

**SOFI TECHNOLOGIES, INC.  
AUDIT COMMITTEE CHARTER**

**(Adopted on June 30, 2021)**

**Purpose**

The Audit Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of SoFi Technologies, Inc., a Delaware corporation (the “Company”) to assist the Board in monitoring (1) the integrity of the financial statements of the Company, (2) the independent auditor’s qualifications and independence, and (3) the design, implementation, and activities of the Company’s internal audit function.

The Committee shall prepare the report required by the rules of the Securities and Exchange Commission (the “SEC”) to be included in the Company’s annual proxy statement.

**Committee Membership**

The Committee shall consist of no fewer than three members. For so long as a SoftBank Nominee or SoftBank Independent Nominee (as such terms are defined in the Shareholders’ Agreement, dated May 28, 2021, by and among the Company, SCH Sponsor V LLC and certain former stockholders of Social Finance, Inc. (the “Shareholders’ Agreement”)) serves on the Committee, the Committee shall not have fewer than four (4) members. Each member of the Committee shall be appointed by the Board on the recommendation of the Nominating and Governance Committee, if any, and serve until such member’s successor is duly elected and qualified or until such member’s earlier resignation, removal, retirement, disqualification or death and may be removed by the Board with or without cause. Nothing in this paragraph shall be deemed to limit the rights of any Company stockholder under the Shareholders’ Agreement.

The members of the Committee shall meet the independence and experience requirements of the National Association of Securities Dealers Automated Quotations (the “NASDAQ”), Section 10A(m)(3) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) and the rules and regulations of the SEC. At least one member of the Committee shall be an “audit committee financial expert” (as defined by the SEC). Committee members shall not simultaneously serve on the audit committees of more than two other public companies.

The Committee’s chairperson (the “Committee Chair”) shall be designated by the Board on the recommendation of the Nominating and Governance Committee, if any, or the independent directors.

**Meetings**

The Committee shall meet as often as it determines necessary, but not less frequently than quarterly. The Committee shall meet periodically in separate executive sessions with

management (including the chief financial officer and chief accounting officer), the internal auditors and the independent auditor, and have such other direct and independent interaction with such persons from time to time as the members of the Committee deem appropriate. The Committee may request any officer or employee of the Company or the Company's outside counsel or independent auditor to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee. Written minutes of Committee meetings shall be maintained.

The Committee Chair or a majority of the members of the Committee may call Committee meetings. The Committee Chair, in consultation with other Committee members, shall set agendas for such meetings consistent with this Charter. In the absence of a Committee Chair, a majority of the members of the Committee shall designate one member of the Committee as the acting Committee Chair of a meeting.

The presence of a majority of the members of the Committee will constitute a quorum for the transaction of business at all Committee meetings and an act by the majority of the members of the Committee at such meeting shall constitute an act by the Committee. The Committee may also act by unanimous written consent of the then-serving members of the Committee.

### **Committee Authority and Responsibilities**

The Committee shall have the sole authority to appoint or replace the independent auditor (subject, if applicable, to shareholder ratification). The Committee shall be directly responsible for the compensation and oversight of the work of the independent auditor (including resolution of disagreements between management and the independent auditor regarding financial reporting) for the purpose of preparing or issuing an audit report or related work. The independent auditor shall report directly to the Committee.

The Committee shall pre-approve all auditing services, internal control-related services and permitted non-audit services (including the range of fees and terms thereof) to be performed for the Company by the independent auditor, subject to the *de minimis* exception for non-audit services described in Section 10A(i)(1)(B) of the Exchange Act that are approved by the Committee prior to the completion of the audit. The Committee shall review and discuss with the independent auditor any documentation supplied by the independent auditor as to the nature and scope of any tax services to be approved, as well as the potential effects of the provision of such services on the auditor's independence. The Committee may form and delegate authority to subcommittees consisting of one or more members, when appropriate, including the authority to grant pre-approvals of audit and permitted non-audit services, *provided* that decisions of such subcommittee to grant pre-approvals shall be presented to the full Committee at its next scheduled meeting.

The Committee shall have the authority, to the extent it deems necessary or appropriate, to retain independent legal, accounting or other advisors. The Company shall provide appropriate funding, as determined by the Committee, for payment of compensation to the independent auditor for the purpose of rendering or issuing an audit report or performing other audit, review or attest services for the Company and to any advisors employed by the

Committee, as well as funding for the payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

The Committee shall make regular reports to the Board. The Committee shall annually review the Committee's own performance.

The Committee, to the extent it deems necessary or appropriate, shall:

### **Financial Statement and Disclosure Matters**

1. Review and discuss with management and the independent auditor the annual audited financial statements, including disclosures made in management's discussion and analysis, and recommend to the Board whether the audited financial statements should be included in the Company's Form 10-K.
2. Review and discuss with management and the independent auditor the Company's quarterly financial statements prior to the filing of its Form 10-Q, including disclosures made in management's discussion and analysis and the results of the independent auditor's review of the quarterly financial statements.
3. Discuss with management and the independent auditor significant financial reporting issues and judgments made in connection with the preparation of the Company's financial statements, including any significant changes in the Company's selection or application of accounting principles.
4. Review and discuss with management and the independent auditor any major issues as to the adequacy of the Company's internal controls, any special steps adopted in light of material control deficiencies and the adequacy of disclosures about changes in internal control over financial reporting.
5. Review and discuss with management (including the senior internal audit executive) and the independent auditor the Company's internal controls report and the independent auditor's attestation report prior to the filing of the Company's Form 10-K.
6. Review and discuss quarterly reports from the independent auditors on:
  - (a) all critical accounting policies and practices to be used;
  - (b) all alternative treatments of financial information within U.S. generally accepted accounting principles (GAAP) that have been discussed with management, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the independent auditor; and
  - (c) other material written communications between the independent auditor and management, such as any management letter or schedule of unadjusted differences.
7. Discuss with management the Company's earnings press releases, including the use of "pro forma" or "adjusted" non-GAAP information, as well as financial information and

earnings guidance provided to analysts and rating agencies. Such discussions may be general (consisting of discussing the types of information to be disclosed and the types of presentations to be made), and each earnings release or each instance in which the Company provides earnings guidance need not be discussed in advance.

8. Discuss with management and the independent auditor the effect of regulatory and accounting initiatives, as well as off-balance-sheet structures on the Company's financial statements.
9. Discuss with the independent auditor the matters required to be discussed by Statement on Auditing Standards No. 114 relating to the conduct of the audit, including any difficulties encountered in the course of the audit work; any restrictions on the scope of activities or access to requested information; and any significant disagreements with management.
10. Review disclosures made to the Committee by the Company's CEO and CFO during their certification process for the Form 10-K and Form 10-Q about any significant deficiencies in the design or operation of internal controls or material weaknesses therein and any fraud involving management or other employees who have a significant role in the Company's internal controls.
11. Review management's use of non-GAAP measures and metrics (including environmental, social and governance measures and metrics), and in particular how these measures are used to evaluate performance, whether they are consistently prepared and presented and what the Company's disclosure controls and procedures relating to these are.
12. Obtain from the independent auditor assurance that Section 10A(b) of the Exchange Act has not been implicated.
13. Proactively engage with management and the independent auditor in the implementation of new accounting standards, including assessing whether sufficient time and resources have been devoted to developing sound accounting policies and whether appropriate controls and procedures have been established for the transition to the new standards.

#### **Oversight of the Company's Relationship with the Independent Auditor**

14. Before the engagement of an independent auditor and at least annually thereafter, review and discuss with the independent auditor the independent auditor's written communications to the Committee regarding the relationships between the auditor and the Company that, in the auditor's professional judgment, may reasonably be thought to bear on its independence and affirm in writing to the Committee that the auditor is independent.
15. Review and evaluate the lead partner of the independent auditor team.

16. Obtain and review a report from the independent auditor at least annually regarding: (a) the independent auditor's internal quality-control procedures; (b) any material issues raised by the most recent internal quality-control review, or peer review, of the independent auditor, or by any inquiry or investigation by governmental or professional authorities within the preceding five years respecting one or more independent audits carried out by the independent auditor; (c) any steps taken to deal with any such issues; and (d) all relationships between the independent auditor and the Company. Evaluate the qualifications, performance and independence of the independent auditor, including considering whether the independent auditor's quality controls are adequate and the provision of permitted non-audit services is compatible with maintaining the auditor's independence, taking into account the opinions of management and internal auditors. The Committee shall present its conclusions with respect to the independent auditor to the Board.
17. Ensure the rotation of the audit partners as required by law. Consider whether, in order to ensure continuing auditor independence, it is appropriate to adopt a policy of rotating the independent auditing firm on a regular basis.
18. Set policies for the Company's hiring of employees or former employees of the independent auditor.
19. Discuss with the independent auditor material issues on which the national office of the independent auditor was consulted by the Company's audit team.
20. Meet with the independent auditor prior to the audit to discuss the planning and staffing of the audit.
21. Engage in a dialogue with the independent auditor on the responsibilities of the auditor in relation to the audit, terms of the audit engagement, overview of the overall audit strategy and timing of the audit, and observations arising from the audit that are significant to the financial reporting process.
22. Engage in a dialogue with the independent auditor to understand the nature of each identified critical audit matter, the auditor's basis for identifying a matter as a critical audit matter and how each such identified matter will be described in the auditor's report.

### **Oversight of the Company's Internal Audit Function**

23. Provide oversight of the internal audit (IA) function through the following activities:
  - a) Annual review and approval of IA Charter and IA Policy.
  - b) Annual review and approval of IA's budget, staffing levels, risk-assessment methodology (including audit universe identification) and results, and audit plan.
  - c) Annual review and approval of the senior internal audit executive's performance evaluation and compensation
  - d) Regular meeting review of:
    1. status of audit plan and any changes to the plan or in staffing

2. results of recently completed audits
  3. status of findings/issues corrective actions, both completed and delinquent
  4. information on significant industry and institution trends in risks and controls
  5. any significant changes in internal audit processes or policies
24. Review any significant reports to management prepared by the internal auditing department and management's responses.
  25. Conduct regular meeting with the senior internal audit executive in executive session with the Committee to discuss any issues either deems appropriate.

### **Legal and Regulatory Compliance Oversight Responsibilities**

26. Obtain reports from management, that the Company and its subsidiary/foreign affiliated entities are in conformity with applicable legal requirements and the Company's Code of Business Conduct and Ethics. Review reports and disclosures of insider and affiliated party transactions. Advise the Board with respect to the Company's policies and procedures regarding compliance with applicable laws and regulations and with the Company's Code of Business Conduct and Ethics.
27. Establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.
28. Discuss with management and the independent auditor any correspondence with regulators or governmental agencies and any published reports that raise material issues regarding the Company's financial statements or accounting policies.
29. Discuss with the Company's General Counsel legal matters that may have a material impact on the financial statements or the Company's internal controls.

### **Related Party Transactions**

30. Review and approve or ratify all applicable Interested Transactions with Related Parties as defined in the Board of Directors Policy on Related Party Transactions, in accordance with such policy.

### **Limitation of Committee's Role**

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 and disclosures are complete and accurate and are in accordance with GAAP, applicable rules and regulations. These are the responsibilities of management and the independent auditor.