

EAGLE BANCORP, INC.

Technology Oversight Committee Charter

Purpose

The primary purpose of the Eagle Bancorp, Inc. and its subsidiaries (the "Company") Information Technology Oversight Committee (the "TOC") is to assist the Company's Board of Directors (the "Board") by providing heightened oversight of the Company's information technology ("IT") and Information Security ("IS") risk governance framework and IT/IS functions, including the strategies, policies, procedures, processes, and systems established by management to identify, measure, monitor, and manage major IT risks of the Company.

The TOC is intended to promote a robust and effective IT operational, infrastructure and information security environment and culture, and to facilitate Board-level oversight of IT risk-related issues. The TOC is also intended to serve as a resource to management by helping to identify and oversee major IT and IS risks across the entire Company. Additionally, the TOC is focused on enhancing management's and the Board's understanding of the Company's overall IT/IS operating and infrastructure environment, IT/IS risk appetite and IT/IS risk management activities and effectiveness, including but not limited to overseeing management's design and operation of effective IT/IS controls. At its discretion, the TOC may make recommendations to the Board, including those with regard to the overall IT and IS risk profile of the Company.

Membership and Structure

The TOC shall consist of at least three voting members. The members of the TOC, including the Chair of the TOC (the "TOC Chair"), shall be appointed by the Board and may be removed from the TOC, with or without cause, by the Board. Vacancies shall be filled by a majority vote of the directors of the Board.

At least one member shall have experience in identifying, assessing, and managing IT systems and infrastructure (as determined by the Board in its business judgment).

Non-voting members of the TOC shall include the Company's Chief Real Estate Lending Officer, Senior Technology Manager, Chief Risk Officer, Chief Information Security Officer, Chief Legal Officer and Chief Audit Executive, or from time to time each of their delegates.

To ensure appropriate oversight of IT and other issues without unnecessary duplication, the TOC Chair and chairs of each of the other Board committees shall communicate as they deem advisable. The TOC is authorized to access all pertinent information from management.

Meetings

The TOC shall meet at least four (4) times a year, and more frequently as the TOC or TOC Chair deems necessary or desirable. The TOC Chair will designate the dates for the TOC meetings in the upcoming year by the date of the last meeting in the prior calendar year. In-person attendance is preferred, although teleconference attendance is permissible. All actions of the TOC shall require the affirmative vote of a majority of the membership of the TOC present at a meeting if a quorum is present. Any action required or permitted to be taken at any meeting of the TOC may be taken without a meeting if all members of the TOC consent thereto in writing. Meetings shall allow for an executive session.

Technology Oversight Committee Charter

EAGLE BANCORP, INC.

Technology Oversight Committee Charter

The TOC Chair has the power to call a TOC meeting as the need arises and shall preside at each meeting of the TOC and, in consultation with management and the other members of the TOC, shall set the agenda for each meeting and shall provide a summary of TOC meetings to the full Board via meeting minutes and/or formal oral or written reports. The TOC Chair will inform the Risk Committee and the Board about any material breaches of Risk Appetite Statements (RAS) or risk policy limits, and the plans for the remediation of any known deficiencies.

The TOC Chair shall ensure that relevant meeting materials are gathered and distributed as soon as administratively practicable in advance of the scheduled meeting. Meeting minutes are required and voting members shall review and approve meeting minutes.

Responsibilities and Duties

This section describes some of the oversight responsibilities of the TOC. This list is not intended to be exhaustive, and the TOC may take on additional oversight responsibilities from time to time. Some of these responsibilities are intended to be subject to routine review by the TOC, while others are intended to be subject to review only as necessary, advisable, or appropriate.

The TOC's responsibilities are to provide heightened oversight of management's IT/IS related responsibilities and to ensure that any commitments made by the Board or management to the banking regulators regarding IT are carried out, as well as ensuring appropriate levels of management accountability for the execution of a stable and well-governed IT/IS environment and the remediation of any known IT/IS related deficiencies. The TOC has no duty to conduct investigations.

The TOC shall:

Technology Strategy and IT and IS operations

- Review and/or approve EagleBank's (the "Bank") technology strategy and be informed of significant technology investments
- Receive reports from management on technology trends that may impact the Bank's technology strategy
- Monitor the implementation of technology projects, initiatives, and overall IT performance •
- Review IT and IS policies, as required
- Review Business Continuity and Disaster Recovery Plan and Test results

IT and Cybersecurity and Risk Management

- Oversee the Bank's IT, cybersecurity and risk management policies and practices
- Review reports on significant cybersecurity incidents and the Bank's response
- Assess the adequacy of the Bank's technology risk management framework including identifying, measuring, and mitigating IT and IS risks
- Review and approve the Bank's overall Information Security Program and Cyber Security Assessment

EAGLE BANCORP, INC.

Technology Oversight Committee Charter

- Review, discuss with management and provide guidance regarding significant emerging technology and/or cybersecurity issues, trends, laws and regulations that may affect the Bank's business and strategic direction

Compliance and Regulatory Matters

- Ensure compliance with relevant technology-related regulations and standards
- Review the results of technology audits and assessments
- Review significant risk management regulatory reports and findings of banking regulators, as applicable to the Committee's purpose, including management's remediation plans and progress

Innovation and Emerging Technologies

- Monitor trends and developments in technology that may impact the Bank

Human Capital

- Oversee the Bank's technology-related human capital management, including recruitment, training and retention of information technology and information security staff
- Ensure that the Bank has the necessary skills and expertise to support its technology strategy

Other TOC Responsibilities:

- Maintain minutes of its meetings and records relating to those meetings and the TOC's activities that, among other things demonstrate the TOCs review of management's IT related activities;
- Review and assess the quality, clarity and completeness of the information provided to the TOC and make recommendations to management as the TOC deems appropriate for improving such materials;
- Review and reassess the adequacy of this Charter annually and recommend to the Board any proposed changes to this Charter; and
- Conduct a biennial self-evaluation of the Committee's performance, as well as the performance of any subcommittees of the Committee.

Delegation of Authority

In fulfilling its responsibilities, the TOC shall be entitled to delegate any or all of its responsibilities to a subcommittee or working group of the TOC, to the extent consistent with the Company's articles of incorporation, bylaws, Corporate Governance Guidelines, and applicable law and rules.

Outside Advisors

The TOC may retain any independent counsel, experts, or advisors that the TOC believes to be desirable and appropriate. The TOC may also use the services of the Company's regular legal counsel or other advisors to the Company. The Company shall provide for appropriate funding, as determined by the TOC, for payment of compensation to any such persons employed by the TOC and for ordinary administrative expenses of the TOC that are necessary or appropriate in carrying out its duties.