CrowdStrike Holdings, Inc.
Compensation Committee Charter

Purpose and Scope

The Compensation Committee (the "**Committee**") is created by the Board of Directors (the "**Board**") of CrowdStrike Holdings, Inc. (the "**Company**") to discharge the responsibilities set forth in this Charter. The Committee shall have the authority and membership and shall operate according to the procedures provided in this Charter.

Membership

The Committee shall consist of at least two members, comprised solely of directors deemed by the Board to be independent and who meet the independence requirements of Nasdaq. The Nominating and Corporate Governance Committee shall recommend nominees for appointment to the Committee annually and as vacancies or newly created positions occur. Committee members shall be appointed by the Board and may be removed by the Board at any time. The Nominating and Corporate Governance Committee shall recommend to the Board, and the Board shall designate, the Chair of the Committee.

Responsibilities

In addition to any other responsibilities which may be assigned from time to time by the Board, the Committee is responsible for the following matters.

Executive Compensation

- The Committee shall establish and periodically review the Company's overall compensation strategy to assure that it promotes stockholder interests and supports the Company's strategic and tactical objectives, and that it provides for appropriate rewards and incentives for the Company's executive officers.

- The Committee shall approve, or in the case of the Chief Executive Officer review and recommend that the independent members of the Board approve, the compensation (including base salary, annual incentive compensation, long-term incentive compensation and any perquisites or other compensation) of each of the Company's executive officers and of such other employees of the Company as the Committee shall determine. In approving, or recommending for approval, executive officer compensation, the Committee shall, among other things:

    - identify, review and approve corporate goals and objectives relevant to executive officer compensation;

    - review and approve the Company's peer companies and data sources for purposes of evaluating the Company's compensation competitiveness and establishing the appropriate competitive positioning of the levels and mix of compensation elements;

- evaluate each executive officer's performance in light of such goals and objectives and determine each executive officer's compensation based on such evaluation, including such other factors as the Committee deems appropriate and in the best interests of the Company; and

- review and approve, or in the case of any Section 16 officer review and recommend that the Board approve, any long-term incentive component of each executive officer's compensation.

- The Committee will periodically review and approve as appropriate, or recommend the Board approve, deferred compensation, severance, change-in-control and other benefits for the executive officers, including any amendments to or terminations of any of the foregoing.

Management Succession

- The Committee shall, in consultation with the Company's Chief Executive Officer, periodically review the Company's management succession planning, including policies for Chief Executive Officer selection and succession in the event of the incapacitation, retirement or removal of the Chief Executive Officer, and evaluations of, and development plans for, any potential successors to the Chief Executive Officer.

Compensation Policies and Plans

- The Committee shall oversee and evaluate the Company's compensation and benefits policies generally (subject, if applicable, to stockholder approval), including the review and recommendation of any incentive-compensation and equity-based plans of the Company that are subject to Board approval. In reviewing such compensation and benefits policies, the Committee may consider the recruitment, development, promotion, retention and compensation of executive officers and other employees of the Company and any other factors that it deems appropriate.

- The Committee will review and approve, or recommend to the Board for approval, and will administer the Company's Compensation Recovery Policy providing for the recoupment of compensation received by individuals covered by such policy under circumstances as determined by the Committee or as required by law.

- The Committee shall review and make recommendations to the Board regarding the compensation and benefits policies for the Company's directors.

Human Capital Management

- The Committee will review, and provide input to the Board on, matters relating to the Company's human capital resources, which may include strategies and policies regarding the Company's reward and incentive programs; pay equity; hiring and retention; and employee development, engagement, and wellbeing.

Risk Assessment

- The Committee shall review and assess risks arising from the Company's employee compensation policies and practices and whether any such risks are reasonably likely to have a material adverse effect on the Company.

Disclosure and Annual Meeting Related Matters

- The Committee shall prepare the Committee report required by SEC rules to be included in the Company's annual proxy statement or Form 10-K, and the Committee shall review and discuss the Company's Compensation Discussion and Analysis as required by SEC rules ("**CD&A**") with management and provide a recommendation to the Company's Board regarding the inclusion of the CD&A within the Company's proxy statement or Form 10-K, as applicable.

- The Committee shall review the results of any stockholder advisory votes on executive compensation ("say-on-pay" votes) and consider whether to recommend adjustments to the Company's executive compensation policies and practices as a result of such advisory votes.

- The Committee shall review and make recommendations to the Board relating to the frequency with which stockholder "say-on-pay" votes should occur.

- The Committee shall review stockholder proposals within the scope of the Committee's responsibilities and management's proposed response to such proposals.

Reporting to the Board

- The Committee shall report to the Board periodically.

- At least annually, the Committee shall evaluate its own performance and report to the Board on such evaluation.

- The Committee shall annually review and assess the adequacy of this charter and recommend any proposed changes to the Board for approval.

Other Duties and Responsibilities

- The Committee will perform any other activities required by applicable law, rules or regulations, including those promulgated by the SEC and Nasdaq, and take

such other actions and perform and carry out any other responsibilities and duties delegated to it by the Board or as the Committee deems necessary or appropriate consistent with its purpose.

Authority and Delegations

The Committee has the sole authority to retain or obtain the advice of a compensation consultant, legal counsel or other adviser and shall be directly responsible for the appointment, compensation and oversight of the work of any such adviser retained by the Committee. The Committee has sole authority to approve all such advisers' fees and other retention terms. The Company shall provide for appropriate funding, as determined by the Committee, for the payment of reasonable compensation to such adviser retained by the Committee. The Committee may select such advisers, or receive advice from any other adviser, only after taking into consideration those independence factors enumerated by the Nasdaq rules. Irrespective of the retention of compensation consultants, legal counsel, and other advisers to assist the Committee, the Committee shall exercise its own judgment in fulfillment of its duties.

The Committee may delegate its authority to subcommittees or the Chair of the Committee when it deems it appropriate and in the best interests of the Company.

The Committee may delegate to one or more officers of the Company the authority to make grants and awards of stock rights or options to any non-Section 16 officer of the Company under such of the Company's incentive-compensation or other equity-based plans as the Committee deems appropriate and in accordance with the terms of such plans.

Procedures

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities under this charter. The Chair of the Committee shall preside at each meeting and, in the absence of the Chair, one of the other members of the Committee shall be designated as the acting chair of the meeting. The Chair of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this charter.

No executive officer should attend that portion of any meeting where such executive's performance or compensation is discussed, unless specifically invited by the Committee. The Chief Executive Officer may not be present during voting or deliberations related to his or her compensation.

Last reviewed October 14, 2026