



TCB Code of Conduct



Texas Capital Bank
Bank Confidential
For Internal Use Only



A Message from CEO Rob Holmes

Setting the Standard

At Texas Capital Bank, ethical behavior and personal integrity have always been the cornerstone of how we do business and have earned us the respect of our clients, employees, partners, and communities that we serve. In our more than two-decade history, we have built a culture rooted in teamwork, dedication, and mutual respect that aligns us with common and expected standards of behavior and conduct, including a shared responsibility for our actions.

Our Code of Conduct is the basis of this shared commitment and responsibility for our actions and reflects our core principles including: our commitment to ethical behavior, our clients, our company and its shareholders, to each other, and to our community. We believe that every action has a ripple effect and each of us carry a responsibility to ensure that whenever we do business, we are acting with the highest level of integrity and ethical culture at all times. We abide by the letter, intent, and spirit of all applicable laws and have zero tolerance for unethical or unlawful behavior.

With that in mind, we rely on our shared values and your sound judgment to meet the Code's objectives, the deterrence of wrongdoing and a dedication to fair and ethical behavior in all our actions. Maintaining this high standard means that each of us must speak up if we see or experience something that does not align with our Code of Conduct. If you have a concern, you are always welcome to speak with your manager, a higher-level manager, or Human Resources. If you would prefer to report a concern anonymously, you may do so through our confidential hotline or website, both of which are managed by NAVEX Global, an independent third-party vendor.

Preserving our culture, reputation, and respected history requires all of us to act responsibly and do the right thing at all times. Thank you for your continued commitment and hard work, and for keeping yourselves and each other honest each and every day.

A handwritten signature in black ink that reads "Rob C. Holmes". The signature is written in a cursive, flowing style.

Rob C. Holmes

President and Chief Executive Officer

Texas Capital Bancshares, Inc. & Texas Capital Bank, N.A.



A Message from CEO Rob Holmes	1
Setting the Standard.....	1
About Us	3
Our Culture and Principles	3
Vision and Values.....	3
Raising Concerns and Reporting a Violation	4
Our Commitment to Ethical Behavior	7
1. Personal Integrity – Your Decisions Matter	7
2. Employee Responsibilities.....	7
3. Compliance with the Law	8
4. Confidential Information	9
5. Non-Retaliation	10
6. Administration and Related Policies	10
Our Commitment to Our Clients	11
1. Prohibition on Insider Trading	11
2. Personal Investment Activities	12
3. Ethical Business Practice	13
3.1 Anti-Money Laundering and Know Your Customer.....	14
3.2 Economic Sanctions and Anti-Boycott Rules	14
3.3 Anti-Trust and Anti-Tying Rules.....	15
3.4 Anti-Bribery and Anti-Corruption	16
3.5. Other Obligations.....	17
Our Commitment to the Company and its Shareholders	17
1. Protecting TCB Assets and Using them Appropriately	17
2. Reporting and Record Keeping.....	18
3. Avoiding Conflicts of Interest.....	19
3.1 Personal Relationships	21
3.2 Employment of Relatives or Other Personal Relationships	25
3.3 Personal Finances/Other Business Opportunity/Solicitation.....	25
3.4 Gifts and Hospitality.....	26
4. Acting on Behalf of our Company	28
5. Communicating Responsibly	28
6. Leaving TCB	30
Our Commitment to Each Other	30
1. Diversity, Equity and Inclusion	30
2. A Safe, Healthy, and Collegial Workplace	31
3. Alcohol-free and Drug-free Workplace	33
Our Commitment to the Community	33
1. Political Activities	33
2. Charitable Contributions and Participation.....	34
3. Corporate Responsibility	35
Closing Thoughts	35
Appendix	36





About Us

Our Culture and Principles

Our culture reflects our principles by aligning us with common and expected standards of behavior and conduct, including a shared responsibility for our actions. The Code of Conduct is the basis of our shared commitment and responsibility for our actions. Our core principles include: our commitment to ethical behavior, our clients, our company and its shareholders, to each other, and to our community.

Vision and Values

Vision:

To be the flagship Financial Services firm in Texas serving the best clients in our markets

Values:

- Foster a culture of trust through collaboration, inclusion, and respect
- Act with transparency, candor, and discipline in all we do
- Be accountable to one another, clients, communities, and stakeholders
- Commit to excellence every day





Raising Concerns and Reporting a Violation

At Texas Capital Bancshares, Inc., Texas Capital Bank, N.A., and subsidiaries (collectively referred to as the “Company”), we are all accountable to abide by the Code of Conduct (“Code”). Each employee, officer, and director must act with integrity and observe the highest ethical standards of business conduct in his or her dealings with the Company’s clients, suppliers, partners, service providers, competitors, employees, and anyone else with whom he or she has engaged with in the course of

performing his or her job. We expect our suppliers, service providers, and external business partners to adhere to these standards, as well.

However, the Code cannot (and is not intended to) address every situation you may encounter during your relationship with the Company. With that in mind, we rely on our shared values and your sound judgment to meet the Code’s objectives; the deterrence of wrongdoing and a dedication to fair and ethical behavior in all

our actions. The Code will be reviewed periodically and may be updated from time to time. Should you have any questions regarding the Code or need to report a potential violation or concern, use the Company’s Employee Hotline listed below (anonymously if you prefer) or one of the other methods noted below.

Every employee has the responsibility to report violations or apparent violations of the Code, Company Policy, or any law or regulation. Reporting is required whether the



violation involves you or someone else subject to the Code, rule, regulation, or law, including other employees, clients, or business partners. Employees who willfully fail to report such violations may be subject to disciplinary action up to and including termination of employment. If you have a concern about our work environment or ethical standards, you have several options to bring them to our attention. You are always welcome to speak with your manager, a higher-level manager, or Human Resources about your concern. If you would prefer to report a concern anonymously, you may do so through the company's confidential hotline or website, both of which are managed by NAVEX Global, an independent third-party vendor. Employees may make a report to the following:

- the Employee's supervisor;
- the Director of Internal Audit;
- Human Resources;
- the Company's confidential Employee Hotline (877-776-0996); or
- the Company's confidential reporting website (<https://texascapitalbank.ethicspoint.com>).

If you are unsure if a violation has taken place, or unsure about how to proceed, we encourage you to ask questions and have open conversations with your manager regarding business conduct and ethics concerns. Employees should always feel free to speak up when something is unclear.

In addition to internal reporting obligations, the Bank may have a responsibility to report violations

of law to appropriate regulators or government agencies. Again, if you are unsure whether such an obligation exists, we encourage you to raise your concerns with your manager or the contacts listed above.

Reported violations of the Code, company policy, or any law or regulation will be taken seriously and may be investigated by external partners, or by internal partners as well, such as Human Resources, Legal, Enterprise Fraud, Financial Crimes Compliance or other function as appropriate. You must not investigate the matter yourself or

take further action relevant to the matter unless otherwise authorized by law or appropriate personnel.

You must report criminal legal actions and/or regulatory violations asserted against you, whether in your personal capacity or in your capacity as an employee of the Company. This does not include traffic violations or other legal infractions not amounting to a criminal charge. Any civil claims against you asserting fraud, dishonesty, or unfair or unethical conduct related to financial services must also be reported.

Employees acting in specific capacities for our Company, such as attorneys and fiduciaries, have



additional reporting obligations. Those employees should know and comply with these rules if they apply.

The Company prohibits retaliation of any kind against individuals who have made good faith reports or complaints of violation or possible violations. Please note that while it is not possible to maintain absolute confidentiality of employees' complaints, due to the obligation to investigate and remedy the situation, privacy will be protected to every extent possible.

Nothing in this section is intended to restrict or interfere with the right or responsibility of any director or employee to (i) report potentially suspicious or fraudulent behavior to the internal fraud investigations unit and/or the internal Financial Crimes Compliance unit; (ii) report possible violations of federal, state or local laws or regulations to any governmental agency or entity; (iii) make other disclosures that are protected under the whistleblower provisions of federal, state or local laws or regulations; (iv) file a claim or charge with any federal, state or local government agency or entity; or (v) testify, assist, or participate in an investigation, hearing, or proceeding conducted by any federal, State, or local government or law enforcement agency, entity or court. In making or initiating any such reports or disclosures, directors and employees need not seek the Company's prior authorization and are not required to notify the Company of any such reports or disclosures.





Our Commitment to Ethical Behavior

1. Personal Integrity – Your Decisions Matter

Ethical behavior and personal integrity are the cornerstone of how we do business, and a commitment to those principles depends on you. Your actions and decisions impact not only the Company but everyone around you; your colleagues, your clients, and your community. Each of us carry the responsibility to ensure that our activity at the Company is not only lawful, but also upholds the highest standards of ethical behavior. To that end, the Code provides the framework and guidance to ensure that we continue a tradition of honesty, integrity, and lawfulness in all of our business dealings.

2. Employee Responsibilities

All employees, officers, and directors must adhere to the Code and are required to comply with the Code as a condition of employment. This means you must read and understand the Code and align your conduct with its principles and directives in all of your dealings with and related to the Company. This includes timely reporting of violations or suspected violations of the Code and cooperation with any investigation, regulatory action, inquiry, or litigation related to the Company.

No department, line of business, or other unit within the Company may adopt a policy or procedure that is broader than or in contravention of the Code. However, a business unit may adopt rules or



policies that are more specific than the Code, so long as proper approval has been obtained. It is the responsibility of every manager and employee within a given business unit to be familiar with and follow its specific policies in addition to the Code.

Managers and people leaders within the Company have even greater responsibilities under the Code. Employees look to their managers as an example for ethical behavior and as a resource for guidance and direction when following the Code. Managers have a duty to ensure employee understanding and compliance with the Code and to report violations or suspected violations to the appropriate parties. Managers who fail to properly identify, remediate, and/or report violations may be held responsible and be subject to disciplinary action up to and including termination of employment.

Failure to comply with the Code can lead to serious consequences for the Bank including but not limited to compliance risk, reputational risk, financial risk, and legal risk. Consequences for employees who fail to comply with the Code may include disciplinary action, up to and including termination of employment, contract, or agreement with the Company. Violations of law may also carry civil or criminal liabilities, which may include substantial fines and/or prison terms. Third parties that violate the Code could be subject to liability, and/or termination or alteration of the ongoing business relationship, and/or other outcomes.

Finally, we want to emphasize that no manager, executive, or any other representative of the Company may direct you to perform any action or make any statement that would be illegal, unethical, or otherwise in contravention of the Code. You are responsible for your behavior and commitment to the Code. If you have any concerns that a decision or behavior may be unethical or illegal, you should consult Human Resources or Internal Audit, or may file a report using our confidential reporting Hotline or Website. Refer to the contact information in the Raising Concerns or Reporting a Violation section of the Code.

3. Compliance with the Law

Compliance with all applicable laws and regulations is critical to the Company's operations and an essential component of ethical conduct. It is the responsibility of every employee to comply not only with the law, but the spirit and intent of the law, as well. The Company operates in a highly regulated and competitive environment, and any violation of laws or regulations may result in significant reputational, financial, and regulatory costs.



Not all employees, officers, and directors are expected to know the entirety of all applicable laws, rules, and regulations pertaining to the Company. However, it is important that each employee be aware of the laws and regulations applicable to their function, attend and comply with all internal training, and know when to escalate issues and seek advice from appropriate personnel. All managers are generally responsible for making employees aware of which laws, rules, and regulations apply to their positions and what guidance and training are necessary to understand and comply with these directives.



The Code is not intended to supplant the law of any jurisdiction in which the company does business. All employees, officers and directors are expected to comply with all applicable laws, rules, and regulations. However, any conflict between the Code and customary practices should be resolved in favor of the Code. When in doubt, employees should address their questions to General Counsel, who may engage other partners on an as needed basis.

4. Confidential Information

Confidential information is any information that an employee possesses, either directly or indirectly, because of his or her employment at the Company and that is not readily available to the public. The Company and its employees are entrusted with pieces of confidential information every day, whether it be a client's personal identifying information, a vendor's intellectual property, or our own business practices. These are just a few of the myriad examples of confidential information, which includes any information about our business, employees, clients, partners, and vendors. Confidence, both internally and externally, that this information will be protected from loss or unauthorized disclosure is paramount to the Company's success.

Any information you have about the Company and its clients, employees, affiliates, partners, and/or vendors should be considered confidential unless it is obvious that the information is readily available to the public and should only be disclosed on a need-to-know basis. A need-to-know basis exists where such disclosure is necessary for normal business operations of the Company or when expressly authorized by appropriate personnel and/or under the law.



All employees have a responsibility to protect confidential information and take all reasonable measures to prevent its loss or unauthorized disclosure. This also includes any unintentional disclosures, which includes but is not limited to the use of social media, email, and the internet, whether performed in the course of one's employment or not; communication with friends and family; and communication with or overheard by other employees.

Before communicating any confidential information, an employee should ensure that such a communication is authorized under Company policy or the law, is being made to authorized individuals, and



is appropriately limited in scope. Where necessary, employees should also make sure the recipient of the confidential information understands the sensitive nature of the information and its permissible use or utilize a non-disclosure or other binding agreement as authorized by the Company. When in doubt, an employee should consult with appropriate personnel and/or the Company's legal department.

The Company's restrictions on disclosing confidential information are not intended to supersede any law or regulation that would otherwise authorize such a disclosure, nor is it intended to prevent or inhibit an employee from reporting a violation, or retaliation in response to such a report, to appropriate personnel or any regulator or government representative.

Finally, employees have a responsibility to protect confidential information from outside the Company and its operations. Disclosure of confidential information received, whether inadvertently or intentionally, from a previous employer, a business competitor, or other outside source may expose the employee and the Company to legal liabilities. Like any other confidential information, disclosure should only be made where it is obvious that the information is readily available to the public.

5. Non-Retaliation

As noted throughout this Code, every individual is responsible for escalating potential violations of the Code or Company policy, including violations of any laws or regulations.

Reports made to the hotline or website will grant you the right to remain anonymous, and any further investigations or actions will be dealt with confidentially, to the extent possible. In all cases, the identity of any reporting individual will be kept on a need-to-know basis to the greatest extent possible.

We will not accept and will actively prohibit

actions against you, taken by anyone at any level in the Company, for acting in good faith and reporting a concern. We strictly prohibit retaliation against employees, officers or directors who report violations of the Code, Company policies, or illegal or unethical business or workplace conduct in good faith or who provide assistance to any internal or external investigation regarding such a report, except for disciplinary action where the reporting employee, officer, or director was involved in such violations, in accordance with the Company's established policies.

6. Administration and Related Policies

Our Code, which is administered by Human Resources, is your first-line resource for ethical conduct at the Company. The Code may be amended from time to time, and all amendments are effective immediately upon publication.

Human Resources may provide interpretations of the Code, in consultation with the Chief Compliance Officer, General Counsel, or other functions where appropriate. Any request for an exception to this Code must be made in writing to and approved by the Chief Compliance Officer and will be promptly disclosed to all stakeholders. The Code does not create any rights to continued employment and is not an employment contract.

A copy of the most recent iteration of the Code will be available to all employees on the Company's intranet. The Code should be read in conjunction with all related Company policies, which are made a part of the Code by reference herein and listed below under the Appendix in the Code.



These policies are also available on the Company's intranet. All relevant TCB policies and procedures are incorporated into the Code, even where not specifically referenced or identified. Every employee has a responsibility to be familiar with Company policies and procedures applicable to his or her position.



Our Commitment to Our Clients

1. Prohibition on Insider Trading

The Company is committed to maintaining a reputation for honesty, integrity, and high ethical standards in its activities, including maintaining the confidentiality of TCBI and its subsidiaries, client and third-party information and avoiding improper securities trading. As a publicly traded entity, the Company has access to information considered material, non-public information ("MNPI") about the securities, financial condition, and business practices of the Company, its clients, and other business partners. MNPI is information that, if publicly available, may potentially affect the market price of the securities issued by an entity, whether the Company or another business, or be considered important to a reasonable investor when deciding to buy or sell a security. Employees should consider all information non-public unless it is readily available to the public through legal and ethical channels. Any non-public information about the securities, business activities, or financial condition of the Company or its employees should be considered material.



Employees who possess MNPI about any issuer of securities – whether the Company or another publicly traded entity – are prohibited from what is known as “Insider Trading” activities; purchasing or selling such securities on their own account or any other account over which they exert control and from providing that MNPI to others, unless otherwise authorized by law or necessary to the employee’s normal course of business. Given the significance and complexity of insider trading rules, the Company has developed a Policy Regarding the Confidentiality of Information and Security Trading, available on the Company’s intranet. For purposes of the Code, these policies are incorporated by reference.

These rules apply to any security or other publicly traded instrument, no matter how the MNPI is acquired. MNPI should be treated by employees as confidential information and should only be shared within the company on a need-to-know basis. If you are unsure if information would qualify as MNPI, you should consult with the Chief Compliance Officer. You may also reference the Confidentiality of Information and Securities Trading Policy.

2. Personal Investment Activities

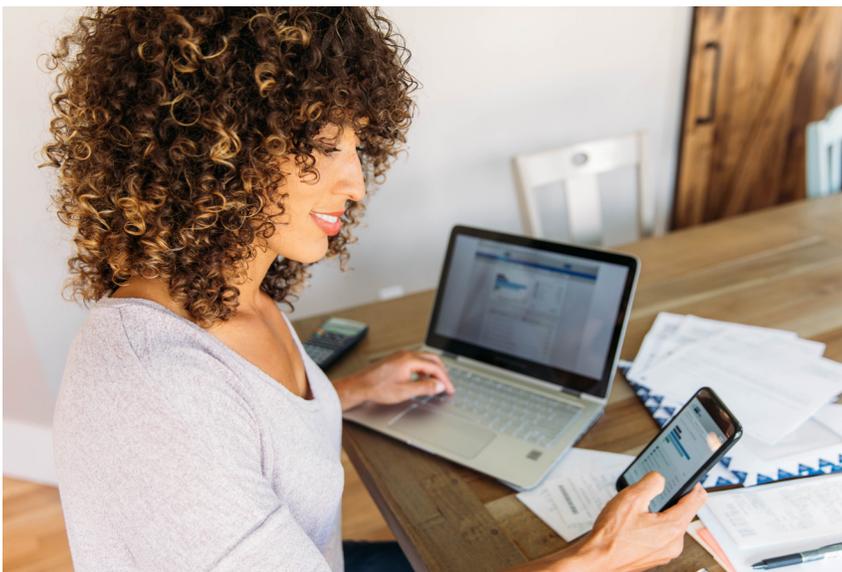
You are responsible for conducting your personal investment activities in an ethical and legal manner. The Company is dedicated to promoting a free and fair marketplace and ensuring that employee investment activity is consistent with these principles. As in all things, you should not take any action that would harm the Company’s reputation or would leverage your position at the Company to benefit yourself before our clients.

You should never buy or sell securities while in possession of related MNPI, whether acquired through your position in the Company or not. Likewise, you should not provide any MNPI, or tips or directions based on such MNPI, while advising clients or any other person to buy or sell related securities. These mandates include MNPI or other confidential information you may have received from working with a client, supplier, vendor, or other business partner of the Company. Never solicit or accept MNPI from outside sources and not received in the normal course of your employment with the Company.

There may be other restrictions on the sale or purchase of securities by an employee depending on his or her role with the Company and the nature of the transaction. Certain employees may be subject to trading windows and limitations on particular trading activities. Due to the complexities of

securities trading and surrounding rules, employees should refer to the Confidentiality of Information and Securities Trading Policy and all applicable regulations when conducting investment activities.

You may have been granted stock or other securities in our Company as part of your compensation as an employee. All sales are subject to the insider trading and applicable personal investment and account dealings policies outlined in this Code and in any other Company policy, including



the Securities Trading policy. However, you are free, subject to the terms and restrictions of the Code and all applicable Company policies, to purchase or sell TCBI stock on your own account. You are not required to purchase or hold any amount of Company stock.

You are responsible for your own personal investment activities and all related laws, regulations, and rules including those that may particularly apply to your position in the Company. If you have any questions regarding the rules in this section, you should contact the Chief Compliance Officer.

3. Ethical Business Practice

We believe that behaving ethically is good business, and we intend to live up to our goal of being honest and fair in our dealings with others. As a representative of the Company, you may not seek unfair advantage against clients, suppliers, co-workers, or competitors by misrepresentation of material facts or any other unfair, illegal, or deceptive practices. This includes any consideration or promise offered or solicited in contravention of any law or Company policy or that would otherwise raise the appearance of impropriety. You must never take unfair advantage of anyone through manipulation, concealment, abuse of privilege information, or misrepresentation of material fact.

Furthermore, employees may not solicit, direct, or encourage a Company customer, business partner, prospective customer or partner, supplier, vendor, employee, consultant, contractor, or agent toward a conflicting relationship with a competitor.

Some employees may have additional obligations towards the Company and clients. This may include but is not necessarily limited to fiduciary responsibilities or other legal or professional



duties of care. It is the responsibility of each employee to understand his or her professional and legal obligations to our clients.

All Company representatives in any way involved in the Company's sales processes, programs and/or practices are expected to comply with all applicable laws, rules, and regulations and be diligent to conduct fair dealing and act in the best interest of the combined

stakeholders. In addition, every employee has a responsibility to exercise good judgment, due care, and ethical practices even in absence of specific directives. All sales activities must be transparent and accurately reported and not create a real or perceived conflict of interest. You should always make effort to be aware of any potential negative outcomes a decision may cause for our clients, the Company, and our community.



Each Line of Business maintains the primary responsibility for communicating to its employees about the laws and regulations that apply to its function. The Compliance Department, the Training and Talent Development Department, and other functions as necessary, support this effort through administering initial and ongoing training on these topics. The following sections outline some key regulatory requirements that apply across the Company.

3.1 Anti-Money Laundering and Know Your Customer

Money laundering is the process of obscuring the source of illegally obtained money by processing it through one or more legitimate financial channels. Money laundering destabilizes markets, supports and propagates criminal activity, and erodes confidence in governments and financial institutions. It is estimated that trillions of dollars (US) are laundered globally every year, and anti-money laundering regulations in the United States and abroad are both complex and rigorous. Preventing and properly reporting money laundering activity is both a legal and ethical obligation of every employee of the Company.

Some employees may have additional responsibilities toward controlling the risks of money laundering, including some client-facing personnel's obligation to collect Know Your Customer ("KYC") information and Financial Crimes Compliance ("FCC") personnel's obligation to investigate and file suspicious activity reports ("SARs"). The Company maintains an Anti-Money Laundering and Counter-Financing of Terrorism ("AML/CFT") Compliance Policy, Program, and many subordinate documents available to all employees on the Company's intranet site, which describe the Company's risk management activity in this area and the various roles each employee plays in controlling these risks.

Employees should be familiar with these documents as well as the Suspicious Activity Questionnaire ("SAQ") application, which allows any employee to escalate and refer potentially suspicious activity to the FCC Department. Additionally,

employees must complete AML/CFT at onboarding and at least annually thereafter. It is generally a manager's responsibility to ensure that employees understand their obligations to prevent and report AML/CFT activity and complete related training.



3.2 Economic Sanctions and Anti-Boycott Rules

The U.S. Department of the Treasury's Office of Foreign Assets Control (or "OFAC") has developed several programs and regulations prohibiting financial institutions such as the Company from



providing financial services to certain foreign individuals, organizations, and governments. These regulations also mandate that the Company freeze assets from these persons and groups and provide related reporting to OFAC. Other countries and international bodies (e.g., European Union) likewise have imposed similar economic sanctions, which the Company may be required to comply with.

All employees are required to be familiar with the Company's OFAC Compliance Policy and Program, both available on the Company's intranet, and complete training at least annually. Some employees have additional responsibilities, such as performing routine and ad hoc sanctions screening utilizing designated applications. The Company treats OFAC and other sanctions seriously, and any potential screening match between a Company counterparty, client, or other partner and a sanctioned person should be promptly escalated to the Financial Crimes Compliance Department.

The U.S. Department of Commerce Office of Antiboycott Compliance administers and enforces the Anti-Boycott Act of 2018 and related regulations, which in some circumstances, prohibit U.S. entities such as the Company from taking certain actions in furtherance or support of a boycott maintained by a foreign country against a country friendly to the United States. Among other things, these laws prohibit us from refusing to do business with entities and governments based on their relationship with other governments or countries; discriminating against someone based on race, religion, sex, national origin or other protected class; furnishing information or agreements to furnish information about business relationships with or in a boycotted country or with blacklisted companies; furnishing information or agreements to furnish information about the race, religion, sex, or national origin of a U.S. person; implementation of letters of credit containing prohibited boycott terms or conditions; and

taking actions with the intent to evade these laws and regulations.

Employees should escalate any boycott-related requests or activities that may apparently violate these rules to the Compliance Department.

3.3 Anti-Trust and Anti-Tying Rules

The Company is committed to fair and ethical dealing with its clients, partners, and vendors and with our competitors, as well. Additionally, U.S. Antitrust Laws prohibit many types of businesses – including the Company – from engaging in certain activities that stifle free and fair competition. These prohibitions include but are not necessarily limited to agreements with competitors designed to fix prices, fees, and costs; divide territories, markets, and customer types; and exclude certain vendors, competitors, or clients from the market.

Compliance with these laws and regulations is both required and the right thing to do. We believe competition should be open and free, and we will succeed in the market through superior service in an honest and fair manner. If you have any concern that an agreement may be in contravention of anti-trust laws, you should escalate your concerns to our Legal Department or Compliance Department.

U.S. Anti-Tying laws prohibit banks such as the Company from conditioning the provision of certain financial products on the purchase of other products or services or on preventing a customer from purchasing the products or services of competitors. The Company's commitment to complying with the specific terms of Anti-Tying laws and regulations is memorialized in the Anti-Tying Provisions Policy, available on the Company intranet. Employees who are client-facing or otherwise deal in services or products subject to these provisions should be familiar with the Policy.



3.4 Anti-Bribery and Anti-Corruption

Texas Capital Bank is committed to ethical and lawful business practices, and bribery and corruption in all forms is strictly prohibited. All employees are expected to comply with all relevant anti-bribery and anti-corruption laws, whenever and wherever they conduct business on behalf of the Company. You may not give, promise, or offer money, gifts, loans, rewards, favors or anything of value to any customer, government employee, or any other person to influence a decision, secure an advantage, avoid a disadvantage, or obtain or retain business. Likewise, you are prohibited from offering, promising, or providing anything of value to any person or organization with the intent to unduly affect or influence any action or decision in connection with the business or affairs of the Company.

If you engage in such behavior, you may subject the Company and yourself to civil and criminal liability, harm our reputation, and undermine the trust placed in us by our clients, stockholders, and communities. We do not tolerate bribery, corruption, or improper payments of any kind in our business dealings. Corruptly soliciting or accepting, or agreeing to accept, anything of value from any person intending to influence or reward you in connection with their business with the Company is a criminal offense.



The Company maintains an Anti-Bribery and Anti-Corruption Policy on its intranet, incorporated in the Code by reference herein and available to all employees, which more fully describes all employees' responsibilities to comply with applicable laws. All employees are required to be familiar with and comply with this policy and complete related training on at least an annual basis.

In the event the Company receives an allegation or report of inappropriate financial misconduct, such as bribery, kickbacks, or any other like action the Company will investigate the allegation or report. As part of the investigation, the Company may request personal financial information from the targeted individual. The Company may draw negative inferences against any employee who fails to comply with a request.



3.5. Other Obligations

The sections contained above do not necessarily comprise the entirety of laws, regulations, and ethical obligations every Company employee or representative must adhere to. You must not aid or abet any client, partner, vendor, or other persons in evading or breaching applicable laws or ethical obligations, including any applicable tax laws. Furthermore, as an employee of the Company, you must be familiar with and review all Company policies and procedures applicable to your position.

Additional training and reporting requirements may be required depending on your function. Employees who hold licenses to perform certain financial, legal, or other activities for the Company are responsible for complying with all attendant requirements and maintaining that status. You should contact the Chief Compliance Officer regarding any licensure or training requirements related to your position with the Company.

Our Commitment to the Company and its Shareholders

1. Protecting TCB Assets and Using them Appropriately

Company assets include both tangible and intangible property and are the resources we use to conduct our business affairs. This includes financial assets, real estate, physical assets, confidential information, and intellectual property. The term “assets” should be understood as broadly as possible and includes anything owned, created, acquired, or compiled by or on behalf of the Company.

Employees have a responsibility to use Company assets only for legitimate purposes and must take all reasonable precautions to protect those assets from loss, disclosure, theft, waste and/or misuse. This obligation extends to any property provided to or entrusted to the care of the Company (e.g., business plans provided by a client in a loan application).

Utilization of these assets should be confined to legitimate Company purposes and not for personal activities. This includes non-tangible assets, such as your Company-provided email account. Legitimate purposes may include activities outside of the normal course of your employment as permitted by the Code and/or directed by the Company. However, the use of Company assets to benefit yourself or any other person or entity outside the scope of your employment or as otherwise directed by the Company is strictly prohibited. Where the Company has a nondisclosure agreement with a customer, additional obligations may apply. Employees are expected to be aware of and to abide by any applicable nondisclosure agreements. If in doubt whether a nondisclosure agreement is in place, employees should contact a member of the Legal Department.

You may be asked or required to take possession of Company assets outside of work hours or premises (e.g., a Company-issued laptop). You are required to ensure the security of these assets, both tangible and non-tangible, at all times through all reasonable measures, including protecting their physical and operational integrity and refraining from lending, selling, donating, or otherwise providing access to others at all times. Reasonable efforts include locking screens to electronic hardware,



storage spaces, or otherwise securing access to assets not under your immediate control both on and off Company premises.

You must use all Company assets in an ethical and legal manner and according to all applicable policies and procedures including the Code. You may not use any Company assets to download, transmit, or otherwise access illegal or offensive content – including sexually-oriented or profane material – or confidential, protected, or proprietary information unless done so in the normal course of your employment or with proper approval. The Company has the right to monitor, review, access, record, and disclose data as we deem appropriate within the restrictions of applicable laws and regulations. You should not expect privacy when using Company assets.

Employee responsibility to protect Company assets extends to all shared resources, including our data and IT infrastructure. You must not store external and/or personal data on any Company asset or connect any external devices to Company electronic hardware (e.g., external printers, hard drives,



thumb drives, etc.). You must not send Company information through unauthorized channels or to external sources without authorization. Likewise, you should not download any software, application, attachments, or other external data without permission.

Furthermore, all information you create, send, receive, download, or store on our electronic or telephonic equipment and systems is Company property. All computing equipment that is issued for company business and depending on business need may be recycled or issued to other system users. Any personal data stored on bank systems will not be transferred to new systems as part of the normal IT refresh cycle or returned upon termination of employment.

All employees should be familiar with related Policies available on the Company's intranet, including but not limited to, our Data Governance Policy, Clean Desk Policy, Information Security Policy, Corporate Security Policy, and the Bank Protection Act.

2. Reporting and Record Keeping

Careful and proper retention of Company records is often legally required and also essential for efficient operation and oversight of our business activities. All employees are responsible



for complying with our Record Retention Policy, available on the Company intranet. You must produce, maintain, store, and dispose of all Company records according to appropriate policies and procedures. Falsifying, destroying, or otherwise tampering with Company records is prohibited and unethical and may result in disciplinary action against an employee and significant legal, financial, reputational, and regulatory costs for the Company.

Each employee, officer, and director who is involved in the Company's disclosure process must be familiar with, and comply with, the Company's disclosure controls and procedures and its internal control over financial reporting. They must also take all necessary steps to ensure that all filings with the SEC, bank regulatory authorities, and all other public communications about the Company's financial and business condition provide full, fair, accurate, timely, and understandable disclosure.

Each employee, officer, and director who contributes in any way to the preparation or verification of the Company's financial statements and other financial information must ensure that the Company's books, records, and accounts are accurately maintained.

Depending on your position with the Company, you may be called upon to provide necessary information in compliance with these requirements. We expect you to take this responsibility seriously and to provide prompt, accurate, and complete answers to inquiries related to the Company's disclosure requirements, which may include requests from our internal auditors and legal counsel as well as our independent auditors and their representatives.

It is important that you deal honestly and fairly in all of your communications on behalf of the Company. It is similarly important that you understand your responsibility to refrain from making communications on behalf of the Company when you are not authorized to do so. The Company is a publicly traded entity, and material misstatements or omissions of fact can have significant adverse consequences. All external requests for a statement of fact or opinion on the Company must be referred to the Director of Communications.

3. Avoiding Conflicts of Interest

The appearance of a conflict of interest can be as damaging to the Company as an actual conflict. You should conduct yourself at all times so as to avoid these perceived and actual conflicts of interest. Please consider the following:

A conflict of interest occurs when your private interest (or the interest of a member of your family or one or more of your friends or colleagues) interferes, or even appears to interfere, with the





Company's interests. These situations may arise when an employee, officer, or director (or a member of his or her family, a friend, or a colleague) takes actions or has interests that may make it difficult for the employee, officer, or director to perform his or her work objectively and effectively. Conflicts of interest also arise when an employee, officer, or director (or a member of his or her family, a friend, or a colleague) receives improper personal benefits as a result of the employee's, officer's, or director's position in the Company. Conflicts of interest are prohibited, and you should manage your business and personal affairs to avoid such conflicts, or even the appearance of a conflict.

Conflicts of interest may not always be easily recognized or identified. It is impossible to define every possible action that could reasonably be interpreted as a conflict of interest. The following are some general considerations for identifying such situations:

Perception: Could the activity or transaction be perceived as a potential conflict, improper behavior, or a violation of the Code by others? If all the facts were made public, would you or the Company be embarrassed?

Intent: Is the activity being offered or requested in an attempt to influence the recipient's or your judgment?

Impact: Could the Company, its stockholders, or its clients be disadvantaged if you participate in the activity or transaction?

Objectivity: Could participation in the activity or transaction affect your judgment or your ability to be objective with regard to any business decision?

Time Considerations: If the activity involves an outside activity, will the time required interfere with your ability to effectively carry out your job responsibilities to the Company, its stockholders, or clients?

If you have questions about a potential conflict of interest or become aware of an actual or potential conflict, please discuss the matter with your functional leader or line of business manager or the Director of Internal Audit, who will then escalate the issue as needed or make an appropriate



determination. However, if your supervisor is himself or herself involved in the potential or actual conflict, the matter should instead be discussed directly with the Director of Internal Audit.

Any potential conflict of interest which may involve the Director of Internal Audit, Director of Human Resources, and/or General Counsel should be reported as above, and also reported to the CFO and Chief Risk Officer (“CRO”).

Any potential conflict of interest which may involve the CEO shall be reported to the CFO and to the chairman of the Audit Committee.

Any potential conflict of interest which may involve the chairman of the Audit Committee shall be reported to both the Chairman of the Board and the Chairman of the Governance and Nominating Committee.

3.1 Personal Relationships

Making ethical decisions can become further complicated when dealing with individuals with whom you are familiar with outside of your position with the Company. This includes romantic partners, family members, friends, and acquaintances. It may also raise the appearance of impropriety to third parties or an actual conflict of interest when you engage in business transactions with these individuals.

You should generally avoid acting on behalf of the Company in any transaction or business dealing with people or organizations you are personally familiar with, particularly where familial relationships are involved. You should make all reasonable efforts to let another representative of the Company handle such matters. Engaging in transactions or business dealings with people and groups you are personally familiar with can raise the appearance of or an actual conflict of interest whereby you have used your position at the Company to secure an unfair advantage. For these reasons, you must also avoid negotiating with the Company on behalf of others, especially your family and others to whom you have a connection. If you are unable to find another qualified employee to conduct these transactions or dealings, you should escalate the issue to your manager, Human Resources, and/or the Chief Compliance Officer.



In addition to the above, it is the policy of the Board of Directors that all Interested Transactions (as hereafter defined) with a Related Person (as hereafter defined), will be subject to reporting, approval and/or ratification in accordance with the procedures set forth below.

An “Interested Transaction” is any transaction, arrangement or relationship or series of similar transactions, arrangements, or relationships (including any indebtedness or guarantee of indebtedness) in which (1) the aggregate amount involved will or may be expected to exceed \$120,000.00 in any calendar year, (2) the Company is a participant, and (3) any Related Person has



or will have a direct or indirect material interest. A Related Person will not be considered to have an indirect material interest in a transaction as a result of being a director and/or a less than 10 percent beneficial owner of a legal entity such as a corporation, partnership (so long as the Related Person is not, and does not control, a general partner), limited liability company or trust.

A "Related Person" is any of (a) person who is or was an executive officer (defined as Named Executive Officers as designated by the Company, and any other senior officers subject to SEC Section 16 filing provisions, such as the chief accounting officer), director or nominee for election as a director of the Company at any time since the beginning of the last fiscal year for which the Company has filed a Form 10-K and proxy statement with the SEC (even if they do not presently serve in that role),



(b) a person or entity with greater

than 5 percent beneficial ownership of the Company's common stock, or (c) an immediate family member of any of the foregoing. "Immediate family member" includes a person's spouse, parents, stepparents, children, stepchildren, siblings, mothers- and fathers-in-law, sons- and daughters-in-law, and brothers- and sisters-in-law and anyone residing in such person's home (other than a tenant or employee).

Related Persons will typically have an indirect material interest in Interested Transactions with the Company that include any of the following parties:

- a. Legal entities (corporations, partnerships, limited liability companies, trusts, etc.) in which a Related Person is an executive officer or has, directly or indirectly through other legal entities, and including interests owned directly or indirectly by members of their immediate family, a greater than 10 percent beneficial ownership interest, or can otherwise effectively control the actions of the entity (a "Controlled Entity");
- b. Entities for which investments in their equity securities would be required to be accounted for by the equity method of investing by an investing Related Party or Controlled Entity;



- c. Trusts for the benefit of a Related Person or Controlled Entity or of which the Related Person serves as trustee;
- d. Other owners of a greater than 10 percent ownership interest in a Related Person or Controlled Entity and members of their immediate families;
- e. Directors and executive officers of a Related Person or any of its Controlled Entities and members of their immediate families; or
- f. Other parties if the Related Person controls or can significantly influence the management or operating policies of the other party to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests.

The Company has an established Third-Party Risk Management (“TPRM”) policy and program which includes identifying, managing, monitoring, and mitigating risks of third-party relationships and to provide appropriate reporting. Any potential Interested Transaction falling within the scope of the TPRM policy should also be subject to the full extent of its requirements, without regard to the dollar value of the potential Interested Transaction, and the TPRM officers involved as well as the internal manager of that third party relationship should be apprised of the involvement of a Related Person and thereby exercise appropriate due diligence and contracting standards to affirm the arms-length nature of the relationship.

Any Related Person party to a potential Interested Transaction shall promptly report the material facts to the CFO with a copy provided to the Chairman of the Audit Committee and to the Chairman of the Board. The CFO shall present the details of the proposed Interested Transaction and any recommendation or conclusion to the Audit Committee for further consideration and potential approval. In determining whether to

approve an Interested Transaction, the Audit Committee will take into account, among other factors it deems appropriate, whether the Interested Transaction is on terms no less favorable than terms generally available to an unaffiliated third-party under the same or similar circumstances, the extent and nature of the Related Person’s interest in the transaction and applicable regulatory requirements. The Audit Committee may delegate the authority to approve specific types of Interested Transactions to other committees of the board of directors or to executive officers or management committees and may approve the exclusion of specific types of Interested Transactions from this policy based upon its determination that such transactions do not present risks to the Company of the nature addressed by this policy.

No director shall participate in any discussion or approval by the Audit Committee of an Interested Transaction for which he or she is a Related Person, except that the director shall provide all material information to, and answer questions concerning the Interested Transaction by, the Audit Committee.

If an Interested Transaction will be ongoing, the Audit Committee may establish guidelines for the Company’s management to follow in its dealings with the Related Person. Thereafter, the Audit Committee, on at least an annual basis, may review and assess ongoing Interested Transactions with the Related Person to see that they are in compliance with the Committee’s guidelines and that the Interested Transaction remains appropriate.



The Audit Committee has approved the following transactions, if falling within the scope of this section, as being considered to be “pre-approved” by the Committee:

- Employment of executive officers. Any employment by the Company of an executive officer of the Company if:
 - the related compensation is required to be reported in the Company’s proxy statement under Item 402 of the SEC’s compensation disclosure requirements (generally applicable to “named executive officers”); or
 - the executive officer is not an immediate family member of another executive officer or director of the Company, the related compensation would be reported in the Company’s proxy statement under Item 402 of the SEC’s compensation disclosure requirements if the executive officer was a “named executive officer”, and the Company’s Human Resources Committee approved (or recommended that the Board approve) such compensation.
- Director compensation. Any compensation paid to a director if the compensation is required to be reported in the Company’s proxy statement under Item 402 of the SEC’s compensation disclosure requirements.
- Transactions involving competitive bids. Any transaction involving a Related Person where the rates or charges involved are determined by competitive bids.
- Certain transactions with other companies. Any transaction with another company at which a Related Person’s only relationship is as an employee (other than an executive officer), director or beneficial owner of less than 10% of that company’s shares, if the aggregate amount involved does not exceed the greater of \$1,000,000, or 2 percent of that company’s total annual revenues.
- Certain Company charitable contributions. Any charitable contribution, grant or endowment by the Company to a charitable organization, foundation, or university at which a Related Person’s only relationship is as an employee (other than an executive officer) or a director, if the aggregate amount involved does not exceed the lesser of \$10,000, or 2 percent of the charitable organization’s total annual receipts.
- Transactions where all shareholders receive proportional benefits. Any transaction where the Related Person’s interest arises solely from the ownership of the Company’s common stock and all holders of the Company’s common stock received the same benefit on a pro rata basis (e.g., dividends).



- Regulated transactions. Any transaction with a Related Person involving the rendering of services as a common or contract carrier, or public utility, at rates or charges fixed in conformity with law or governmental authority.
- Certain banking-related services. Any transaction with a Related Person involving services as a bank depository of funds, transfer agent, registrar, trustee under a trust indenture, or similar services.

Any Interested Transaction of a Related Person that involves the CFO shall be reported to the CRO, with a copy provided to the Chairman of the Audit Committee and to the Chairman of the Board.

Any Interested Transaction of a Related Person that involves two or more executive officers shall be reported to a disinterested Named Executive Officer of the Company, with a copy provided to the Chairman of the Audit Committee and to the Chairman of the Board.

3.2 Employment of Relatives or Other Personal Relationships

The employment of relatives or close personal relationships can create a perceived or actual conflict of interest in the workplace. The Company is committed to avoiding the potential for any conflict of interest. Employees are not permitted to work in a position that has direct or indirect supervisory responsibility, influence over the other or any business decisions.

The bank recognizes that on occasion, dating may develop between coworkers; however, the work environment must remain clear between personal and business interaction. Individuals will not be permitted to be employed in certain positions, departments, and functions that could allow them to influence the work of another. It is your responsibility to disclose any personal relationship to your supervisor and Human Resources, to address any perceived or actual conflicts of interest. Please refer to the **Employment of Relatives or Other Personal Relationships Policy**.

3.3 Personal Finances/Other Business Opportunity/Solicitation

The Company respects your right to manage your personal finances in a manner that best suits you. However, we strongly advise you to always handle these matters in an ethical and legal manner. Mismanagement of your personal finances can undermine your reputation and that of the Company. Furthermore, misuse or abuse of your position with the Company or any Company asset or relationship for personal gain may result in adverse consequences for you.

You should also avoid any personal business opportunity that would compromise or interfere with your responsibilities to the Company. To avoid any actual, potential, or perceived conflict of interest, you must obtain the written approval by your manager and Human Resources before engaging in any other businesses; accepting employment or compensation from any other person; serving as an officer, director, partner, or employee of another business or organization; or running for or holding a public office. You may not act as an advisor, director, officer, contractor, consultant, or in any other capacity for a competitor of the Company or take for yourself a business opportunity that could reasonably represent a business opportunity for the Company. Exceptions require review and approval in advance from the Director of Internal Audit.

Furthermore, to ensure a productive work environment, solicitation isn't permitted between or among employees where some or all of them are on work time. Solicitation includes buying or selling of



non-TCB products or services; buying, selling, or offering tickets or memberships in an organization; solicitations of money in connection with gambling; individual fundraising for employees or family members; or seeking contributions or volunteer efforts to personal charities. Likewise, you must not solicit charitable contributions of money from clients or business partners. Solicitation of other resources such as time or in-kind gifts must have prior approval from the Community Development department.

Moreover, you may not engage in any illegal gambling activity while on Company premises or using Company assets. Also, you may not engage in or use Company assets to participate in office bets, pools, sports brackets, or any games of skill, chance, or prediction (including card games) in which money is at stake, whether such activity is legal or not in your jurisdiction. You may not utilize Company assets to organize, plan, or engage in any gambling activity. This does not include gifts and prizes of a nominal value as part of a team-building exercise or other activities given prior approval.

It is not possible to illustrate all examples of misuse or abuse of your position in personal financial transactions or business opportunities. You should always exercise sound judgment and ethical behavior within the confines of the law and the Code. If you have any questions about whether a contemplated personal transaction or activity would violate the Code, contact the Chief Compliance Officer.

3.4 Gifts and Hospitality



We recognize giving and receiving business gifts and entertainment, in connection with the Company's business, promotes goodwill and beneficial working relationships. However, the line between a customary gift and an improper incentive can be difficult to identify, and often the appearance of impropriety can arise even where there was no such intent. Ethical behavior and the integrity of our business demand strict compliance with our gift giving and receiving policies contained herein. The Code should be read in conjunction with all applicable policies and procedures, including our Anti-Bribery and Anti-Corruption policy, available on the Company intranet. If you have any concerns that a gift, whether given or received, may violate the Code, please contact the Chief Compliance Officer for guidance.



For the purposes of the code, a gift is anything of value given or received by or on behalf of Company personnel where typical or customary remuneration is not made. Some examples include food and beverage, entertainment, goods and services, and discounts for products and services. It is not possible to detail every gift that might be given or received, but the definition should be interpreted broadly to ensure fair and honest business transactions at all times. Any gift above \$250.00 in value or estimated value requires review by the Chief Compliance Officer.

Giving gifts and providing business hospitality are acceptable so long as they are customary in nature and value; provided without any express or implied understanding that the recipient is in any way obligated or expected to exercise judgment, make any decision, or provide any other benefit in return; and otherwise comply with all applicable laws, rules, regulations, the Code, and other Company policies and procedures. This means you should never provide a gift or business hospitality with the intent to secure a business advantage or that is so lavish or inappropriate that it might reasonably be interpreted to be made with such intent. Furthermore, instructing, encouraging, or otherwise influencing a third party to provide a gift or other benefit is subject to the same restrictions herein and should generally be avoided in all circumstances.

Additionally, giving gifts or providing business hospitality to government officials is often governed by specific and potentially restrictive laws and regulations. These actions can have serious consequences for you and the Company. Before giving any gift to any government official or representative, you should consult with the Chief Compliance Officer for prior approval.

Likewise, you should never ask or suggest that you be provided with entertainment or gifts and should decline to accept any entertainment or gift if you have reason to believe the provider of the entertainment or gift is seeking to influence or reward actions you take on behalf of the Company. Moreover, you should make the same declinations where a reasonable outside observer might believe such an intent was made or implied.



However, gifts or other benefits that do not violate the above standard and which are of a reasonable value under the circumstances may be acceptable. Common examples would be benefits such as promotional materials, food and drink offered during approved functions and business development events, and discounts and benefits offered to the general public or the entire Company as part of an arrangement negotiated by the Company. You may give or accept meals, refreshments, entertainment, and other business hospitality so long as the cost is customary and reasonable; it is business related; your attendance relates to your position at the Company; you are accompanied by the provider or client; and the events are neither regular nor expected.

Note the following items may not be accepted: gifts of cash or cash equivalents (such as securities or stored value debit cards) of any value or gifts that would be illegal under applicable laws, be inappropriate under the circumstances, or reflect negatively on your reputation or that of the Company.

Note further that, depending on your role with the company, gifts, and hospitality to and from certain parties may be subject to rules and regulations that are more restrictive than what is presented in the Code. For example, certain registered financial professionals must also comply with the gift-giving provisions of FINRA/SEC regulations. When in doubt, consult with the Chief Compliance Officer regarding additional restrictions that may apply to your position.

4. Acting on Behalf of our Company

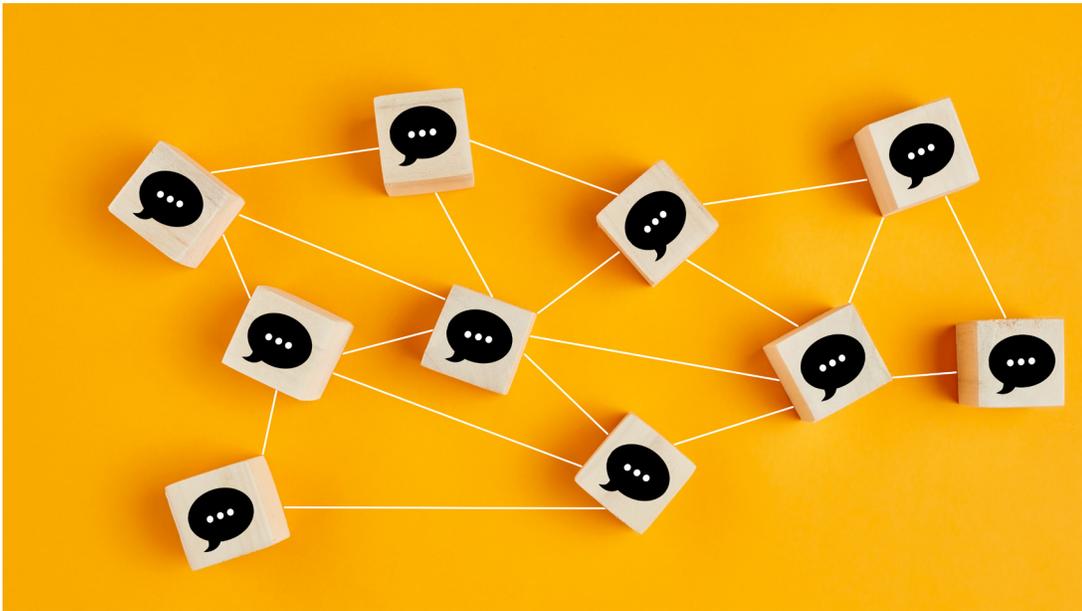
During the course of your employment, you may incur expenses on behalf of the Company or while conducting regular business or employment activities. All such expenses are governed by the Company Employee Expense Policy. You are responsible for abiding by the general expense policies, understand when you need approvals, and follow the guidelines and requirements around expenses such as Phone & Internet, Office Equipment, Travel & Milage, Business Development, Dues & Membership, Subscriptions and Publications, Professional Organizations & Licenses, Charitable Donations & Corporate Sponsorships, and Employee Relations. You have a responsibility to act ethically, lawfully, and within the confines of the Code and other applicable policies while incurring these expenses. Further, you should always act in the best interest of the Company and consider whether any expense is reasonable given the circumstances.

Generally, your authority to act on behalf of the Company in all matters is governed by various laws, regulations, Board resolutions and other corporate documents, the Code, and other Company policies and procedures. You are responsible for understanding your authority under these rules to act on behalf of the Company. Never make any agreement or take any action on behalf of the Company unless you have proper authority. Do not delegate your authority to act on behalf of the Company without proper approval and only within the confines of what is necessary, lawful, and for the benefit of the Company. Always err on the side of caution, and should you have any questions about the scope of your ability to act on behalf of the Company, contact Human Resources.

5. Communicating Responsibly

The Company respects your right to free speech and self-expression. However, while working in a highly competitive and regulated industry, we must also ensure that all communications made on behalf of the Company are accurate, consistent, and within the confines of all laws and regulations.





You may not publicly communicate or comment on Company Information, unless you have been authorized to or would normally do so in the course of performing your duties as an employee (e.g., Director of Communications), contractor, supplier, or other business partner. “Company

Information,” for the purposes of the Code, means the Company and its business operations including your job functions and responsibilities; any confidential information and MNPI; ongoing litigation, inquiries, media and news coverage, complaints, and regulatory matters; Company products, services, technology, Company assets, digital and physical security, employees, leadership, executives, and Board members; competitors and any aspect of their business; and market conditions or the state of any industry or field in which the Company operates. For the purposes of the Code, “publicly communicate or comment on,” means any verbal, physical, or digital/electronic expression (e.g., print, writing, images, and signs) to a party outside the Company or to a party inside the Company if the information is on any restricted basis (confidential, need-to-know, MNPI). It is not possible to illustrate every type of information that should not be shared or communicated to another Company employee, vendor, or supplier. You must follow the Code, your ethical obligations, and all laws and regulations when making any communications.

These rules apply to contractors, consultants, and any other person with non-public information related to the Company.

It should also be emphasized that these rules apply to the use of social media in all forms. You should be mindful at all times of your surroundings when using social media and refrain from inadvertent violations of the Code, such as including client or proprietary information in videos, photographs, and statements. You must not use social media to conduct any Company business unless you have been authorized to do so. You are responsible for following the Code in all circumstances including your use of social media. If you inadvertently violate these rules, you have a responsibility to immediately remove or make all reasonable efforts to expunge the communication. Please reference the company’s Social Media policy for more information.

Legal, regulatory, and government communications require prior authorization. Subpoenas, discovery requests, other legal documents, and informal requests from any government or law enforcement authority should be directed to the Legal Department. Likewise, an employee called upon to provide witness testimony in a court of law or regulatory forum should request authorization first.



Recommendations, referrals, sponsorships, testimonials, or endorsements for employees, clients, suppliers, or any other person made on behalf of the Company, or in your capacity as an employee, or as it relates to your position with Company, are prohibited without proper authorization.



Nothing contained in the Code should be interpreted to prevent any person from making communications protected under any applicable law or regulation. If you have any questions as to whether you are authorized to make a certain communication, you should speak with the Director of Communications prior to making such a communication.

6. Leaving TCB

As a condition of your employment with the Company, you have certain responsibilities related to ending your employment and afterward. You should provide advanced notice of your resignation; always return all Company assets in your possession; continue to maintain the confidentiality of any sensitive information and MNPI and refrain from using such information for any unfair advantage; and assist in any investigation, regulatory inquiry, or litigation related to your position.

Some employees may have post-employment obligations to the Company such as prohibitions against soliciting employees or clients of the Company after your position ends. You are responsible for knowing your obligations to the Company both during and after employment. If you have any questions, contact Human Resources.

If your relationship with the Company ceases for any reason, whether voluntarily or involuntarily, you will still have the opportunity to participate in an “exit interview” with the Company’s Human Resource Department to share your feedback and report any violations to the Code, Company policies, laws, or regulations.

Our Commitment to Each Other

1. Diversity, Equity and Inclusion

The Company is committed to attracting, developing, and engaging the best and brightest from all walks of life and backgrounds. We strive to accept, embrace, and leverage the many dimensions of diversity to further develop a culture where every team member feels valued, respected, and supported.

We believe an inclusive culture sparks innovation, drives our success, and makes us better together.

Discrimination, bias, or prejudice in any form is unacceptable at the Company. Harassment or discriminatory behavior against any employee, customer, vendor, supplier, or other business partner is prohibited. This includes discrimination based on race, ethnicity, national origin, citizenship, age, sex/



gender, gender identity or expression, sexual orientation, physical or mental disability, political beliefs or affiliation, family status, religion, creed, or any other protected condition or status under applicable law.

Verbal or physical behavior that creates a threatening, humiliating, offensive, or denigrating environment will not be tolerated. This includes sexual harassment, which may be intentional or not or may be explicitly communicated or implied. Always be mindful that our colleagues, clients, and business partners have a wide variety of backgrounds, personal experiences, and beliefs, and you should make reasonable efforts to conduct all of your activities at the Company in a professional and respectful manner.

Report any potential or actual behavior that is unlawful, discriminatory, abusive, or otherwise violates our Policies.



2. A Safe, Healthy, and Collegial Workplace

The environment of our workplaces should be kept safe and collegial for every employee, client, and visiting party. It is important that our offices, branches, and other workspaces be free of health and safety hazards and be appropriately professional for the benefit of our employees, clients, and visitors. Our Company does not tolerate harassment, discrimination, or retaliation. All employees are responsible for ensuring that our workplace is free from discrimination and harassment based upon



age, race, color, religion, creed, qualifying disability (physical or mental), sexual orientation (actual or perceived), gender, gender identity, gender expression, national origin, ancestry, U.S. military obligation or protected veteran status, marital status, familial or pregnancy (including childbirth, breastfeeding, or related medical condition), genetic information, or any other legally protected category.

Violence, physical harm, threats, and verbal or physical intimidation will not be tolerated from anyone in our workplaces. This includes the possession of weapons on Company premises, which is strictly forbidden. Employees who choose to carry firearms must keep firearms securely locked in their



vehicles while at work. An employee's right under Texas state law to carry a firearm does not prevent or otherwise limit the Bank's right to prohibit employees from carrying firearms on its premises. See [Texas Labor Code, Sec. 52.061; 52.062\(b\)](#). Employees, clients, and our guests on Company premises should as a matter of course be free

from physical harm and threats from others. This extends to any Company-sponsored or organized event whether on or off Company premises. Any violence or threats of violence made against persons or property should be immediately reported to Corporate Security, your supervisor, or law enforcement as determined necessary.

It is an unfortunate reality that our branches may be vulnerable to criminal activity. However, even those employees not working in client-facing roles may be similarly vulnerable. Always make your personal security and the security of your co-workers a priority. Do not permit entry to Company premises to individuals who are not authorized. Keep aware of your surroundings at all times and report suspicious activity to your supervisor, Corporate Security, or law enforcement as necessary. Never put the safety of Company assets above your own or that of any person around you. Company assets can be recovered or replaced. You cannot.



Report any hazardous or other inappropriate conditions in the workplace. If you become aware of any actual or potential health or safety hazard, report it immediately to your supervisor, facilities, and/or Corporate Security.

3. Alcohol-free and Drug-free Workplace

The use of alcohol or illegal drugs can create serious health and safety risks for our employees and in some cases, their colleagues. Under no uncertain terms may you possess, use, dispose of in any manner, or be under the influence of illegal drugs, including drugs that have not been lawfully prescribed to you, on Company premises or while conducting activity in service of your employment.

Likewise, you should not conduct any activity in service of your employment while under the influence of alcohol. We recognize that consumption of alcohol in certain settings may be customary and expected in certain situations such as Company-sponsored events or when conducting client relationship building events. We expect that all such alcohol use will be moderate and responsible. You are responsible for your behavior at all times, including when consuming alcohol at these sanctioned events. You should always conduct yourself appropriately in social settings outside of the workplace. Inappropriate behavior may subject you to disciplinary action or other liabilities irrespective of your use of alcohol or whether the Company sponsored or authorized the event.

Our Commitment to the Community

1. Political Activities

The Company respects every employee's right to participate in political activity and speech. However, you must do so on your own time. You must not solicit or otherwise engage in any campaign or other personal political activities while conducting any activity on behalf of the Company. Similarly, you must not use your position at the Company, either implicitly or explicitly, while soliciting campaign contributions, votes, or any other contribution to a political candidate, campaign, or organization. You should take all reasonable precautions to avoid any implicit connection between yourself and the Company while engaged in such activity, including the use of Company physical or intellectual property, wearing branded apparel, or leveraging employee or customer information and lists.

You must not invite any political figure or government representative to Company meetings, events, or offices made outside the regular course of business (e.g., sales and account relationship management) without prior authorization. Meetings with, engagement with, or financing of any lobbying effort, campaign activity, or hiring of political consultants on behalf of the Company must also have prior authorization from General Counsel.





2. Charitable Contributions and Participation

The Company values giving back to our community and encourages all employees to get involved in charitable causes that inspire and resonate with them. To the extent it does not unreasonably interfere with your duties and responsibilities to the company, we encourage you to seek service on boards of charitable organizations that serve within the bank's philanthropic pillars. We also encourage skills-based volunteering with these organizations, as this helps the bank achieve its goals toward the Community Reinvestment Act. Any activities on company time must be approved by your line of business manager or functional leader. Service on nonprofit boards must have written approval from the Director of Community Development. Any other individual charitable activities unrelated to the bank must be conducted on your own time unless previously approved.

You must not promise to give or provide charitable contributions, whether on your own behalf or that of the Company, to gain business or secure a business advantage. The Company may make charitable contributions only with appropriate executive approval and according to all Policies, guidelines, procedures, and applicable law. Refer to Nonprofit Sponsorship Guidelines on Gateway for policies and procedures on sponsorship commitments.



3. Corporate Responsibility

The Company sees itself as a positive force in our communities, both small and large. We believe in corporate responsibility and encourage you to do the same. Economic growth and success should be inclusive and be founded on equal opportunity. We are committed to creating opportunities and helping communities prosper through strategic investments in our communities under the pillars of Live, Learn, and Lift. We believe in financing affordable housing, financing small businesses, creating new jobs, community development, and other projects that create economic opportunity in underserved communities.

Closing Thoughts

We must conduct every aspect of our business with the utmost integrity and commitment to ethical behavior, and we expect the same from you. We recognize that it's not always easy to determine the right choice; but we've provided the Code to guide you toward doing so. You should always feel free to talk to your supervisor or manager or any other resource at your disposal to determine if your actions or statements are compliant with the Code. If something seems wrong, speak up. We are depending on you to seek guidance whenever a question arises, and you have a responsibility to report any violations or potential violations of the Code.

We emphasize again that retaliation for a report or question made in good faith under this Code is strictly prohibited and that we will not tolerate any harassment, bullying, or other retaliatory action.

Your decisions matter, and we value your contribution toward making Texas Capital Bank an ethical and honest place to do business.



Appendix

Key Policies:

Confidentiality of Information and Confidentiality of Information and Securities Trading Policy;

Privacy Compliance Policy;

Anti-Bribery and Anti-Corruption Policy;

Restriction on Marketing Practices Process;

Anti-Tying Provisions Policy;

Anti-Money Laundering (AML)/ Counter-Financing Terrorism (CFT) Compliance Policy;

OFAC Sanctions Compliance Policy;

Social Media Policy – Bank-wide;

Information Security Policy;

Policy Against Harassment, Discrimination, and Retaliation;

Equal Employment Opportunity Policy;

Clean Desk Policy;

Data Governance Policy;

Corporate Security Policy;

Record Retention Policy;

Third Party Risk Program Policy;

Bank Protection Act Policy;

Employee Expense Policy;

Dress Code Policy; and

Employment of Relatives or Other Personal Relationships.

