



# Whistleblower Reporting Line Policy

## Policy Statement

Berkshire Hills Bancorp, Inc., and all direct and indirect subsidiaries, (collectively, the "Company") have adopted a Code of Business Conduct (the "Code") which formally sets forth the ethical standards which are expected of each of us - employees, officers and directors - in our dealings with each other and on behalf of the Company. This Code also gives instructions on how, and to whom, suspected violations of the Code can be reported. **Please reference the Code of Business Conduct for specific information on reporting violations or wrongdoings.**

The Whistleblower Reporting Line Policy establishes guidelines for handling any complaint related to violations or questionable, unethical, or suspicious "Accounting Matters". The policy facilitates access for employees, officers, directors, or other parties to access to the Audit Committee and applies to all offices and subsidiaries of the Company.

## GUIDELINES FOR MAKING WHISTLEBLOWER REPORTS

The Sarbanes-Oxley Act §301 requires the Audit Committee of the Board of Directors to establish procedures for: the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters ("Accounting Matters") and (b) the submission by employees of the Company, on a confidential and anonymous basis, of concerns regarding questionable Accounting Matters. This ensures that the preparation of financial statements, reports and accounts are prepared in accordance with all applicable laws, rules, and accounting principles.

If your concern involves a questionable Accounting Matter and you wish to report the issue independently and anonymously, you are encouraged to promptly report all such complaints or concerns through the independent third-party 24-hour hotline and website available every day of the year that will provide for the anonymous reporting of any such complaints and concerns. Failure to report violations may lead to disciplinary action, including termination of your employment and legal action.

Any employee or board member of the Company may submit any complaint or concern to the Audit Committee regarding questionable Accounting Matters or violations of the Company's Code of Business Conduct to the Audit Committee openly, confidentially, or anonymously. Such reports can be made anonymously 365 days a year:

1. Toll-free independent hotline: **1-866-921-6714** at any time. The toll-free line is managed by an outside, independent service provider and allows anyone to make a report without divulging his or her name. This service is available 24/7.
2. Independent Hotline Fax at **1-604-926-5668** at any time. This service is available 24/7 and anonymous.
3. Independent Website/ Portal Case Management: Integrity Counts Ethics Reporting Portal- <https://www.integritycounts.ca/org/BHLB> at any time. This service is available 24/7. You will be provided with a unique user login and password which will allow you to log or communicate information related to your complaint. You will have the option to remain anonymous.

## Table of Contents

Roles and Responsibilities .....	1
Record Retention .....	2

## Roles and Responsibilities

All reports received by the independent third-party will be logged and communicated to the Audit Committee Chairperson or other Audit Committee designee, through the independent party's secure portal. When applicable and possible, acknowledgement of receipt of the complaint will be issued through the reporting line web portal to the sender of the



## Whistleblower Reporting Line Policy

complaint. Upon receipt of a complaint, whether received openly or anonymously, the Audit Committee Chairperson or other Audit Committee designee will determine if the complaint pertains to Accounting Matters. If the complaint is determined to pertain to Accounting Matters, the Audit Committee chair or Audit Committee designee will submit the complaint to the full Audit Committee, which will then investigate the matter and take corrective action as warranted within the judgment of the Audit Committee with Human Resources assistance. If the complaint is determined to not involve Accounting Matters, the Audit Committee Chairperson or Audit Committee designee may direct the complaint to other appropriate board committees, executive officers, or employees of the Company and/or outside legal or other advisors to review and, if and as necessary, conduct an investigation for determining appropriate action. The Audit Committee may engage the EVP, Chief Internal Audit Officer or other members of the Internal Audit Department for assistance in investigating complaints received and resolving them or referring them to others, as appropriate for resolution.

Reports received by the Audit Committee outside of the third-party process described above will be tracked and monitored through the AC Chairperson unless assignment of case is otherwise delegated by the Audit Committee to another party (internal or external).

Any complaint that the Audit Committee receives, may be retained, investigated, and disposition or assignment will be tracked. The Audit Committee will conduct its investigation of the report expeditiously. A summary of complaints that have been received and investigated will be reported to the full Audit Committee no less than quarterly, to facilitate timely handling and monitoring.

Under no circumstance, will any employee be discharged, demoted, suspended, threatened or retaliated against in any manner based on any lawful actions of such employee in making a good faith complaint under this policy.

The Board of Directors in conjunction with the Audit Committee may direct any appropriate executive officer of the Company to carry out the board's final response to a whistleblower report as applicable including, but not limited to, administering any internal corrective action and making any appropriate regulatory disclosures required by law.

New employees shall either receive a printed copy or be directed to review an electronic version of the Code of Business Conduct upon hire. This information will also be provided annually, and all employees must promptly acknowledge their receipt of the Code of Business Conduct and Whistleblower Reporting Line Policy.

### Record Retention

The Audit Committee, with the assistance of the Chief Internal Audit Officer will retain a record of all complaints that have been received and the disposition of each complaint or seven (7) years.

Committee Approval	Approval Date
AUDIT COMMITTEE	05/04/2023
BHLB BOARD OF DIRECTORS	05/04/2023
SUPERSEDES POLICY DATED	02/04/2021