

SONDER HOLDINGS INC.**CODE OF BUSINESS CONDUCT AND ETHICS – GLOBAL**

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ABOUT THE CODE

At Sonder, we're committed to building a healthy, ethical, and compliant company. As a representative of Sonder Holdings Inc. and its subsidiaries (collectively, "**Sonder**"), your actions should reflect that commitment. Our Code of Conduct ("**Code**") outlines basic principles that exemplify these values, and provides you with guidelines for acceptable conduct. The Code does not address all possible situations. In the absence of a clear rule or direct supervision, you should refer to the values within the Code, use good judgement, and ask for help if you're unsure of the right course of action.

You should read, understand, and follow this Code, all Sonder policies, and always report any concerns regarding your own or others' behavior. Failure to follow the Code, our policies, or any other applicable standards of his or her position may be subject to disciplinary action, including termination of employment.

The Code is not a contract, and does not convey any specific employment rights or guarantee employment for any specific period of time.

We recognize the need for this Code to be applied equally to everyone it covers. The General Counsel of the Company, also referred to herein as the "**Compliance Officer**", will have primary authority and responsibility for the enforcement of this Code, subject to the supervision of the Nominating, Corporate Governance, and Social Responsibility Committee of Sonder's Board of Directors (the "**Governance Committee**"), or, in the case of accounting, internal accounting controls or auditing matters, the Audit Committee of Sonder's Board of Directors, and Sonder will devote the necessary resources to enable the General Counsel to establish such procedures as may be reasonably necessary to create a culture of accountability and facilitate compliance with this Code.

APPLICABILITY

The Code applies to all individuals working for Sonder, working at Sonder, or representing Sonder. While this Code of Conduct is specifically written for Sonder's employees, officers and directors (who, unless otherwise specified, will be referred to jointly as "employees"), we expect Sonder contractors, consultants, and others who may be temporarily assigned to perform work or services for Sonder to follow the Code in connection with their work for Sonder. Sonder may impose these standards on other individuals as appropriate.

TAKE PRIDE IN OUR CODE

Do Your Part

Every employee is expected to read this Code and ensure that they understand and comply with its policies.

Regardless of the position you are in or the department you represent, you are Sonder. You should remember this as you make decisions, and ensure that your actions align with our Code, our policies, and the laws and regulations that apply to our business. If you see or suspect anything inappropriate or illegal, don't look the other way. You have an obligation to share your concerns promptly with your manager, HR Business Partner, the Compliance Officer or Human Resources, and must cooperate fully and honestly in any investigation.

As leaders of our company, managers are responsible for creating an open and supportive environment where individuals feel comfortable raising questions and concerns. Managers should encourage communication, and should not consider employees' concerns as threats or challenges to their authority. An open dialogue around the Code should become a natural part of our operations.

Speak Up

You have an obligation to speak up if you're aware of a violation of this Code, our policies, laws or regulations, or if you're in doubt about the best course of action in a particular situation. You are encouraged to discuss any such concerns with your manager, another supervisor, or your HR Business Partner. Sonder will promptly address ethical questions or concerns raised by employees, will investigate all reported instances of questionable or unethical behavior, and will take appropriate action where improper behavior is found to have occurred.

Retaliation against an employee who reports or expresses intent to report a genuine concern in good faith, or participates in an investigation of a possible violation of this Code, our policies or the law, is strictly prohibited. If you believe you are being retaliated against, please contact Sonder Legal.

PROMOTE AN ETHICAL WORKPLACE

Act Ethically and Honestly

As a Sonder employee, you're expected to complete your work efficiently, responsibly, and in an acceptable manner. All information you provide during or related to your employment should be complete and accurate to the best of your knowledge. Maintaining the accuracy of our reporting and recordkeeping is a responsibility we all share, and all of our transactions must be correct and properly recorded. See "**Do the Right Thing -- Act with Honesty and Integrity - Accurate Books, Records and Reports**" for more information on the importance of honesty and accuracy in Sonder's financial reporting.

Dishonesty, deceit, or theft will not be tolerated, including embezzlement, falsifying company documents, and accepting kickbacks in any form. This also includes abusing employment benefits like time off, insurance, facilities, discounts, or other benefits Sonder offers.

Celebrate Diversity

Sonder is a global operation, and our employees and guests represent many ideas, experiences and backgrounds. We celebrate diversity, and believe that it is essential to advancing our goals and initiatives. You must abide by this standard in all aspects of your work, including interpersonal relationships, and exhibit commitment to supporting a diverse and inclusive workplace.

Foster Inclusivity

We are committed to creating an inclusive environment where people of all backgrounds will feel welcome and encouraged to join our team. We strive to ensure that all employees are able to fully participate in and contribute to our success], regardless of their differences. Supporting a diverse, engaged workforce allows us to be successful in building trust, empowering teams, and serving our guests.

Prevent Discrimination and Harassment

Sonder requires its employees to treat all colleagues in a respectful manner and to forge working relationships that are uniformly free of bias, prejudice and harassment.

Sonder prohibits discrimination against or harassment of any team member on the basis of:

- Race, color, ethnicity, or national origin;
- Nationality, national origin, ancestry, immigration status or citizenship;
- Gender (including gender identity, gender expression, transgender status or sexual stereotypes);
- Sexual orientation;
- Sex (including pregnancy, childbirth, breastfeeding, or related medical conditions)
- Marital status or family care status;
- Family medical leave;
- Age;
- Religion or religious creed (including religious dress and grooming practices);
- Physical or mental disability or medical condition (including genetic information or characteristics, or those of a family member);
- Military service or veteran status;
- Political views or activity;
- Status as a victim of domestic violence, sexual assault or stalking; or
- Any other basis or classification protected by applicable state, federal or local law.

Basing employment decisions on any of the personal characteristics listed above is against our policies and is illegal in many countries. Any employee who is found to have discriminated against, harassed, or victimized another employee is subject to discipline up to and including termination.

No individual will suffer any reprisals or retaliation for making good faith complaints or reporting any incidents of discrimination or perceived discrimination, or for participating in any investigation of incidents of discrimination or perceived discrimination.

UNDERSTAND YOUR RESPONSIBILITY TO OTHERS

Promote Health and Safety

Every employee should take immediate action to protect others' safety regardless of role, title or responsibility. Sonder will not tolerate acts or threats of violence, and we prohibit weapons on Sonder premises consistent with local law. If you have concerns about a possible safety or security threat, report it immediately to your manager.

Having, using or distributing illegal drugs is prohibited as prescribed by applicable law and provisioned under our policies. Drinking alcoholic beverages on Sonder premises or while conducting company business may be allowed under some circumstances, but you must comply with all laws and company policies and principles, and always exercise both moderation and good judgment.

Sonder works to conduct its business activities and operations in a manner that promotes protection of people and the environment to the extent practicable. Employees are responsible for complying with all applicable laws, rules and regulations governing health, safety and the environment.

Maintain Confidentiality

Confidential information and intellectual property represent the outcome of significant company investment and years of hard work. In carrying out Sonder's business, you may learn confidential or proprietary information about Sonder, as well as its customers, suppliers and/or business partners. Confidential information of Sonder and other companies may not be shared with a third party without a legitimate business reason and proper authorization, and you must use good judgment when determining what confidential information may be shared internally, and with whom.

When in receipt of confidential information of a third party, you must always abide by any confidentiality and/or use restrictions imposed by the disclosing party, and limit dissemination of the confidential information both inside and outside the Company 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. Your obligation to protect the confidential information of Sonder and of individuals and companies with which we do business continues even if your employment with Sonder ends.

You are responsible for understanding and complying with the law and any signed agreements regarding the possession or distribution of non-public information. Please contact the Compliance Officer if you have any questions about whether information is confidential.

Nothing in this obligation of confidentiality or elsewhere prohibits you from raising concerns about potential violations of the Code or the law within the company either during or after your employment. Further, nothing in this obligation of confidentiality or any other Sonder policy or agreement restricts your ability, either during or after your employment, to communicate with government agencies about possible violations of the Code or applicable law, provide information to government agencies, file a complaint with government agencies, or participate in government agency investigations or proceedings.

Media inquiries and public requests for information should be referred to the Communications Department, and inquiries from government and regulatory agencies should be referred to Sonder Legal and/or Corporate Affairs. You can ensure that you comply with these requirements, and the law, by reading and adhering to Sonder's **Communications Policy (Global)**, **Regulation FD Communications Policy**, and any other applicable policies.

Respect Others

You're expected to act professionally and in the best interests of the company when interacting with Sonder employees, customers, partners, and the communities we serve. You must treat others with dignity and respect at all times, including respecting property. You should behave appropriately at work, ensure that your appearance is not unprofessional or offensive, and refrain from bringing inappropriate or prohibited (whether by law or Sonder policy) items on our premises. In general, your actions should not disrupt the workplace or present obstacles to others' work.

Additionally, you should follow your manager's instructions and company directives, to the extent that they do not violate this Code, our policies, or the law. You should be friendly and collaborative, receptive to feedback, and open for communication with your manager, team members, and other colleagues. Sonder will not tolerate bullying or abusive conduct, including threatening, humiliating or intimidating behaviors, or sabotage.

DO THE RIGHT THING

Never Bribe

Like all businesses, Sonder is subject to laws that prohibit bribery in virtually every kind of commercial setting. These include but are not limited to the U.S. Foreign Corrupt Practices Act of 1977 (FCPA), the Canadian Corruption of Foreign Public Officials Act (CFPOA), the U.K. Bribery Act of 2010, the United States Travel Act, the OECD Anti-Bribery Convention, and the corresponding laws of the respective host countries where Sonder conducts its business.

However, the rule for us here at Sonder is simple: don't bribe anybody, anytime, for any reason. You can ensure you're following this maxim, and the law, by reading and adhering to Sonder's **Anti-Bribery and Anti-Corruption Policy (Global)** and any other applicable policies. Violations of such policies may result in significant fines and penalties for Sonder, and employees engaging in such violations may face disciplinary action up to and including termination.

Follow Guidelines for Gifts and Entertainment

This Code does not prohibit modest meals, gifts, or entertainment to or from private third parties that conduct business with Sonder, provided the value is reasonable (not lavish or excessive), is in good taste, related to a legitimate business purpose, lawful under local laws, and properly recorded in Sonder's books and records.

Under Sonder's **Anti-Bribery and Anti-Corruption Policy (Global)**, gifts of hospitality (e.g., meals or travel) and entertainment should be modest and reasonable. In the normal course of business and depending upon the circumstances, a non-cash gift, meal or entertainment of under fifty U.S. dollars (\$50 USD) per person would be considered modest and reasonable, but you should exercise discretion in the event that even this amount is too high under the circumstances. Additional restrictions apply to political contributions, which may only be made in compliance with Sonder's **Political Activity Policies and Procedures**.

Regardless of value, a gift or favor should not be accepted or given if it might create a sense of obligation, compromise your professional judgment or create the appearance of doing so. You should always use good judgment, and turn down any offer if it would violate any applicable Sonder gifts and entertainment policies. Any improper or illegal situation should be immediately reported to Sonder Legal. Further, if you have any questions about whether a situation is improper or illegal, you should consult with Sonder Legal before taking any action.

Act with Honesty and Integrity - Accurate Books, Records and Reports

We have a responsibility to provide full and accurate information in our public disclosures about our financial condition and results of operations. Sonder's books, records and reports are only as accurate as the data from which they are derived. All employees might, at some point, contribute to the accuracy of information (including financial information) maintained by Sonder or submitted to our regulators.

You are responsible for the accurate and complete reporting of any information (including financial information) within your respective areas. You should never falsify or distort any information or document related to your work at Sonder, including but not limited to:

- expense reports;
- purchase orders;
- benefits claims;
- invoices;
- entries in financial books and records; and
- quality and safety reports.

You should respond truthfully to all appropriate questions from auditors and make sure that all information and reports supplied to government authorities, self-regulatory organizations, shareholders, securities analysts and the general public are accurate, timely, and supported by necessary documentation. Each employee involved in Sonder's disclosure process must be familiar with the disclosure requirements applicable to Sonder and its business and financial operations, and must not knowingly misrepresent, or cause others to misrepresent, facts about Sonder to others, whether within or outside the company, including our independent auditors, governmental regulators and self-regulatory organizations.

Inaccuracies in our financial information may undermine the confidence of our customers, investors, and owners and harm our reputation. Further, inaccurate financial records could result in Sonder failing to satisfy legal, regulatory, or fiduciary obligations and cast doubt on our integrity and honesty. You must:

- maintain all of Sonder's books, records, accounts and financial statements in reasonable detail, and reflect the matters to which they relate accurately, fairly and completely;
- ensure that all books, records, accounts and financial statements conform both to applicable legal requirements and to Sonder's system of internal controls; and
- carefully and properly account for all of Sonder's assets.

Under no circumstances may any employee establish any undisclosed or unrecorded account or fund for any purpose; make any false or misleading entries in Sonder's books or records for any reason; disburse any corporate funds or other corporate property without adequate supporting documentation and authorization; or misclassify transactions related to accounts, business units or accounting periods.

Sonder has established a Disclosure Committee consisting of senior management to assist in monitoring our public disclosures. You should promptly report to Sonder management any financial and non-financial information of which you become aware that may be material to Sonder to ensure that Sonder can provide full, fair, accurate, timely understandable disclosures in any reports or documents that Sonder files with government agencies or releases to the general public.

Additionally, please note that all Sonder-issued devices, computers, hardware, cell phones, media, documents, records and information are the property of Sonder ("**Sonder-Issued Property**") and must be returned to Sonder when your employment with Sonder ends. As such, Sonder requires employees to cooperate with any request made by the Compliance Officer to preserve or produce any Sonder-Issued Property or other media.

You should consult with the Compliance Officer regarding the retention of records in the case of an actual or threatened litigation or government investigation. The Compliance Officer will notify you if a legal hold is placed on records for which you are responsible. A legal hold suspends all document destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. The Compliance Officer determines and identifies what types of records or documents are required to be placed under a legal hold. If a legal hold is placed on records for which you are responsible, you must preserve and protect the necessary records in accordance with instructions from the Compliance Officer. **Records or supporting documents that are subject to a legal hold must not be destroyed, altered or modified under any circumstance.** A legal hold remains effective until it is officially released in writing by the Compliance Officer. If you are unsure whether a document has been placed under a legal hold, you should preserve and protect that document while you check with the Compliance Officer.

Deal Fairly with Others

We do not seek competitive advantages through illegal or unethical business practices. All employees should endeavor to deal fairly with Sonder's customers, service providers, suppliers, competitors, business partners and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any unfair dealing practice.

Do Not Engage in Insider Trading

Using nonpublic company information to trade in securities, or providing a family member, friend or any other person with a "tip", is illegal. All non-public, company information should be considered inside information and should never be used for personal gain or to enable others to gain from trades in our stock. You are required to familiarize yourself and comply with Sonder's **Insider Trading Policy**, copies of which are available on the OneSonder intranet or upon request. If you ever have any questions about your ability to buy or sell securities, you should contact Sonder's General Counsel.

Uphold the Law

Sonder is committed to complying with the laws of the countries in which we operate. Employees have an obligation to be knowledgeable about the laws, rules, and regulations that apply to their areas of responsibility and the locations where we operate. You must understand and comply with all laws, rules and regulations that apply to your specific role, and are responsible for preventing violations of the law and for speaking up if you see possible violations.

Any questions as to the applicability of any law should be directed to Sonder's General Counsel.

The following is a brief summary of certain topics about which you should be aware:

- Antitrust. Antitrust laws (or "competition" laws) are designed to foster competitive markets and prohibit activities that unreasonably restrain trade. In general, actions taken in combination with another company that unreasonably reduce competition may violate antitrust laws. Sonder is dedicated to complying with antitrust and competition laws and any activity that undermines this commitment is unacceptable. The laws governing this area are complex. As a general proposition, any contact with a competitor may be problematic under antitrust laws. You should reach out to

the Compliance Officer before taking any action that may implicate these laws whenever appropriate.

- Health, Safety and Environment. Sonder is subject to numerous laws, rules and regulations governing health, safety and the environment. See above under “**Understand your Responsibility to Others -- Promote Health and Safety**” for additional information.
- Fair Employment Practices. Sonder strives to maintain a work environment in which all individuals are treated with respect and dignity. Every individual has the right to work in a professional atmosphere that promotes equal employment opportunities and where discriminatory practices, including harassment, are prohibited. See above under “**Promote an Ethical Workplace -- Prevent Discrimination and Harassment**” for additional information.
- Foreign Corrupt Practices and Anti-Bribery Laws. Sonder has a “zero tolerance” policy and strictly prohibits all forms of bribery and corruption, regardless of whether they involve a public official or a private person. You should seek guidance from the Compliance Officer if you have any questions. See above under “**Do the Right Thing -- Never Bribe**” for additional information.
- 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. It is your responsibility to comply with these laws and not to share material non-public information. See above under “**Do the Right Thing -- Do Not Engage in Insider Trading**” for additional information.
- Anti-Money Laundering. Sonder is committed to complying fully with all anti-money laundering laws. Money laundering generally involves conducting a transaction to conceal the illegal origins of funds or to facilitate illegal activity. Sonder aims to conduct business only with reputable customers involved in legitimate business activities using funds derived from legitimate sources. Employees should avoid engaging in any transaction that is structured in any way that could be viewed as concealing illegal conduct or the tainted nature of the proceeds or assets at issue in the transaction.
- U.S. Economic Sanctions Compliance and Export Controls. Sonder requires compliance with laws and regulations governing trade in both the United States and in the countries where Sonder conducts its business. A number of countries maintain controls on the export of hardware, software and technology. Some of the strictest export controls are maintained by the United States against countries and certain identified individuals or entities that the U.S. government considers unfriendly or as supporting international terrorism. These controls include:
 - a. restrictions on the export and reexport of products, services, software, information or technology;
 - b. sanctions and embargoes that restrict activities including exports, monetary payments, travel and the provision of services to certain individuals (including individuals and entities included in, and owned or controlled by an individual or entity included in, (i) the List of Specially Designated Nationals & Blocked Persons, (ii) the Sectoral

Sanctions Identifications (SSI) List or (iii) Foreign Sanctions Evaders List maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or (iv) any other applicable list of sanctioned, embargoed, blocked, criminal or debarred persons maintained by any U.S. or non-U.S. government, the European Union, Interpol, the United Nations, the World Bank or any other public international organization relevant to Sonder's business), companies and countries;

- c. international boycotts not sanctioned by the U.S. government that prohibit business activity with a country, its nationals or targeted companies; and
- d. imports of products that are subject to the importing country's customs laws and regulations, which apply regardless of the mode of transportation, including courier shipments and carrying by hand.

You must comply with all applicable trade controls and must not cause Sonder to be in violation of those laws. If you become aware of any information suggesting that Sonder has or may in the future engage in a transaction that could violate applicable economic sanctions, you should report this information to the Compliance Officer immediately. In addition, please consult the Compliance Officer in relation to any proposed export of Company products or services. Please also refer to Sonder's **OFAC/Sanctions Compliance Policy**.

- Keeping the Audit Committee Informed. The Audit Committee of the Board (the "**Audit Committee**") plays an important role in ensuring the integrity of the Company's public reports. See below under "**Follow our Code -- Reporting of Any Illegal or Unethical Behavior**" for additional information.
- Maintaining and Managing Records. Sonder is required by local, state, federal, foreign and other applicable laws, rules and regulations to retain certain records and to follow specific guidelines in managing its records. Records include all recorded information, regardless of medium or characteristics. Civil and criminal penalties for failure to comply with such guidelines can be severe for employees, agents, contractors and for Sonder. Additionally, you are required to cooperate with any request made by the Compliance Officer to preserve or produce any Sonder-issued devices, computers, hardware, cell phones and any documents, records, information, or other media on any such Sonder-issued devices, computers, hardware, and cell phones. See above under "**Do the Right Thing -- Act with Honesty and Integrity - Accurate Books, Records and Reports**".
- Political Activities. Sonder does not make contributions to political candidates or political parties except as permitted by applicable laws. Employees engaging in political activity will do so as private citizens and not as representatives of Sonder. Your personal lawful political contribution, or decision not to make a contribution, will not influence your compensation, job security or opportunities for advancement. Please also refer to Sonder's **Political Activity Policies and Procedures**. Prior to engaging in direct or indirect lobbying activities for the purpose of influencing the official's actions or decisions on any matter affecting Sonder, Sonder employees must seek approval from either the head of the Corporate Affairs Public Policy function or the head of the Legal function. This applies to communications with government officials by Sonder employees directly or through outside consultants.

PROTECT OUR COMPANY

Avoid Conflicts of Interest

A “conflict of interest” exists when a person's private interest interferes, or appears to interfere, with Sonder’s interests. You should avoid actual or potential conflicts of interest that might adversely affect your judgment, objectivity or loyalty to Sonder. Although you’re free to engage in meaningful activities outside of your job, any potential conflict of interest must be disclosed to your manager or HR Business Partner immediately upon discovery of the conflict.

The following is a non-exhaustive list of some types of conflicts of interest which you should avoid:

- Family Members. You may not conduct Sonder business with any of your family members or any organization with which any family member is associated, unless the relationship has first been disclosed to and authorized by Sonder and is a bona-fide arm's-length transaction. Your “family members” include any of the following relations: child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law and any person (other than a tenant or employee) sharing your household.

Notwithstanding the foregoing, Sonder may hire relatives of employees where there are no potential problems of supervision, morale or potential conflicts of interest. Employees who marry or become related will be permitted to continue to work as long as there are no substantial conflicts. Reasonable accommodations will be made when possible in the event a conflict arises. An employee should immediately and fully disclose the relevant circumstances to Human Resources for guidance about whether a potential or actual conflict exists.

- Personal or Romantic Relationships. You should not become personally or romantically involved with a competitor, supplier or any subordinate employee. An employee that is involved in any of the types of relationships or situations described in this policy should immediately and fully disclose the relevant circumstances to their manager or Human Resources for guidance about whether a potential or actual conflict exists. When necessary, Sonder will take appropriate action according to the circumstances. In cases where there is an actual or potential conflict because of the relationship between employees or others engaged in business dealings with Sonder, even if there is no line of authority or reporting involved, the individual(s) may, at Sonder’s sole discretion, be separated by reassignment or terminated from employment. Failure to comply with this policy may result in disciplinary action, up to and including termination.
- Interests in Other Businesses. You may not accept compensation in any form for service performed for Sonder from any source other than Sonder. Additionally, you may not have an undisclosed material financial interest in any of Sonder’s competitors, suppliers, or business partners. Any material financial interests in any of Sonder’s competitors, suppliers or business partners must be disclosed to the Compliance Officer to determine the appropriate course of action.
- Outside Directorships. Sonder employees may not serve on the board of directors of another company without the approval of (i) for executive officers, the Board, and (ii) for non-executive officers, Sonder’s Chief Executive Officer or Compliance Officer. Non-employee directors of the Board may only serve on the board of directors of another company in compliance with Sonder’s **Corporate Governance Guidelines**, unless otherwise approved by the Board.

- Improper Conduct and Activities. Sonder employees may not engage in conduct or activities which might impair our relationship with any current or proposed business partner.
- Gifts and Gratuities. Gifts and entertainment can foster positive working relationships between our company and our customers, vendors and suppliers. But an excessive or inappropriate gift can pressure the recipient to reciprocate by making decisions. See above under “**Do the Right Thing - Follow Guidelines for Gifts and Entertainment**” for additional information.
- Personal Use of Company Assets. Employees should treat Sonder-owned equipment with care and use the equipment and tools with Sonder’s interests in mind. Employees should also use good judgment in using Sonder assets for personal matters. We permit reasonable personal use of Sonder-owned equipment, but employees should be aware that all electronic information and equipment remain the sole property of Sonder. See below under “**Protect Our Assets -- Protect Our Assets, Communications, and Information**” for additional information.

This list is not exhaustive. Evaluating whether a conflict of interest exists can be difficult and may involve a number of considerations. Conflicts of interest may not always be clear-cut, so if you have a question you should bring it to the attention of your manager, your HR Business Partner, or the Compliance Officer.

If you are aware of an actual or potential conflict of interest where your interests may conflict with Sonder’s interests, or are concerned that a conflict might develop, you should discuss with you manager, your HR Business Partner, or the Compliance Officer and then obtain approval from the Compliance Officer before engaging in that activity or accepting something of value. Failure to disclose a conflict or potential conflict may constitute grounds for disciplinary action up to and including termination.

Protect Our Assets, Communications, and Information

Our assets consist of everything that our company owns or uses to conduct business. You should always act in a way that protects Sonder assets, including physical, intellectual, and electronic or digital properties.

When using company equipment, it should be in the best interests of Sonder. You should endeavor to protect Sonder’s assets and ensure their efficient use. Sonder equipment should not be misused or used frivolously, and all Sonder property — material or intangible — should be treated with respect and care. Theft or inappropriate removal or possession of property will not be tolerated. You should protect company facilities and other material property from damage and vandalism whenever possible, and immediately report any property or equipment that is missing, damaged, unsafe or in need of repair.

Protecting our assets, communications, and information also means not speaking on the behalf of Sonder without appropriate authorization. Media inquiries and public requests for information should be referred to the Communications Department, and inquiries from government and regulatory agencies should be referred to Sonder Legal and/or Corporate Affairs.

Your activities online should also comply with this Code. When using social media, clearly state that any opinions you express about our company are your own and do not reflect Sonder’s views, and do not disclose confidential business information about our company, our customers, or our business partners. Employee actions or statements through social media — even those made through personal accounts during

non-working time — that harm the interests of Sonder, its employees, or its customers or clients, or that otherwise breach Sonder policies, may result in disciplinary action up to and including termination of employment.

Avoid Taking Corporate Opportunities

Except as otherwise set forth in Sonder’s certificate of incorporation and bylaws, employees are obligated to advance Sonder’s business interests when the opportunity to do so arises.

Employees are prohibited from taking for themselves, or directing a third party to take, business opportunities that are discovered through the use of Sonder property, information or position, unless Sonder has already been offered the opportunity and turned it down.

You may not use Sonder property, information or position for personal gain, and you may not compete, directly or indirectly, with Sonder during your employment with Sonder and as otherwise provided in any written agreement with Sonder. Competing with Sonder may involve engaging in the same line of business as Sonder, or any situation where you take away from Sonder’s opportunities for sales or purchases of products, services or interests.

Sometimes the line between personal and Company benefits is difficult to draw, and sometimes both you and Sonder benefit from certain activities. You should discuss with your manager, the Compliance Officer or Sonder’s Human Resources department if you have any questions.

Avoid Anti-Competitive Behavior

Antitrust laws (or, as they are known in most of the world, “competition” laws) are designed to foster competitive markets and prohibit activities that unreasonably restrain trade. In general, actions taken in combination with another company that unreasonably reduce competition may violate antitrust laws.

Certain types of agreements with competitors (including, but not limited to, agreements on prices and output) are always illegal and may result in criminal penalties such as prison terms for the individuals involved and large fines for the corporations involved. In addition, unilateral actions by a company with market power in the sale or purchase of a particular good or service may violate antitrust laws if those actions unfairly exclude competition. As a result of the numerous antitrust laws and enforcement regimes in various jurisdictions inside and outside the United States, at times it is possible that certain actions may simultaneously violate some jurisdictions’ antitrust laws while not violating other jurisdictions’ antitrust laws.

Sonder is dedicated to complying with the numerous laws that govern competition. Any activity that undermines this commitment is unacceptable. The laws governing this area are complex, and employees should reach out to the Compliance Officer before taking any action that may implicate these laws whenever appropriate.

FOLLOW OUR CODE

Employees are expected to follow this Code. Ignorance of work rules is not an acceptable excuse for a violation of the Code, as it is each employee's responsibility to learn and abide by Sonder’s Code, its policies and procedures, and the law.

Violations of the Code of Conduct

Sonder may take disciplinary action up to and including termination against any employee for engaging in any of the following:

- Failing to adhere to the provisions of this Code;
- Failing to report promptly a suspected violation of this Code;
- Encouraging another to commit a violation of this Code;
- Retaliating against another employee for reporting a concern;
- Failing to implement the provisions of this Code according to one's role and responsibilities; or
- Deviating from performance standards or internal policies.

Sonder reserves the right in all circumstances, including for conduct not explicitly outlined in this Code, to apply any level of corrective action as appropriate, up to and including immediate termination of employment without prior corrective action or notice for conduct. Sonder may also take legal action in cases of unlawful behavior.

Moreover, employees 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 employees to civil and criminal liability.

Violations of Standards and Values Stipulated by the Code of Conduct

Sonder may take disciplinary action up to and including termination against any employee for exhibiting behavior not explicitly prohibited in this Code of Conduct, but in violation of the standards and values it stipulates. The following list, while not all-inclusive, provides examples of conduct that violate our Code:

- Violation of Sonder personnel policies or practices;
- Failure to complete work on time or in an acceptable manner;
- Using disrespectful, abusive, vulgar, threatening or harassing language;
- Provoking or engaging in physical fighting during working hours or on Sonder premises;
- Displaying insubordination or intentional disregard of instructions;
- Falsification of company documents or records, including timesheets or an employment application;
- Making, publishing, or repeating knowingly or maliciously false statements concerning an employee, the company, or its products;
- Unauthorized removal of company documents or disclosure of confidential information;
- Unauthorized use, misuse, or abuse of company time;
- Theft or the deliberate or careless damage of any Sonder or customer property;
- Failing to report or remedy any unsafe conditions, procedures, or behaviors; or
- Failing to fully cooperate with a company investigation.

Reporting of Any Illegal or Unethical Behavior

Situations that may involve a violation of ethics, laws or this Code may not always be clear and may require difficult judgment calls. You are encouraged to seek guidance from your manager, the Compliance Officer or Human Resources when in doubt about the best course of action to take in a particular situation. In most instances, you should report any concerns or questions about a violation of laws, rules, regulations or this Code to your supervisors/managers or Sonder's General Counsel or, in the case of accounting, internal accounting controls or auditing matters, the Audit Committee.

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), or if you have concerns about a situation that you believe does not reflect Sonder's culture and values, you must report it immediately to your manager, the Compliance Officer or Human Resources. You may also report concerns anonymously (i) by calling the Company's confidential independent secure reporting hotline at 1-833-411-1180 or (ii) by accessing the Company's confidential independent secure web portal at <http://sonder.ethicspoint.com>.

All reports will be kept confidential, to the extent practical, except where disclosure is required to investigate a report or mandated by law. Sonder does not permit retaliation of any kind for good faith reports of violations or possible violations. Please refer to Sonder's **Whistleblower Policy** for additional information.

The Audit Committee plays an important role in ensuring the integrity of Sonder's public reports. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should notify the Audit Committee. In particular, you should promptly bring to the attention of the Audit Committee any information of which you become aware concerning:

- the accuracy of material disclosures made by Sonder in its public filings;
- material weaknesses or significant deficiencies in internal control over financial reporting;
- any evidence of fraud that involves an employee who has a significant role in the Sonder's financial reporting, disclosures or internal controls or procedures; or
- any evidence of a material violation of the policies in this Code regarding financial reporting.

If you have any concerns about a violation of laws, rules, regulations or this Code by any of Sonder's senior executive officers or directors, it should be reported promptly to Sonder's General Counsel. Any such concerns involving the General Counsel should be reported to the Governance Committee.

Open communication of issues and concerns by all employees without fear of retribution or retaliation is vital to the successful implementation of this Code. Reporting any violations of this Code may also be done anonymously (i) by calling the Company's confidential independent secure reporting hotline at 1-833-411-1180 or (ii) by accessing the Company's confidential independent secure web portal at <http://sonder.ethicspoint.com>. If concerns or complaints require confidentiality, including keeping an identity anonymous, we will endeavor to protect this confidentiality, subject to applicable law, regulation or legal proceedings. In addition, employees 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, Sonder

representatives, regulators or other governmental entities may be grounds for immediate termination of employment or other relationship with the Company and also be a criminal act that can result in severe penalties.

We encourage all employees to report any suspected violations promptly and intend to thoroughly investigate any good faith reports of violations. As a general matter, the Board will oversee investigations of potential violations by directors or executive officers, and the Compliance Officer will oversee investigations of potential violations by other employees. However, 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, Sonder representatives, regulators or other governmental entities may be grounds for immediate termination of employment or other relationship with the Company and also be a criminal act that can result in severe penalties.

We will not tolerate any kind of retaliation for reports or complaints regarding misconduct that were made in good faith. All employees are required to cooperate in any internal investigations of misconduct and unethical behavior and to respond to any questions in a complete and truthful manner.

DISCLOSURE; PROTECTED ACTIVITY

Nothing in this Code limits or prohibits employees from engaging for a lawful purpose in any “Protected Activity.” “Protected Activity” means filing a charge or complaint, or otherwise communicating, cooperating or participating, with any state, federal or other governmental agency, including the Securities and Exchange Commission, the Equal Employment Opportunity Commission and the National Labor Relations Board. Notwithstanding any other policies in this Code (or elsewhere), you are not required to obtain authorization from Sonder prior to disclosing information to, or communicating with, such agencies, nor are you obligated to advise Sonder as to any such disclosures or communications. Notwithstanding, in making any such disclosures or communications, you must take all reasonable precautions to prevent any unauthorized use or disclosure of any information that may constitute Sonder confidential information to any parties other than the relevant government agencies. “Protected Activity” does not include the disclosure of any Sonder attorney-client privileged communications; any such disclosure, without Sonder’s written consent, violates Sonder policy.

WAIVERS AND AMENDMENTS

We reserve the right to amend this Code at any time, for any reason, subject to applicable laws, rules and regulations.

Any amendment or waiver of any provision of this Code must be approved in writing by the Sonder Board of Directors or, if appropriate, its delegate(s), and promptly disclosed pursuant to applicable laws and regulations. Any waiver or modification of this Code for the principal executive officer, principal financial officer, principal accounting officer, controller, or any other persons performing similar functions in the

company will be promptly disclosed to stockholders if and as required by applicable law or the rules of the stock exchange on which Sonder's securities are listed.

ACKNOWLEDGMENT

All new employees must acknowledge that they have read this Code and that they understand and agree to comply with its provisions. Signed acknowledgment forms will be kept in employee personnel files. Failure to read this Code or to sign an acknowledgment form does not excuse any person from the terms of this Code.

CONCLUSION

Doing what's right must be embedded in the way we conduct our business to ensure the long-term success of our company. Reading, understanding, and complying with this Code is an essential function of every position at Sonder. This Code is intended to help you make the right decisions and take the right actions, regardless of where you work or the type of work you do. By following this Code, you serve as a role model for your peers, leaders, guests and others who see you in action every day.

If you have questions or concerns about this Code or its contents, please contact Sonder Legal.