

LivePerson, Inc.

Code of Ethics for the Chief Executive Officer and Senior Financial Officers

LivePerson, Inc. (the “Company”) is committed to the highest standards of ethical business conduct. This Code of Ethics for the Chief Executive Officer and Senior Financial Officers (the “Code of Ethics”) reflects the business practices and principles of behavior that support this commitment. The Board of Directors (the “Board of Directors”) is responsible for setting the standards of conduct contained in this Code of Ethics and for updating these standards as appropriate to reflect legal and regulatory developments. The Board of Directors has adopted this Code of Ethics to promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships; full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with or submits to the Securities and Exchange Commission and in other public communications made by the Company; compliance with applicable governmental rules and regulations; the prompt internal reporting of violations of the Code of Ethics to an appropriate person or persons identified herewith; and accountability for adherence to this Code of Ethics. The Company expects those individuals to read and understand this Code of Ethics and its application to the performance of his or her business responsibilities. The particular executives who are deemed Senior Financial Officers subject to this Code of Ethics will be designated by and informed of such designation by the Company from time to time and will include, without limitation, the Company’s principal financial officer, principal accounting officer or controller, and persons performing similar functions.

This Code of Ethics supplements the principles in the Company’s Code of Conduct, which sets forth fundamental principles and key policies and procedures that govern the conduct of all directors, officers and employees of the Company and its subsidiaries. The Chief Executive Officer and Senior Financial Officers are bound by the requirements and standards of both the Company’s Code of Conduct and this Code of Ethics, as well as those set forth in all other applicable policies, procedures and guidelines provided by the Company to employees from time to time.

This Code of Ethics does not attempt to describe every practice or principle related to honest and ethical conduct. This Code of Ethics is an integral part of our broader policies and guidelines set forth in our Employee Handbook and Code of Conduct. The following additional policies of the Company supplement or amplify this Code of Ethics in certain areas and should be read in conjunction with this Code of Ethics: Insider Trading Policy, Related Party Transactions Policy, Whistleblower Policy, Anti-Corruption Compliance Policy, Anti-Money Laundering Policy UK Modern Slavery Act Statement, Human Rights Policy, Environmental Policy and Clawback Policy (collectively, the “Compliance Policies”). More information about these policies can be found in the Employee Handbook.

The officers covered by this Code of Ethics must, to the best of their ability:

- Act with honesty and integrity, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships, as further discussed in the Code of Conduct, and the observance of both the form and the spirit of technical and ethical compliance and accounting standards.
- Act in good faith, responsibly, and with due care, competence and diligence, without misrepresenting or omitting material facts or allowing one’s independent judgment to be compromised.

- Provide full, fair, accurate, timely and understandable disclosure in the reports and documents that the Company files with, or submits to, the Securities and Exchange Commission or any other applicable federal, foreign or state agency, and in other public communications made by the Company, and promptly bring to the attention of the Audit Committee of the Board of Directors (the “Audit Committee”) any material information of which they may become aware that affects the disclosures made by the Company in its public filings or otherwise.
- Promptly bring to the attention of the Audit Committee any information they may have concerning:
(a) significant deficiencies in the Company’s disclosure controls and procedures that could adversely affect the Company’s ability to record, process, summarize and report, within the time periods specified in the Securities and Exchange Commission’s or other applicable federal, foreign or state agency’s rules and forms, the information required to be disclosed by the Company in the reports that the Company files or submits under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and to ensure that such information is accumulated and communicated to the Company’s management, including the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure; (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s financial reporting, internal control over financial reporting or disclosure controls and procedures; or (c) any violations of this Code of Ethics.
- Comply, and to cause the Company to comply, with applicable governmental laws, rules and regulations and promptly bring to the attention of the Audit Committee any information they may have concerning evidence of a material violation of the securities or other laws, rules or regulations applicable to the Company and the operation of its business, by the Company or any agent thereof.
- Not unduly or fraudulently influence, coerce, manipulate, or mislead any authorized audit or interfere with any auditor engaged in the performance of an independent audit of the Company’s financial statements or accounting books and records.
- Respect the confidentiality of information acquired in the course of the performance of responsibilities except when authorized or otherwise legally obligated to disclose, which information must not be used for personal advantage.
- Accept accountability for adherence to this Code of Ethics.

The Chief Executive Officer and Senior Financial Officers are expected to adhere to this Code of Ethics. The Company shall determine appropriate actions to be taken in the event of violations of this Code of Ethics by any of these employees and as set forth in the Company’s Code of Conduct. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to this Code of Ethics. Waivers of this Code of Ethics may only be made by the Board of Directors. The Company will also appropriately disclose any substantive amendment to, and any material waiver of, any provision of this Code of Ethics that applies to these employees pursuant to the Exchange Act and the applicable rules of each stock exchange on which the Company’s shares are listed, in each case to the extent required by law or regulation.

This Code shall be the Company’s “code of ethics” within the meaning of Section 406 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder.

Any complaint of retaliation, discharge or other adverse employment action for acting as “whistleblowers” by providing information concerning any alleged violations of law will be investigated and followed up in accordance with the Company’s Whistleblower Policy.

The Company shall make the most current version of this Code of Ethics publicly available by placing it on the Company’s website. The Company’s annual report on Form 10-K filed with the Securities and Exchange Commission will state that this Code of Conduct is available on the Company’s website.

This Code of Ethics is in all respects subject and subordinate to the Company's Certificate of Incorporation and By-Laws and the applicable provisions of the General Corporation Law of the State of Delaware. This Code of Ethics may be amended from time to time by the Board of Directors. This Code of Ethics should also be read in conjunction with the Company's Compliance Policies and the Chief Executive Officer and Senior Financial officers should act in full compliance with the terms of the Compliance Policies.

Last Updated: November 2024