

Pinterest, Inc.
Compensation Committee Charter

Purpose

The purpose of the Compensation Committee ("Committee") of Pinterest, Inc. ("Pinterest") is to oversee the compensation of Pinterest's directors and employees, including executive officers ("Employees") and related matters, including matters relating to the attraction, development and retention of Employees.

Appointment and Membership

The Committee shall be made up of at least two (2) members of the Board of Directors (the "Board") of Pinterest. Committee members are appointed by the Board, based on the recommendation of the nominating and corporate governance committee. The Board decides the Committee's exact number and can remove or replace a Committee member at any time with or without cause. The Board will also make all determinations regarding satisfaction of the membership requirements described below.

At any time Pinterest is subject to the periodic reporting requirements of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the Committee will comply with the rules and regulations of the Securities and Exchange Commission ("SEC"), any securities exchange that Pinterest is listed on, and any other requirements of applicable law, including those related to independence and committee composition. Each member of the Committee must qualify as "independent" under applicable rules promulgated by the SEC and applicable listing requirements and at least two members will be "non-employee directors" within the meaning of Rule 16b-3 of the Exchange Act.

Responsibilities

The Committee's main responsibility is to oversee the compensation of Pinterest's directors and Employees and related matters, including matters relating to the attraction, development and retention of Employees. The Committee believes that Pinterest's policies and procedures should remain flexible in order to best react to changing conditions and circumstances. The following list is intended as a guide, with the understanding that the Committee can supplement it as appropriate, consistent with the requirements of applicable rules and regulations.

1. *CEO Compensation.* At least annually, the Committee will determine Pinterest's goals that are relevant to the compensation of the Chief Executive Officer (the "CEO"). The Committee will evaluate the performance of the CEO in light of those goals and determine the compensation of the CEO based on such evaluation. The CEO shall not be present during any voting or deliberations regarding the CEO's compensation. The Committee Chair will

communicate to the CEO the evaluation of his or her performance and the level of approved CEO compensation.

2. *Executive Officer Compensation.* The Committee will evaluate the performance of the executive officers and determine the compensation of the executive officers of Pinterest based on such evaluations.
3. *Incentive Compensation.* In determining incentive compensation for the CEO and other executive officers, the Committee will consider, among other factors it deems appropriate from time to time, Pinterest's performance during such periods as the Committee deems appropriate and the awards given in prior years. The Committee will make recommendations to the Board for the establishment and terms of incentive-compensation and equity-based plans and will administer such plans, including determining awards for directors or executive officers under any such plan. The Committee may establish policies and delegate authority in respect of equity-based compensation grants made to Employees other than executive officers, as it deems appropriate in accordance with applicable law.
4. *Severance and Post-Service Arrangements.* The Committee will evaluate the post-service (including severance) arrangements and benefits of the CEO and other executive officers and their reasonableness in light of practices at comparable companies and any benefits received by Pinterest in connection with such arrangements.
5. *Evaluation of Compensation Program.* The Committee will review periodically the operation and structure of Pinterest's compensation program, including its policies regarding perquisites, recoupment of compensation, non-executive post-service arrangements and other similar compensation-related matters. The Committee will take into account factors it deems appropriate from time to time, including Pinterest's business strategy, the competitiveness of the compensation program and the potential risks to Pinterest and its business arising from the operation and structure of its compensation programs. The Committee will monitor total equity usage for compensation.
6. *Director Compensation and Perquisites.* At least annually, the Committee will advise the Board on Board and committee compensation and other policies and programs and perquisites, taking into account relative responsibilities of directors. Directors who are Employees will not be compensated for their services as directors.
7. *Say-on-Pay Vote.* When performing its responsibilities and exercising its authorities under this Charter, the Committee will consider the most recent shareholder advisory vote on executive compensation required by Section 14A of the Exchange Act (the "Say-on-Pay Vote"), review and recommend to the Board the cadence of conducting Say on Pay Votes, and review and approve proposals regarding the Say-on-Pay Vote to be included in Pinterest's proxy statement.
8. *Stock Ownership Guidelines.* The Committee will establish and review annually any stock ownership guidelines applicable to directors and executive officers of Pinterest and will recommend to the Board revisions to any such guidelines as appropriate.
9. *Compensation Disclosures; Committee Report.* The Committee will review and discuss with management the Compensation Discussion and Analysis ("CD&A") disclosure and related

tabular presentations regarding named executive officer compensation and, based on this review and discussion, recommend to the Board whether to include the CD&A disclosure and related tabular presentations in Pinterest's annual public filings. The Committee will furnish its report on the Committee's discussions and recommendations for inclusion in Pinterest's annual public filings as required by applicable law.

10. *Appointment and Monitoring of Named Fiduciaries.* Unless otherwise specified in the applicable plan documents, the Committee will have the authority to appoint and terminate the named fiduciary(ies) for any funded employee benefit plan covering Employees subject to the fiduciary responsibility provisions of the Employee Retirement Income Security Act of 1974, as amended, and will monitor such fiduciaries' performance.
11. *Leadership Development and Succession Planning.* The Committee will oversee short-term and long-term management succession planning and leadership assessment and development. The Committee will provide regular reports to the Board.
12. *Ability to Investigate; Retention of Advisors.* The Committee has the power to investigate any matter brought to its attention, with full access to all Pinterest books, records, facilities and Employees. The Committee has the authority to select, retain, oversee and terminate consultants, legal counsel or other advisors (each, a "Consultant") to advise the Committee, at the expense of Pinterest, and to approve the terms of any such engagement and the fees of any such Consultants. Before selecting or receiving advice from a Consultant, the Committee will take into account all factors relevant to the adviser's independence from management, including any factors required by applicable law or listing rules, and any other factors it considers appropriate.
13. *Review of Charter.* At least once a year, the Committee will review and reassess the adequacy of this Charter and submit any proposed changes to the Board for approval.
14. *Annual Committee Evaluation.* The Committee will annually evaluate its performance and report to the Board on the results of the review.
15. *Other Duties.* The Committee will carry out such other duties that may be delegated to it by the Board from time to time.

Meetings and Minutes

The Committee will meet at least four times each year and will keep minutes of each meeting and report on its actions and activities at the next quarterly meeting of the Board. The Committee decides when and where it will meet and must deliver a copy of this schedule in advance to the Board.

Unless the Board, the Bylaws of Pinterest, Delaware law, or this Charter provides otherwise, the Committee can make, alter or repeal rules for the conduct of its business. In the absence of these rules, the Committee will conduct its business in the same way the Board conducts its business.

Delegation of Authority; Chair of Committee

The Committee may form and delegate authority to subcommittees and may delegate authority to one or more designated members of the Committee.

Unless the chair of the Committee is elected by the full Board, the members of the Committee shall designate a chair by the majority vote of the full Committee membership. The Committee may change the chair at any time.

Adopted: March 26, 2019