Central Pacific Financial Corp. & Central Pacific Bank
Board Risk Committee Charter
Adopted by the Board of Directors on January 27, 2026

Terms

The following terms used in this Charter have the following meanings:

Bank - Central Pacific Bank.
Board - Board of Directors of the Company.
BRC – CPF/CPB Board Risk Committee.
CEO – CPF/CPB Chief Executive Officer.
Chair - Chair of the BRC.
Charter - This BRC Charter.
Committee – CPF/CPB Board Risk Committee.
Company - CPF and CPB collectively and individually based on the context.
CPB - Central Pacific Bank.
CPF - Central Pacific Financial Corp.
CRO – CPF/CPB Chief Risk Officer.
MLC – CPB Management Loan Committee.
MRC – CPF/CPB Management Risk Committee.

Purpose

The BRC's purpose is to assist the Board in overseeing the Company's identification, assessment, measurement, monitoring, and controlling (collectively "management") of material risks relating to the Company's business and operations, and capital planning of the Company.

The risk areas subject to the BRC's oversight include, but are not limited to: (i) Business Risks (e.g. Strategic, Reputational,); (ii) Financial Risks (e.g. Capital Adequacy, Interest Rate, Liquidity, Market, Credit); (iii) Regulatory Compliance Risks (e.g. Consumer Protection, Bank Secrecy Act, Office of Foreign Assets Control); (iv) Operational Risks (e.g. Information Technology, Information/Cyber Security, Fraud, Business Continuity, Third-Party Management, Model Governance, Data Governance, Artificial Intelligence).

Responsibilities

The BRC shall have the following responsibilities:

A. Define the Company's risk appetite with the Company's Risk Appetite Statement(s) and supplementary qualitative statements within the Enterprise Risk Appetite Policy, reviewing the Risk Appetite Statement(s) at least annually, and amending as necessary.

B. At least annually, review the Company's risk governance frameworks as described in the Enterprise Risk Management Program and Policy and Enterprise Risk Appetite Policy and assess the adequacy of the risk management systems in place.

C. At least annually, review the quantitative Risk Appetite Metrics for alignment with the Company's strategic objectives, and capital and liquidity capacity and approve material changes as necessary.

D. At least quarterly, review the Company's risk profile to ensure the Company's adherence to its established risk appetite in pursuit of its strategic business objectives.

E. At least annually, review the Company's risk management policies and approve material changes as necessary.

F. Periodically, review reports on the Company's enterprise risk management framework, risk management programs, and their results to ensure the Board has comprehensive visibility into the Company's material risks.

G. Review and discuss proposed mitigation strategies and risk response actions to reduce risk levels in excess of the Company's risk appetite and/or maintain material risks at an acceptable level and recommend adjustments as necessary,

H. Review processes for material risk identification and escalation and recommend adjustments as necessary.

I. Regularly report to the Board on the BRC's activities.

J. Maintain minutes and records of the BRC's activities.

K. At least annually, review and reassess the adequacy of this Charter.

L. Annually review the performance of the BRC.

M. Perform any other activities in fulfillment of and consistent with the responsibilities of the BRC under this Charter, and as the Board may deem necessary or appropriate.

Authority

In order to carry out its purpose and responsibilities under this Charter, the BRC shall have the following authority:

A. To take all necessary or appropriate actions in order to fulfill its responsibilities under this Charter.

B. To ensure the senior-level risk management officers, including the CRO, have sufficient stature, authority and seniority, and resources to carry out such officers' responsibilities.

C. To approve any and all actions necessary or appropriate to provide diligent oversight of the Bank's risk management practices.

D. To approve all risk management policies and programs.

E. To recommend to the Board the lending authority to be granted to the Bank's President, CEO, CRO, and Chief Credit Officer up to the legal lending limit that is established by applicable laws. The Board delegates its authority to the Chief Credit Officer to approve lending authorities granted to all other Bank officers and executives.

F. To recommend to the Board approval of all loans as required by Regulation O.

G. To oversee the MRC and delegate enterprise risk management to the MRC.

H. To oversee the MLC and delegate lending authority, credit policy approvals, and credit concentration risk management to the MLC.

I. To perform such other duties and responsibilities as may be requested by the Board or required by law or regulation to be performed by the BRC as the Board level risk management committee for the Company.

J. To take all necessary or appropriate actions to fulfill its responsibilities under this Charter.

K. To the extent it deems necessary or appropriate, to obtain advice and assistance from risk and other consultants, advisors, experts and other third parties.

L. To communicate directly with and have direct access to anyone within the Company or external to the Company.

M. To request any Company officer or employee or any external party to attend BRC meetings or meet with the BRC or any third parties designated by the BRC.

N. To determine the appropriate level of funding and approve actions to the extent related to the BRC's oversight and responsibilities as described in this Charter.

O. To perform such other duties and responsibilities as determined by the Board.

Membership

A. Appointment. The members of the BRC are determined and appointed by the Board.

B. Number. The Board determines the number of directors on the BRC from time to time, but the number shall not be less than three (3) directors.

C. Chair. The Board will appoint one of the members of the BRC to serve as Chair.

D. Other Membership Requirements. The members of the BRC and its Chair shall satisfy all membership requirements as may be set forth in this Charter and as otherwise established by the Board and shall also satisfy any applicable laws pertaining to the qualifications of any member or Chair or the composition of the BRC.

Meetings

A. Chair. The Chair shall schedule and preside over the BRC meetings. In the absence of the Chair, the Chair shall designate another BRC member to preside over a BRC meeting ("Designee").

B. Frequency. The BRC shall at least quarterly or more frequently if deemed necessary or appropriate by the Chair.

C. Quorum. A quorum shall consist of a majority of BRC members (including the Chair) in attendance in person or via remote communications.

D. Approval. A matter is deemed approved when there is a quorum and there is an affirmative vote by a simple majority of BRC members (including the Chair) present at the meeting in person or via remote communications.

E. Agenda. The Chair shall ensure that an agenda is prepared for each BRC meeting.

F. Attendance by Others. The Chair shall coordinate the attendance at a BRC meeting by management and all others whom the BRC seeks to meet with.

G. Minutes. The Chair shall ensure that minutes of every BRC meeting are taken and retained and that all documentation submitted before the BRC is maintained with the minutes.

Amendment

This Charter may only be amended by the Board.

Exceptions

The Chair may allow exceptions to this Charter's requirements if doing so would better serve the purpose of this Charter, provided an exception is of a temporary nature and is reasonably justifiable and supportable given the circumstances, and provided that the Chair timely informs the BRC and the Board of any such exception and obtains Board approval/ratification of such exception.

Reliance on Others

It should be noted that the BRC's job is one of oversight as set forth in this Charter. It is management's responsibility and not the duty of the BRC to manage the Company's risks.

In performing its responsibilities, the BRC is entitled to rely in good faith on information, opinions, reports or statements prepared or presented by the following persons or groups: (i) officers or employees of the Company whom the BRC members reasonably believe to be reliable and competent in the matters presented; (ii) auditors, consultants, counsel, or other persons as to matters which the BRC members reasonably believe to be within the professional or expert competence of such person; and (iii) another committee of the Board as to matters within its designated authority.

Records

All records of BRC minutes and other BRC documentation will be retained by the CRO for at least seven (7) years.

Review

This Charter will be reviewed by the BRC and approved by the Board at least annually. The BRC shall perform an annual review of its performance. The Chair shall ensure that all BRC responsibilities in this Charter have been met.

Charter History

Establishment of BRC Charter – July 30, 2024.
BRC Charter Revised – January 28, 2025.
BRC Charter Revised – January 27, 2026.