



CODE OF BUSINESS CONDUCT AND ETHICS

(Effective as of May 14, 2026)

In accordance with the requirements of the Securities and Exchange Commission (the “**SEC**”) and of the National Association of Securities Dealers Automated Quotations Stock Market (“**Nasdaq**”) Listing Standards, the Board of Directors (the “**Board**”) of Cerebras Systems Inc. (the “**Company**”) has adopted this Code of Business Conduct and Ethics (the “**Code**”) to encourage as reasonably necessary:

- Honest and ethical conduct, including fair dealing and the ethical handling of actual or apparent conflicts of interest;
- Full, fair, accurate, timely, and understandable disclosures;
- Compliance with applicable laws and governmental rules and regulations;
- Prompt internal reporting of any violations of law or the Code;
- Accountability for adherence to the Code, including fair process by which to determine violations;
- Consistent enforcement of the Code, including clear and objective standards for compliance; and
- Protection for persons reporting any such questionable behavior.

All directors, officers, and employees (each a “**Covered Party**” and, collectively, the “**Covered Parties**”) of the Company and all of its subsidiaries and controlled affiliates are expected to be familiar with the Code and to adhere to the principles and procedures set forth below. We also expect Covered Parties to be familiar with the Code and to adhere to the principles and procedures set forth below.

I. CONFLICTS OF INTEREST

A conflict of interest occurs when the private interests of a Covered Party interfere, or appear to interfere, with the interests of the Company as a whole.

For example, a conflict of interest can arise when a Covered Party takes actions or has personal interests that make it difficult to perform his or her Company duties objectively and effectively. A conflict of interest may also arise when a Covered Party, or a member of his or her immediate family,¹ receives improper personal benefits as a result of his or her position at the Company.

Conflicts of interest can also occur indirectly. For example, a conflict of interest may arise when a Covered Party is also an executive officer, a major stockholder, or has a material interest in a company or organization doing business with the Company.

¹ “Immediate family” includes a person’s child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law or sister-in-law, or any person (other than a tenant or employee) sharing the person’s household.

Each Covered Party has an obligation to conduct the Company's business in an honest and ethical manner, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships. Any situation that involves, or may reasonably be expected to involve, a conflict of interest with the Company, should be disclosed promptly to the Company's General Counsel. Conflicts of interest involving the General Counsel, executive officers, or directors should be disclosed to the Chairperson of the Company's Audit Committee of the Board or, if it involves a member of the Audit Committee, to the Chairperson of the Board or another disinterested member of the Board.

This Code does not attempt to describe all possible conflicts of interest that could develop. Other common conflicts from which Covered Parties must refrain are set out below:

- Covered Parties may not engage in any conduct or activities that are inconsistent with the Company's best interests or that disrupt or impair the Company's relationship with any person or entity with which the Company has or proposes to enter into a business or contractual relationship.
- Covered Parties may not accept compensation, in any form, for services performed for the Company from any source other than the Company.
- No Covered Party may take up any management or other employment position with, or have any material interest in, any firm or company that is a direct or indirect competitor of the Company. When there is uncertainty as to whether a firm or company is a competitor of the Company, the Company encourages Covered Parties to consult with the General Counsel.

II. CORPORATE OPPORTUNITIES

Covered Parties may not take advantage of any business opportunities discovered through their relationship with the Company for personal gain, unless pre-approved by the General Counsel. Covered Parties also may not use the Company's property or information for improper personal gain.

III. DISCLOSURES

The information in the Company's public communications, including all reports and documents filed with or submitted to the SEC, must be full, fair, accurate, timely, and understandable.

To ensure the Company meets this standard, all Covered Parties (to the extent they are involved in the Company's disclosure process) are required to maintain familiarity with the disclosure requirements, processes and procedures applicable to the Company commensurate with their duties. Covered Parties are prohibited from knowingly misrepresenting, omitting, or causing others to misrepresent or omit, material facts about the Company to others, including the Company's independent auditors, governmental regulators, and self-regulatory organizations.

IV. COMPLIANCE WITH LAWS, RULES, AND REGULATIONS

The Company is obligated to comply with all applicable laws, rules, and regulations. It is the personal responsibility of each Covered Party to adhere to the standards and restrictions imposed by these laws, rules, and regulations in the performance of his or her duties for the Company.

The Chief Executive Officer, Chief Financial Officer, and Chief Accounting Officer or Controller (or persons performing similar functions) of the Company are also required to promote compliance by all employees with the Code and to abide by Company standards, policies, and procedures.

V. COMPLIANCE WITH GLOBAL TRADE REGULATIONS

The Company engages in commerce globally. All Covered Parties must comply fully with applicable laws and regulations governing international trade, including government-imposed export controls, trade restrictions, trade embargoes, and economic sanctions. Such regulatory framework is complex and the Company encourages Covered Parties to consult with the General Counsel when there is uncertainty.

VI. ANTI-BRIBERY AND ANTI-CORRUPTION

Covered Parties are expected to comply with all applicable laws (including the U.S. Foreign Corrupt Practices Act) prohibiting bribery and corruption that the Company is subject to, including laws outside of the United States. The Company strictly prohibits giving, offering, or promising anything of value to any third party for the purpose of attempting to improperly obtain or retain business or for any other improper purpose. Covered Parties are required to review and comply with the Company's Anti-Corruption Policy. When there is uncertainty as to whether a contemplated payment or gift may violate the law or policy, the Company encourages Covered Parties to consult with the General Counsel.

VII. PROTECTION AND PROPER USE OF COMPANY ASSETS

The loss, theft, and misuse of the Company's assets has a direct impact on the Company's business and financial condition. Covered Parties are expected to protect the Company's assets that are entrusted to them. Covered Parties are also expected to take steps to ensure that the Company's assets are used only for legitimate business purposes.

It is expected that Covered Parties understand the value of the Company's intellectual property and take appropriate steps to protect it. This means disclosing to the Company all inventions and other intellectual property created as part of the Covered Party's work for the Company, assisting with the preparation and prosecution of patent applications, and protecting confidential information. It also means avoiding the improper use of third-party intellectual property.

VIII. CONFIDENTIALITY

The confidential information generated and gathered in the Company's business plays a vital role in the Company's business, prospects, and ability to compete. "Confidential information" includes all non-public information that might be of use to competitors or harmful to the Company or its customers if disclosed. Covered Parties may not disclose or distribute the Company's confidential information, except when disclosure is authorized by the General Counsel or required by applicable law, rule, or regulation or pursuant to an applicable legal proceeding. Covered Parties shall use confidential information solely for legitimate Company purposes. Covered Parties must

return all of the Company's confidential and/or proprietary information in their possession when they cease to be employed by or to otherwise serve the Company.

IX. FAIR DEALING

Competing vigorously, yet lawfully, with competitors and establishing advantageous, but fair, business relationships with customers and suppliers are foundational to long-term success. However, unlawful and unethical conduct may damage a company's reputation and long-term business prospects. Accordingly, it is the Company's policy that Covered Parties must endeavor to deal ethically and lawfully with the Company's customers, suppliers, competitors, and employees in all business dealings on the Company's behalf. No Covered Party should take unfair advantage of another person in business dealings through the abuse of privileged or confidential information or through improper manipulation, concealment, or misrepresentation of material facts.

X. REPORTING, ACCOUNTABILITY, AND ENFORCEMENT

The Company promotes ethical behavior at all times and encourages Covered Parties to talk to supervisors, managers, and other appropriate personnel, including officers, the General Counsel, outside counsel for the Company, and the Board or the relevant committee thereof, when in doubt about the best course of action in a particular situation.

Covered Parties should promptly report suspected violations of laws, rules, regulations, or the Code or any other unethical behavior by any director, officer, employee or anyone purporting to be acting on the Company's behalf to appropriate personnel, including officers, the General Counsel, outside counsel for the Company, and the Board or the relevant committee thereof. Reports may be made anonymously. If requested, confidentiality will be maintained, subject to applicable law, regulations, and legal proceedings.

The Audit Committee of the Board or other appropriate officer or body shall investigate and determine, or shall designate appropriate persons to investigate and determine, the legitimacy of such reports. The Audit Committee or other appropriate officer or body will then determine the appropriate disciplinary action. Such disciplinary action includes, but is not limited to, reprimand, termination with cause, and possible civil and criminal prosecution.

To encourage employees to report any and all violations, the Company will not tolerate retaliation for reports made in good faith. Retaliation or retribution against any Covered Party for a report made in good faith of any suspected violation of laws, rules, regulations, or this Code is cause for appropriate disciplinary action.

XI. WAIVERS

Before an employee, or an immediate family member of any such employee, engages in any activity that would be otherwise prohibited by the Code, he or she is strongly encouraged to obtain a written waiver from the Board or the Audit Committee of the Board.

Before a director or officer (as defined under in Rule 16a-1(f) of the Securities Exchange Act of 1934), or an immediate family member of such person, engages in any activity that would be otherwise prohibited by the Code, he or she must obtain a written waiver from the Board or the Audit

Committee of the Board. Such waiver must then be disclosed to the Company's stockholders, along with the reasons for granting the waiver.

XII. NO RIGHTS CREATED

This Code is a statement of certain fundamental principles, policies and procedures that govern the Company's Covered Parties in the conduct of the Company's business. It is not intended to and does not create any rights in any employee, customer, client, visitor, supplier, competitor, stockholder, or any other person or entity. It is the Company's belief that the policy is robust and covers most conceivable situations.