

WORKDAY, INC.

CERTIFICATE OF AMENDMENT

OF THE

RESTATED CERTIFICATE OF INCORPORATION

Workday, Inc., a corporation organized and existing under the laws of the State of Delaware ("**Workday**"), hereby certifies that:

1. The name of the corporation is "Workday, Inc." The date of the filing of its original Certificate of Incorporation with the Secretary of State of the State of Delaware was March 16, 2012.
2. Article VII of the Restated Certificate of Incorporation of Workday is amended and restated in its entirety to read as follows:

ARTICLE VII: DIRECTOR AND OFFICER LIABILITY

1. **Limitation of Liability.** To the fullest extent permitted by law, neither a director of Workday nor an officer of Workday will be personally liable to Workday or its stockholders for monetary damages for breach of fiduciary duty as a director or officer, as applicable. Without limiting the effect of the preceding sentence, if the General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director or officer, then the liability of a director or officer of Workday will be eliminated or limited to the fullest extent permitted by the General Corporation Law, as so amended.
 2. **Indemnification.** In furtherance and not in limitation of the rights, powers, privileges, and discretionary authority granted or conferred by Title 8 of the General Corporation Law or other statutes or laws of the State of Delaware, the Board of Directors is expressly authorized to provide indemnification of directors, officers, employees, agents, and other persons to the fullest extent permitted by law through bylaw provisions, agreements with indemnitees, vote of stockholders or disinterested directors or otherwise.
 3. **Change in Rights.** Neither any amendment nor repeal of this ARTICLE VII, nor the adoption of any provision of this Restated Certificate of Incorporation inconsistent with this ARTICLE VII, will eliminate, adversely affect or reduce the effect of this ARTICLE VII in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this ARTICLE VII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.
3. The foregoing Certificate of Amendment has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.

[Remainder of Page Intentionally Left Blank]

The Company has caused this Certificate to be executed by a duly authorized officer of the Company on the date set forth below.

Executed on June 18, 2024

WORKDAY, INC.

By: /s/ Carl Eschenbach
Name: Carl Eschenbach
Title: Chief Executive Officer