ensure their efficient use. Any suspected incident of fraud or theft should be reported immediately to your immediate supervisor or manager or other appropriate DoorDash personnel for investigation. These assets include, but

are not limited to, DoorDash-issued computers, laptops, tablets, and phones as well as DoorDash office space, supplies, food, and snacks.

DoorDash's assets should be used only for legitimate work purposes and not for non-company business. Technology issued to employees are corporate property and employees may be asked to return them in full, working order, at any time.

In carrying out DoorDash's business, you may learn confidential or proprietary information about DoorDash, its customers, suppliers, or business partners. Confidential or proprietary information of DoorDash, and of other companies, includes any non-public information that would be harmful to the relevant company or useful to competitors if disclosed.

You must maintain the confidentiality of information about DoorDash and other companies entrusted to you by DoorDash, use the information only for permissible business purposes and in accordance with any restrictions imposed by the disclosing party, and limit dissemination of the confidential information, both inside and outside of DoorDash, to people who need to know the information for business purposes and who are bound by similar obligations of confidentiality, unless disclosure is authorized or legally mandated.

The obligation to protect confidential information does not end when you terminate your relationship with DoorDash. Any questions about whether information is confidential should be directed to DoorDash's inside legal counsel.

If you are contacted by a member of the financial community, the press or any other outside organization or individual, you may not provide information regarding DoorDash's business except pursuant to the Regulation FD Compliance and External Communications Policy on the Company's internal website. This includes, among other things, answers to questions on overall business trends, business in different geographies, pricing, suppliers, new offerings or technologies and lawsuits or disputes.

Additionally, employees, contractors and consultants must comply with all applicable data privacy laws and regulations and contractual requirements when processing the personal or identifying information of anyone with whom we conduct business, including but not limited to, suppliers, customers, consumers, employees, merchants and Dashers. Employees must also strictly safeguard the data and information privacy of any DoorDash-related information. This includes customer lists, pricing information, software, and other confidential information used in the course of our business.

In addition, employees, contractors and consultants cannot try to obtain or use confidential information of other companies or use government source selection information, which is information the government uses to evaluate bids or proposals. If you think you have received

confidential information or source selection information, you should immediately report it; you should not review the information.

## **Fair Dealing**

DoorDash has a history of succeeding through honest business competition. We do not seek competitive advantages through illegal or unethical business practices. You should endeavor to deal fairly with each other and with DoorDash's customers, service providers, suppliers, business partners and competitors. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any unfair dealing practice.

## **Compliance with Laws, Rules & Regulations**

You must respect and obey all laws when carrying out responsibilities on behalf of DoorDash and refrain from illegal conduct.

You have an obligation to be knowledgeable about specific laws, rules and regulations that apply to your area of responsibility. If a law conflicts with a policy in this Code, you must comply with the law.

Any questions as to the applicability of any law should be directed to DoorDash's inside legal counsel. The following is a brief summary of certain topics about which you should be aware:

### 1. Antitrust

Competition laws and regulations throughout the world are designed to foster a competitive marketplace and prohibit activities that restrain trade. Generally, actions taken in combination with other companies that restrain competition may violate antitrust laws. Certain antitrust violations involving agreements with competitors are criminal and can result in large fines and prison terms for the individuals involved. In addition, actions taken by an individual company in market segments in which it has a particularly strong position may violate antitrust laws if the actions have the effect of excluding competition through unfair means.

DoorDash is dedicated to compliance with laws governing fair competition in all of its activities. Any activity that undermines this commitment is unacceptable. The laws governing this area are complex, and you should seek counsel before taking any action whenever appropriate.

### 2. Health, Safety & Environment

DoorDash strives to conduct our operations in ways that are environmentally responsible, and we expect strict compliance with all applicable health, safety and environmental laws, regulations, and standards in all markets in which we operate. As part of this commitment, employees should act to promote energy efficiency, reduce pollution, and conserve resources. Employees are also responsible for observing all applicable safety and health rules, and must promptly report accidents, injuries, and unsafe or unhealthy work conditions. DoorDash is committed to providing a safe and healthy workplace, including by offering emergency training and resources.

Operating an environmentally responsible way includes turning off lights, minimizing the use of plastic bottles or utensils, and using good judgment about what documents to print. Employees should aim to use public transportation as appropriate and consider using video conferences for long-distance meetings instead of flying or otherwise traveling for meetings. Additionally, employees should use vendors and suppliers that are environmentally responsible.

### 3. Fair Employment Practices

DoorDash works to maintain a work environment in which all individuals are treated with respect and dignity and are enabled to do the best work of their lives. Every individual has the right to work in a professional atmosphere that promotes equal employment opportunities and where discriminatory practices, including harassment, are prohibited.

DoorDash requires each employee, contractor and consultant to treat all colleagues in a respectful manner and to forge working relationships that are uniformly free of bias, prejudice and harassment. DoorDash prohibits, and will not tolerate, discrimination or harassment against any employee on the basis of race, religion, color, sex, pregnancy, national origin, age, physical or mental disability, military or covered-veteran status, marital status, sexual orientation, family medical leave, gender identity or gender expression, or any other classification protected by applicable federal, state or local law.

Any employee, contractor or consultant who is found to have harassed or discriminated against another employee, contractor or consultant is subject to discipline up to and including termination.

You will not suffer any reprisals or retaliation for making complaints or reporting any incidents of harassment/discrimination or perceived harassment/discrimination, or for participating in any investigation of incidents of harassment/discrimination or perceived harassment/discrimination.

We must comply with the applicable minimum wage and maximum working hours requirements, and will not use forced, involuntary, or child labor. Employees must strictly comply with all applicable labor laws and regulations in all markets in which we operate.

#### 4. Political Activities

DoorDash does not make contributions to political candidates or political parties except as permitted by applicable laws.

Employees, contractors and consultants engaging in political activity will do so as private citizens and not as representatives of DoorDash. Your personal lawful political contribution, or decision not to make contributions, will not influence your compensation, job security or opportunities for advancement.

#### 5. Foreign Corrupt Practices Act and Other Anti-Bribery Laws

DoorDash is committed to conducting business in compliance with all applicable laws and regulations and in accordance with the highest ethical standards. DoorDash has zero tolerance for bribery and corruption in both the public and private sectors.

DoorDash's Anti-Bribery/Anti-Corruption Policy and Procedures Manual applies to all directors, officers and employees, and it also applies to agents, consultants and other intermediaries or representatives of DoorDash ("Team"). Every Team member is responsible for understanding and complying with the laws prohibiting bribery and corruption to which we are subject as well as our Anti-Bribery/Anti-Corruption Policy and Procedures Manual and Code of Conduct. DoorDash's Team must not – directly or indirectly – offer, promise or give anything of value to anyone in the public or private sector with the intention to influence someone to obtain or retain business in any way. Further, DoorDash's Team must not – directly or indirectly – request, agree to receive or accept anything of value as an incentive or reward for acting improperly, in violation of their duty of loyalty to DoorDash.

Severe civil and criminal penalties can be imposed on DoorDash as well as members of the Team involved in violating any of the anti-corruption laws to which DoorDash and its Team are subject. If you have any questions about our Anti-Bribery/Anti-Corruption Policy and Procedures Manual or compliance with applicable laws and regulations, contact your immediate supervisor, our Legal Department or our confidential Reporting Hotline at (844) 887-2170 or by visiting [www.doordash.ethicspoint.com](http://www.doordash.ethicspoint.com). For more information, please reference our Anti-Bribery/Anti-Corruption Policy and Procedures Manual, which can be found here.

#### 6. International Trade Compliance and Anti-Money Laundering Laws

We have adopted a Compliance Policy Regarding International Trade Compliance and Anti-Money Laundering Laws with which you must comply. The purpose of this policy is to promote compliance by DoorDash with U.S. laws and regulations relating to international trade, including economic sanctions, export controls, and anti-boycott (referred to collectively as

("ITC"), and anti-money laundering ("AML") obligations. For more information, please reference our Compliance Policy Regarding International Trade Compliance and Anti-Money Laundering Laws, which can be found here.

## 7. Insider Trading

Under federal and state securities laws, it is illegal to trade in the securities of a company while in possession of material non-public information about that company. Because you will have knowledge of specific confidential information that is not disclosed outside the Company which will constitute material non-public information, trading in the Company's securities or in the securities of those companies with which we do business could constitute insider trading and could violate the law, as could giving material non-public information to others who trade on that information. It is your responsibility to comply with these laws and not to share material non-public information. We have also adopted an Insider Trading Policy with which you must comply. For more information about insider trading laws, please reference our Insider Trading Policy, which can be found here.

## **Substance Abuse**

DoorDash expects employees to consume alcohol responsibly. While alcohol may occasionally be served at DoorDash events, employees are expected to conduct their work free from the influence of drugs or alcohol. Using, possessing, or distributing illegal or unauthorized drugs on DoorDash time or premises is prohibited.

## **Vendors**

DoorDash is committed to ensuring that its vendors operate with the highest degree of integrity and in compliance with all applicable laws and regulations. We expect our vendors to share in this commitment and to abide by our Vendor Code of Conduct. DoorDash will take appropriate steps to ensure that business relationships are formed only with trustworthy and qualified vendors. You cannot use a third party to do something that you are not allowed to do. This means that a vendor cannot be used as a conduit to violate this Code.

## **Compliance & Reporting**

### 1. Seeking Guidance

You are encouraged to seek guidance from supervisors, managers or other appropriate DoorDash personnel when in doubt about the best course of action to take in a particular situation. In most instances, questions regarding this Code should be brought to the attention of DoorDash's inside legal counsel.

## 2. Reporting Violations

If you know of or suspect a violation of this Code, or of applicable laws and regulations (including complaints or concerns about accounting, internal accounting controls or auditing matters), you must report it immediately to DoorDash's inside legal counsel, any member of the management team, or via our confidential Reporting Hotline at +1 (844) 887-2170 or by visiting [www.doordash.ethicspoint.com](http://www.doordash.ethicspoint.com). See the Whistleblower Policy for information about making anonymous reports.

All reports will be kept confidential, to the extent practical, except where disclosure is required to investigate a report or mandated by law. You always should feel comfortable discussing and reporting concerns without fear of reprisal. DoorDash will fully support and does will not tolerate retaliation against anyone who raises concerns in good faith, assists in an investigation relating to potential misconduct, or refuses to violate our Code or the law.

## 3. Investigations

Reported violations will be promptly and thoroughly investigated. It is imperative that the person reporting the violation not conduct an investigation on their own. You are expected to cooperate fully with any appropriately authorized investigation, whether internal or external, into reported violations. You should never withhold, tamper with or fail to communicate relevant information in connection with an appropriately authorized investigation.

In addition, you are expected to maintain and safeguard the confidentiality of an investigation to the extent possible, except as otherwise provided below or by applicable law. Making false statements to or otherwise misleading internal or external auditors, investigators, legal counsel, DoorDash representatives, regulators or other governmental entities may be grounds for immediate termination of employment or other relationship with DoorDash and also be a criminal act that can result in severe penalties.

## 4. Sanctions

Violations of this Code may result in disciplinary action, up to and including termination. Moreover, employees or officers who direct or approve of any conduct in violation of this Code, or who have knowledge of such conduct but do not immediately report it may also be subject to disciplinary action, up to and including termination of employment. A director who violates this Code or directs or approves conduct in violation of this Code shall be subject to action as determined by the Board.

Furthermore, violations of some provisions of this Code are illegal and may subject you to civil and criminal liability.

## 5. Disclosure

Nothing contained in this Code or any other Company agreement or policy is intended to prohibit or restrict you from disclosing confidential information to any government, regulatory or self-regulatory agency including under Section 21F of the Securities and Exchange Act of 1934, as amended, and the rules thereunder.

### **Waivers of this Code**

Any amendment or waiver of any provision of this Code must be approved in writing by the Board or, if appropriate, its delegate(s), and promptly disclosed pursuant to applicable laws and regulations. Any waiver or modification of this Code for a Senior Financial Officer will be promptly disclosed to stockholders if and as required by applicable law or the rules of the applicable stock exchange.

### **Amendment**

DoorDash is continuously reviewing and updating its policies, and therefore reserves the right to amend this Code at any time for any reason.