Shockwave Medical, Inc.
Corporate Governance Guidelines
As Amended March 29, 2024

1) **Board Membership Criteria; Size and Composition of the Board**.

a) *Criteria for Board Membership*. The Nominating and ESG Committee of Shockwave Medical, Inc. (the "Company") shall recommend to the Board of Directors (the "Board") criteria for Board membership and chairpersonship, which shall include the criteria set forth in these Corporate Governance Guidelines (the "Guidelines") and shall recommend individuals for membership on the Board and for the role of chairperson of the Board (the "Chairperson"). In making its recommendations, the Nominating and ESG Committee shall:

i) review candidates' qualifications for membership on the Board (including making recommendations to the Board as to the independence of the candidates) based on the criteria approved by the Board (and taking into account the enhanced independence, financial literacy, and financial expertise standards that may be required under applicable law, regulations of the Securities and Exchange Commission (the "SEC"), or The Nasdaq Stock Market LLC (the "Nasdaq") rules for audit committee and other committee membership purposes);

ii) evaluate current directors for re-nomination to the Board; and

iii) periodically review the composition of the Board in light of the current challenges and needs of the Board and the Company, and determine whether it may be appropriate to add or remove individuals after considering issues of judgment, diversity (including with respect to diversity of viewpoints, race, ethnicity, gender and sexual orientation), age, skills, background and experience.

The Nominating and ESG Committee shall not only consider an individual's qualities, performance, and professional responsibilities, but also the composition, challenges and needs of the Board at that time. The Nominating and ESG Committee shall consider the impact of any change in the principal occupation of existing directors. The Nominating and ESG Committee shall report to the full Board its conclusions and recommendations for nominations to the Board. If helpful, the Nominating and ESG Committee may retain outside consultants to assist in identifying candidates and also will consider advice and recommendations from stockholders, management and others.

b) *Board Size*. The Board reserves the right to increase or decrease the size of the Board, subject to any relevant provisions in the Company's bylaws or certificate of incorporation, depending on an assessment of the Board's needs and other relevant circumstances at any given time. In the future, the Board may consider expanding its size to accommodate its needs or reducing its size if the Board determines that a smaller Board would be more efficient. The Nominating and ESG Committee shall periodically review the size of the Board and recommend any proposed changes to the Board.

c) *Board Vacancies*. The Board shall be responsible for nominating persons for election to the Board and for filling vacancies on the Board that occur between the Company's annual stockholder meetings outside the usual election process held at the annual stockholder meetings. The Board will follow the procedures set out in the Company's bylaws and certificate of incorporation to fill vacancies.

1-877-77-LITHO (775-4846) | 5403 Betsy Ross Drive, Santa Clara, California 95054 | INFO@SHOCKWAVEMEDICAL.COM

d) *Independence*. A majority of the Board shall be comprised of directors meeting the independence requirements of the Nasdaq at a minimum. The Board shall make an affirmative determination at least annually as to the independence of each director. No director will be considered "independent" unless the Board affirmatively determines that the director is not an executive officer or employee of the Company or any of its subsidiaries or any other individual having a relationship which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In making these determinations, the Board will broadly consider all relevant facts and circumstances, including information provided by the directors and the Company with regard to each director's business and personal activities as they may relate to the Company and the Company's management. As the concern is independence from management, the Board does not view ownership of even a significant amount of stock, by itself, as a bar to an independence finding.

e) *Term Limits*. It is the policy of the Board to avoid term limits, which have the disadvantage of discontinuing the availability and contributions of directors who have developed experience with, and insight into, the Company and its needs over a period of time. Further, because each director is periodically subject to election by the Company's stockholders, the Board does not believe it is in the best interests of the Company to establish term limits. However, the Nominating and ESG Committee and the Board may periodically review director tenure and term limits in connection with the Board's procedures for selecting and nominating directors to ensure the beneficial presence of diverse viewpoints and ideas, while maintaining continuity and depth of the Company's knowledge by longer-serving directors.

f) *Retirement Age*. It is the policy of the Board to avoid a mandatory retirement age for directors, which would have the disadvantage of discontinuing the availability and contributions of directors who are otherwise capable and valuable members of the Board.

g) *Voluntary Withdrawal*. Directors who intend to resign or not stand for re-election at the Company's annual stockholder meeting are required to notify the Board prior to the meeting. The director shall offer a letter of resignation to the Board, which will then be approved by the Board. Early notice allows the Board to follow proper notification standards for stakeholders and allows the Nominating and ESG Committee ample time to evaluate the composition and qualifications of the Board.

h) *Simultaneous Service on Other Public Company Boards*. Carrying out the duties and fulfilling the responsibilities of a director requires a significant commitment of an individual's time and attention. The Board does not believe, however, that explicit limits on the number of other boards of directors on which the directors may serve, or on other activities the directors may pursue, are appropriate. The Board, however, recognizes that excessive time commitments can interfere with an individual's ability to perform his/her/their duties effectively. In connection with its assessment of director candidates for nomination, the Nominating and ESG Committee and the Board will assess whether the performance of any director has been or is likely to be adversely impacted by excessive time commitments, including service on other boards of directors. Directors must notify the Chairperson in connection with accepting a seat on the board of directors of another business entity or any changes to committee membership so that the potential for conflicts of interest, prohibitive interlocking issues or other governance concerns, or other factors compromising the director's ability to perform his/her/their duties may be fully assessed. In no event may any director serve as a director or employee of, or otherwise provide services to, any competitor of the Company or its subsidiaries, within the meaning of Section 8 of the Clayton Antitrust Act of 1914, as amended, during the director's term as director of the Company and, with respect to each non-employee director for one year after ceasing to be a director of the Company. Each director is expected to ensure that other existing and planned future commitments do not materially interfere with the director's service on the Board. Service on other boards and/or committees should be consistent with the Company's Code of Business Conduct and Ethics.

i) *Changes in Primary Employment*. If a director significantly changes such director's primary employment during such director's tenure, that director must offer to tender his/her/their resignation to the Nominating and ESG Committee. The Nominating and ESG Committee shall evaluate the continued appropriateness of Board membership under the new circumstances and make a recommendation to the Board as to any action to be taken with respect to such an offer.

j) *Conflicts of Interest*. Directors are expected to avoid any action, position or interest that conflicts with the interests of the Company or gives the appearance of a conflict. If an actual or potential conflict of interest develops because of a change in the business of the Company, or in a director's circumstances (for example, significant and ongoing competition between the Company and a business with which the director is affiliated), the director should report the matter immediately to the Chair of the Nominating and ESG Committee for evaluation and appropriate resolution. If a director has a personal interest in a matter before the Board, the director shall disclose the interest to the full Board, shall recuse himself/herself/themself from participation in the discussion on the matter and shall not vote on the matter.

2) **Selection of Chairperson**. The Board views the selection of the Chairperson as one of its most important responsibilities. The Board believes it is important to retain its flexibility to allocate the responsibilities of the offices of the Chairperson and the Chief Executive Officer (the "CEO") in any way that is in the best interests of the Company at a given point in time, taking into account various factors, including most effective management of the Company and the composition of the Board. The Board may make a determination as to the appropriateness of its current policies in connection with the recruitment and succession of the Chairperson and/or the CEO. The Nominating and ESG Committee shall discuss the selection of the Chairperson in committee meetings and report its findings to the Board.

3) **Director Responsibilities**.

a) *Role of the Board*. The Board acts as the ultimate decision-making body of the Company (except as to matters reserved to, or shared with, the Company's stockholders) and advises and oversees management, who are responsible for the day-to-day operations and management of the Company. In fulfilling this role, each director must act in what such director reasonably believes to be in the best interests of the Company and must exercise such director's business judgment in accordance with such director's fiduciary duties to the Company and its stockholders.

b) *Director Engagement*. The Company expects directors to be active and engaged in discharging their duties and to keep themselves informed about the business and operations of the Company. Directors are expected to attend all Board meetings and the meetings of the committees on which they serve (and, in no event, fewer than 75% of the meetings) and to prepare themselves for these meetings. Directors are also encouraged to attend the Company's annual meeting of stockholders. Any written materials that assist directors in preparing for a Board or committee meeting shall be distributed to the directors in advance of the meeting, to the extent possible, and directors are expected to review such materials prior to the meeting.

4) **Board Agenda; Meetings**.

a) *Agenda*. The Chairperson and the CEO shall establish, on an annual basis, an agenda of topics for consideration and review by the Board to be addressed during the following year. This annual schedule of topics is then provided to the full Board for review and comment and is adjusted, as appropriate, during the year.

b) *Meetings*. The Chairperson and the CEO shall determine the frequency and length of Board meetings.

5) **Presiding Director**. The Board notes that all directors are elected by the stockholders and all have an equal voice. The Board, therefore, does not believe it appropriate or necessary in serving the best interests of the Company to designate a lead director. The Chairperson and the CEO are free, as is the Board as a whole, to call upon any one or more directors to provide leadership in a given situation should a special need arise. The Board may designate a director as the presiding director to lead the meetings of the non-employee, or independent, directors. The appointment of a presiding director may also be rotated among the chairs of the independent committees of the Board (each, a "Chair").

6) **Meetings of Non-Employee Directors**. The Company's non-employee directors shall regularly schedule executive sessions in which management does not participate. If this group includes directors who are not considered independent, the independent directors must also meet in executive session at least twice a year. If a presiding director has been appointed by the Board, the presiding director shall preside at each executive session. The Company's annual proxy statement will identify any designated presiding director and the method for interested parties to communicate directly with the Company's designated presiding director or, in the absence of a designated presiding director, the non-employee directors as a group.

7) **Attendance at Annual Meeting of Stockholders**. The Company invites and encourages directors to attend the Company's annual stockholder meetings.

8) **Board Committees**.

a) *Required Committees*. The Board shall have at all times an Audit Committee, a Compensation Committee, and a Nominating and ESG Committee. The Nominating and ESG Committee periodically will consider and make recommendations to the Board regarding the size, structure and composition of Board committees. Subject to any changes that the Board may make from time to time, the committees shall have the following responsibilities:

i) *Audit Committee*. The Audit Committee shall generally be responsible for overseeing: (A) the integrity of the Company's financial statements, its independent auditor, and its internal audit function; (B) compliance by the Company with legal and regulatory requirements, and its Code of Business Conduct and Ethics; and (C) periodic review and updates of the Company's Code of Business Conduct and Ethics.

1-877-77-LITHO (775-4846) | 5403 Betsy Ross Drive, Santa Clara, California 95054 | INFO@SHOCKWAVEMEDICAL.COM

ii) *Compensation Committee*. The Compensation Committee shall generally be responsible for overseeing the Company's executive compensation and benefits policies, evaluating executive officer performance and compensation, evaluating Board member compensation, and overseeing the Company's compensation disclosures in its SEC filings.

iii) *Nominating and ESG Committee*. The Nominating and ESG Committee shall generally be responsible for identifying qualified Board candidates, recommending director and Chairperson nominees, recommending appointments to Board committees (including the Chair of each committee), evaluating Board performance, reviewing the Company's management succession plan, reviewing and periodically updating the Guidelines, overseeing compliance with the Guidelines, and generally overseeing the Company's policies and initiatives related to environmental, social, and governance matters.

b) *Committee Charters*. Each of the Audit Committee, Compensation Committee and Nominating and ESG Committee shall operate pursuant to its own written charter. These charters shall, among other things, set forth the purpose, goals and responsibilities of the particular committee, the procedures for committee member appointment and removal and committee structure and operations, as well as reporting to the Board. The charters shall also provide for an annual evaluation of each committee's performance.

c) *Independence*. Only directors meeting the independence requirements of the Nasdaq and, for audit committee members, Rule 10A-3 of the Securities Exchange Act of 1934, as amended, and any related rules promulgated by the SEC, may serve on and/or Chair these three committees. Committee members shall be appointed by the Board based upon the recommendation of the Nominating and ESG Committee, except for the Nominating and ESG Committee, which is directly appointed by the Board. Each committee shall be Chaired by an independent director, recommended by the Nominating and ESG Committee and appointed by the Board.

d) *Additional Committees*. The Board may, from time to time, establish or maintain additional committees as it deems appropriate and in the best interests of the Company.

e) *Rotation of Committee Members*. While the rotation of committee members at certain set intervals should be considered periodically, rotation is not required because the Board believes there are significant benefits attributable to continuity and experience gained in service on a particular committee over time.

9) **Board Member Access to Management and Independent Advisors**.

a) *Access to Management and Independent Advisors*. Board members shall have access to the management and employees of the Company and to its internal and outside counsel, auditors, compensation consultants and any other advisors the Board considers necessary or advisable to retain in order to help it perform its duties. Any meetings or contacts that a director wishes to initiate may be arranged through the CEO or the Company Secretary.

b) *Management Attendance*. Executive officers and other members of senior management are expected to be present at Board meetings at the invitation of the Board. The Board encourages senior management to make presentations and to invite to Board meetings managers and other employees who can provide additional

1-877-77-LITHO (775-4846) | 5403 Betsy Ross Drive, Santa Clara, California 95054 | INFO@SHOCKWAVEMEDICAL.COM

insight into the items being discussed. The Board also encourages senior management to include in Board meetings individuals that the senior management believes may become prospective leaders of the Company.

c) *Independent Advisors*. The Board and each of its committees in accordance with its charter is authorized to hire independent legal, financial, or other advisors as they may consider necessary, without conferring with or obtaining the approval of management or, in the case of committees, the full Board. The Company shall pay the fees and expenses of such advisors.

10) **Confidentiality; Director Communications with Third Parties**.

a) *Confidentiality*. All meetings and deliberations of the Board and its committees shall be confidential. Consistent with their fiduciary duties, directors shall maintain the confidentiality of any non-public information received in their capacities as directors, including Board and Board committee communications, discussions and materials, and stockholder voting throughout and after service as a director. If any disclosure is mandated by law, directors must inform the Board of their actions in advance to the extent possible.

11) *Third-Party Communication*. Unless otherwise indicated in these Guidelines or the Company's policies, all requests for communications with individual directors or the Board by stockholders, analysts, or media outlets shall initially be made to the Company Secretary. Generally, management speaks for the Company, and the Chairperson speaks on behalf of the Board. Other communications between individual directors and interested parties may be held, at the request of the Board or the CEO and Chairperson.

12) **Director Compensation.** The Compensation Committee shall review and approve compensation (including equity-based compensation) for the Company's directors. In so reviewing and approving director compensation, the Compensation Committee shall, among other things:

i) identify corporate goals and objectives relevant to director compensation;

ii) evaluate the performance of the Board in light of such goals and objectives and set director compensation based on such evaluation and such other factors as the Compensation Committee deems appropriate and in the best interests of the Company (including the cost to the Company of such compensation);

iii) determine any long-term incentive component of director compensation based on the awards given to directors in past years, the Company's performance, stockholder return and the value of similar incentive awards relative to such targets at comparable companies and such other factors as the Compensation Committee deems appropriate and in the best interests of the Company (including the cost to the Company of such compensation); and

iv) evaluate the possibility that directors' independence may be compromised or impaired for Board or committee purposes if director compensation exceeds customary levels, including if the Company makes substantial charitable contributions to an organization with which a director is affiliated.

13) **Director Orientation and Continuing Education.** All new members of the Board are required to participate in the Company's orientation program for directors. The orientation program will include discussions with and

1-877-77-LITHO (775-4846) | 5403 Betsy Ross Drive, Santa Clara, California 95054 | INFO@SHOCKWAVEMEDICAL.COM

presentations by senior management and visits to the Company's facilities, and will provide new directors with a review of the Company's financial position, an overview of the industry in which the Company operates and competes and an introduction to the regulatory and legal environment that affects the Company's business, and that governs directors' fiduciary duties. All directors will be offered the opportunity, and are expected, to participate in continuing education programs with any associated expenses to be reimbursed by the Company.

14) **Management Evaluation and Management Succession**

a) *Performance Management*. The Compensation Committee shall evaluate the performance of the senior management of the Company and shall present its findings to the full Board. The Board shall review the Compensation Committee's report in order to ensure that management's performance is satisfactory, and that management is providing the best leadership for the Company in the long and short-term.

b) *Succession Planning*. The Nominating and ESG Committee shall review and report to the Board on the Company's succession planning, including succession planning in the case of the incapacitation, retirement, or removal of the CEO. The CEO shall provide an annual report to the Nominating and ESG Committee recommending and evaluating potential successors, along with a review of any development plans recommended for such individuals. The CEO shall also provide to the Board, on an ongoing basis, the CEO's recommendation as to a successor in the event of an unexpected emergency.

15) **Annual Performance Evaluation**

a) *Performance Management*. The Board, led by the Nominating and ESG Committee, shall establish, and conduct an annual self-evaluation to determine whether it and its committees are functioning effectively. The collective evaluation shall be presented by the Chair of the Nominating and ESG Committee to the full Board for discussion. This process shall also include annual self-assessments by each Board committee, relying on a review process similar to that used by the Board.

b) *Evaluation Criteria*. The Nominating and ESG Committee will be responsible for establishing the evaluation criteria and implementing the process for this evaluation, as well as considering other corporate governance principles that may, from time to time, merit consideration by the Board. The Nominating and ESG Committee will utilize the results of the Board evaluation process in assessing and determining the characteristics and critical skills required of prospective candidates for election to the Board and for current directors seeking re-election in an effort to further the interests of the Company and its stockholders in a manner consistent with the Company's mission and core values.

16) **Changes to these Guidelines**. The Nominating and ESG Committee may recommend future amendments to these Guidelines for consideration by the Board. The Board reserves the right in its sole discretion to modify or grant waivers to these Guidelines. Any amendments or waiver may be publicly disclosed if required by applicable laws, rules, and regulations.

1-877-77-LITHO (775-4846) | 5403 Betsy Ross Drive, Santa Clara, California 95054 | INFO@SHOCKWAVEMEDICAL.COM