



## **Code of Ethics**

**Metropolitan Bank Holding Corp.**  
**Code of Ethics**

**1. Purpose**

Depositor, customer, and key stakeholder trust and confidence is the most important factor to the long-term, sustainable success of any bank. With this basic principle in mind, all of us at the Company (as defined below) must ensure that honesty and integrity are among our highest priorities.

The Code of Ethics is meant to guide each employee, officer and director by setting the ethical standards for business conduct and decisions. The Code of Ethics obviously cannot cover all situations; uncertainties are bound to occur. In such cases, they should first seek the guidance of the Chief Human Resource Officer, the General Counsel or the Chief Compliance Officer (each a “Responsible Individual”), depending on the nature of the situation. Employees, officers, and directors are encouraged to report any unethical, fraudulent, improper, or illegal conduct to a Responsible Individual. If an employee, officer or director does not believe to have received appropriate guidance or response from a Responsible Individual regarding unethical, fraudulent, improper, or illegal conduct, they should communicate that information to the President/Chief Executive Officer without fear of retaliation. In addition, they can report anonymously on the Reporting Violations and Unethical Behavior hotline (i) by calling 1-888-264-2235 or (ii) via [mcbankny.ethicspoint.com](http://mcbankny.ethicspoint.com).

**2. Policy Statement/Scope**

The success and reputation of Metropolitan Bank Holding Corp. and its subsidiaries, including Metropolitan Commercial Bank (collectively, “the Company” or “our”), is impacted by the standard of personal and professional integrity with which its employees, officers and directors conduct themselves. The Company strives to be in strict compliance with all laws and regulations that are applicable to its business. In pursuit of the Company’s goals, each employee, officer and director is expected to adhere to business procedures and practices that are in accordance with applicable federal and state banking laws and regulations, as well as those of the Securities and Exchange Commission (“SEC”) and the rules of the New York Stock Exchange (“NYSE”) as applicable, and is expected to conduct themselves on the basis of moral and ethical principles reflecting the highest standards of business and individual behavior. Although laws and regulations may sometimes be ambiguous and difficult to interpret, the Company requires that all employees, officers and directors make a good faith effort to follow not only the letter of the law but also the spirit and intent of the law.

The Code of Ethics sets standards of business as well as personal conduct which are intended to exceed legal requirements: honesty and candor in our activities; avoidance of conflicts between personal interests and the interests of the Company, or even the appearance of such conflicts; avoidance of activities which might reflect adversely on the reputation of the Company; and integrity in dealing with the Company’s assets and personnel. In general, activities outside of work should not conflict with the employee’s loyalty and commitments to the Company. Nor should such outside activities interfere with the successful performance of an employee’s job duties and

responsibilities by reducing the time or attention that is devoted to work or that negatively affects such employee's work quality or productivity.

Our Code of Ethics also requires all directors, officers and employees to be alert for — and to report — anything they believe could be a violation of law, fraud, money laundering, or other suspicious activity, as well as actual or potential Conflicts of Interest (*see definition and examples on pages 3-5*). “Willful blindness” occurs when an employee, officer or director has knowledge or sufficient evidence to suspect illicit or improper activity or other illegal activities but choose not to report the information. If red flags or other warning signs are ignored, or if the employee, officer or director chooses not to report suspected activity, they and the Company could be considered willfully blind and be held liable for the criminal activity.

*Failure of an employee, officer or director to strictly adhere to the provisions of this Code will result in corrective action, which could include termination.*

The Company maintains a Discrimination and Harassment Policy, as set forth in Section 2.02 of Metropolitan Commercial Bank's Employee Handbook. All employees, officers and directors must review the Discrimination and Harassment Policy, at least once a year. All employees, officers and directors are prohibited from engaging in discrimination, harassment or retaliation toward bank employees, applicants for employment, and interns, whether paid or unpaid. If an employee, or an officer oversees vendors, consultants, suppliers or temporary workers, they must supervise their work to ensure their actions are consistent with the key guidelines in this Code. Moreover, certain contractors and temporary workers are required to acknowledge this Code, and in such circumstances, it will apply to them as though they are an employee of the Company. These individuals include persons commonly referred to as independent contractors, gig workers, and temporary workers. Also included are persons providing equipment repair, cleaning services, or any other services directly in a Company office or branch through a contract with the Company.

All employees, officers and directors must review this Code and any related policies, including the Discrimination and Harassment Policy, at least once per year.

### **3. Accurate Reporting of Records**

#### ***Audits, Internal Investigations and Searches***

The Company is subject to both internal and external audit. It is unlawful for any employee, officer or director of the Company, to take any action to fraudulently influence, coerce, manipulate, or mislead any independent public or certified accountant engaged in the performance of an audit of the financial statements of the Company for the purpose of rendering such financial statements materially misleading.

In addition, the Company may be required to conduct internal investigations and searches relating to security and safety, auditing, or other work-related matters. All Company facilities, Company property (including desks, workstations, computers, electronic devices, files, etc.), and employee's personal property on Company premises are subject to inspection without notice and upon request. Employees are expressly prohibited from attempting to impede an internal or external audit or investigation in any way and are prohibited from destroying, falsifying or tampering with records.

Any employee who fails to cooperate fully with and assist in these investigations or searches when requested to do so will be disciplined, up to and including termination of employment.

### ***Senior Officers and Accurate Periodic Reports; Internal Controls***

The Company's executive officers and senior management personnel ("Senior Officers") are responsible for assuring full, fair, accurate, timely and understandable disclosure of relevant financial information to shareholders and investors. In particular they are responsible for assuring that the Company complies with SEC rules governing disclosure of financial information and for assuring that press releases and communications with investors and securities analysts are fair and accurate. Senior Officers should:

- Establish and maintain internal controls and procedures and disclosure controls and procedures designed to assure that financial information is recorded, processed and transmitted to those responsible for preparing periodic reports and other public communications containing financial information so that they are complete, accurate, and timely;
- Carefully review each periodic report for accuracy and completeness before it is filed with the SEC and carefully review each public communication containing financial information before it is released;
- Maintain books, accounts and records according to generally accepted accounting principles, using enough detail to accurately and fairly reflect Company transactions; and
- Promptly disclose to a superior, and if necessary to the Audit Committee, any material weaknesses in, or concerns regarding, the Company's disclosure controls or internal controls. Proactively promote ethical behavior among subordinates and peers.

#### **4. Conflicts of Interest**

Employees, officers and directors must always be alert to possible conflicts of interest. Even the appearance of a conflict between personal gain and the interest of the Company damages the trust and confidence on which our reputation and the viability of our business rests. All potential conflicts of interest must be disclosed in writing to a Responsible Individual to ensure that transactions involving the Company and personal business, family, friends, or associates are closely monitored and vetted in advance. Our conflict-of-interest restrictions are not intended to interfere with employees' legal rights to engage in concerted, protected activities involving the terms and conditions of employment.

Examples of conflicts of interest include, but are not limited to:

- Accepting gifts, cash, discounts, and entertainment from business contacts that could be interpreted as being given to influence an employee's, officer's or director's actions;
- Improperly using Company facilities, equipment, supplies, or Company name;

- Developing a relationship with a customer or other business contact which may jeopardize an employee's, officer's or director's independent judgment;
- Processing transactions on behalf of the Bank involving personal business, family, friends or associates unless such transactions have been approved by a Responsible Individual in coordination with the Company's Compliance function;
- Providing inappropriate financial advantages to select customers or accounts.
- Engaging in personal financial transactions that rely on confidential or non-public information obtained through the Company.
- Holding investments in clients, vendors, or competitors that may influence decision-making.
- Serving on boards or advisory committees of external organizations that may interact with or be influenced by the Company's operations.

### **Outside Employment and Activities**

An employee's position at our Company is considered to be of primary importance and an employee or officer is expected to devote their full attention and energy to our organization and to the Company's interests during regular hours of employment. Employment with another employer may not be permitted. Employees seeking to engage in outside employment, even on a "gig" or part-time basis, must first discuss the matter with their Department Head and obtain written permission from the Chief Compliance Officer, and the employee's department head. Outside employment or a directorship with another bank, financial institution or any other organization which competes with Metropolitan Commercial Bank is not permitted.

However, employees who are granted permission in writing to hold outside jobs or be involved in outside business must continue to meet established performance standards. Such outside activities may not impact our business interests, consume Company resources, affect their physical or mental effectiveness at the Company, or create conflicts of interest or appearance of a conflict of interest.

Unless authorized to act as a Company representative, an employee should make clear at all times that they are acting on a private, personal basis and not as part of our organization. Management approval should be sought if any doubt exists regarding the appropriateness of an employee's involvement in outside activities.

### ***Involvement in Community/Political Activities***

Employees and directors are encouraged to become involved in charitable organizations, community affairs, educational, and political activities. Such involvement benefits the community and provides opportunities to create goodwill. However, employee participation should not interfere with job responsibilities, create a conflict of interest, threaten confidentiality standards, or impact business interests. Employees must disclose any political affiliations that may be deemed or create the appearance of a conflict of interest. When participating in such activities employees

should make clear at all times that they are acting on a private, personal basis, not as part of our organization. Compliance approval should be requested if any doubt exists as to the appropriateness of an employee's involvement in community or political activities.

Affiliations and activities may be deemed a conflict of interest if they:

- Influence or appear to influence the employee's decision-making on matters affecting the Company.
- Create reputational risk or regulatory scrutiny for the Company.
- Result in preferential treatment or access to confidential information.

Even when acting on behalf of the Company, in some cases it may be improper for an employee, officer or director to serve as a member, director, officer or employee of a municipal corporation, agency, school board or library board. Such service is only appropriate when business relationships between the Company and such entities would not be prohibited or limited because of statutory or administrative requirements regarding conflicts of interest. In such cases where the appearance of a potential conflict may exist, written Company approval should be requested from a Responsible Individual. Moreover, in certain circumstances, contributions from directors and certain employees to individuals campaigning for state or local office in states where the Company conducts business may implicate such state's 'pay-to-play' laws. A Responsible Individual should be consulted prior to making political contributions to individuals campaigning for state or local office in jurisdictions where the Company conducts business with governmental entities.

The Company shall not make any contributions, directly or in kind to candidates for federal, state or local office or to any political party. Any exception to this rule must be approved by the Board of Directors.

### ***Dealing with Suppliers***

Employees, officers and directors must award orders, contracts and commitments to suppliers of goods or services without favoritism. Company business of this nature must be conducted strictly on the basis of merit.

### ***Work Relationships***

No employee, officer, director, and/or agent thereof, shall give or receive any personal benefit or special considerations to the conditions of employment of another employee due to family or personal relationships.

***Directors, executive officers and senior management personnel must disclose any intention to hire or engage family members within the Company to a Responsible Individual so that the relationship may be evaluated in accordance with the Company's Related Persons Transaction Policy. This disclosure must be made prior to the hiring decision and must be submitted to the Board of Directors for review and approval. Moreover, all employees are required to disclose any family relationships or material relationships with other employees, contractors, customers***

*or business partners of the Company. This disclosure must be made to the Human Resources department. A "material relationship" is defined as any relationship that could influence or appear to influence the employee's ability to perform their duties impartially and in the best interest of the Company. Use of Your Name or Address on Customer's Accounts.*

The use of the name or address of an employee, officer and or director or their family member as the mailing address for any Customer's account is not permitted, unless they or their family member is the owner of the account.

### ***Personal finances***

All employees, officers and directors are expected to manage their personal finances responsibly. This expectation is not only a reflection of the Company's commitment to ethical conduct but also a demonstration of our dedication to fostering a culture of financial literacy and responsibility.

No employee, officer or director is permitted to act as a co-maker, endorser or guarantor of the financial obligation of another employee, officer or director. If requested to do so, bear in mind that the policy of the Company does not permit such activity. An employee, officer or director should neither borrow money from nor lend money to another employee, officer or director.

Employees, officers or directors are prohibited from gambling on Company premises. While employees are not directly prohibited from gambling, legally, they must perform such activities in a manner that does not negatively impact the Company's image.

### ***Powers of Attorney for Customer's Accounts***

Employees, officers and directors and their spouses are prohibited from holding a Power of Attorney for any Customer account at Metropolitan Commercial Bank unless they and their family member is the owner of the account.

## **5. Corporate Opportunities Belong to the Company**

### ***Interest in Outside Activities or Entities; Corporate Opportunities***

No employee, officer or director may act on behalf of the Company in any transaction involving persons or organizations with whom they or their family has any significant connection or financial interest. In any closely held enterprise, even a modest financial interest held by the employee, officer, director, and/or agent thereof, should be viewed as significant. In addition, employees, officers and directors must be particularly careful to avoid representing the Company in any transaction with others with whom they have any business affiliation or relationship.

Employees, officers and directors are prohibited from (a) taking for themselves personally opportunities that are discovered through the use of corporate property, information or position; (b) using corporate property, information, or position for personal gain; and (c) competing with the Company. Employees, officers and directors owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

## **6. Loans to Directors, Officers and Employees**

## ***Borrowing***

No employee, officer, director, and/or agent thereof, may borrow money from suppliers, customers or other employees, officers, directors, and/or agent thereof. Employees, officers, directors, and/or agent thereof, must also follow any policies and procedures of the Company relating to employee mortgage and other loans. Federal (Regulation O) and state regulations also apply limits and prohibitions to extensions of credit made by the Company to executive officers, directors, and others as specified. No employee, officer or director is permitted to act as a co-maker, endorser or guarantor of the financial obligation of another employee, officer or director. If requested to do so, bear in mind that the policy of the Company does not permit such activity. An employee, officer or director should neither borrow money from nor lend money to another employee, officer or director.

## ***Participations***

If a Director, Principal Shareholder, Executive Officer or any other member of their immediate family participates in a lending transaction involving the Company, their participations are subject to the same credit underwriting and approval processes as for all loans approved by Metropolitan Commercial Bank in accordance with the applicable policies including Commercial Lending Policies, Policy Regarding Related Person Transactions, and Regulation O Policy.

## **7. Giving and Accepting Gifts**

### ***Personal Benefits***

Our Code prohibits receiving improper personal benefits (directly or indirectly) because of actions taken on the job. Personal benefits are defined as any type of gift, gratuity, favor, service, loan, benefit, legacy, fee or compensation from any Customer, from anyone seeking to do business with the Company or from any other person (except from a relative with whom there is no business relationship) or organization, whether a Customer or not. The acceptance of gifts or benefits by family members that could be perceived as influencing an employee's actions is also prohibited.

By contrast, if there is no reasonable likelihood that the employee, officer or director will be - or appears to have been - improperly influenced in the performance of their duties to the Company, the following do not constitute “personal benefits”:

- Normal business courtesies which facilitate the discussion of Company business or foster good business relations within a community (meals, entertainment, a golf game, etc.) involving no more than usual or ordinary amenities (valued at less than \$500);
- Non-cash gifts of modest or nominal value (less than \$500) at year-end or on other infrequent occasions, except from a supplier;
- Gifts because of kinship, marriage, retirement, holiday, birthday or social relationship entirely beyond and apart from business relationships (valued at less than \$500);

- Loans from other financial institutions on customary terms to finance proper and usual activities of Company officials (e.g. home mortgages);
- Advertising or promotional material of no substantial value (pens, notepads, etc.);
- Discounts or rebates on merchandise or services that do not exceed those available to other customers; and
- Organizational awards for recognition of service and accomplishment.

No employee, officer, director, and/or agent thereof, may accept personal benefits such as cash gratuities or receive lavish gifts or lavish entertainment from customers, correspondent banks or securities firms used by the Company for its transactions (“Customers”) or from other companies supplying goods and services to the Company (such as insurance, accounting or law firms, maintenance, food or other vending companies, etc.). If any employee, officer, director, and/or agent thereof, receives any gift from a Customer or a supplier including meals and entertainment (valued at \$500 or more), other than modest or nominal value non-cash gifts at year end or on other infrequent occasions, the employee, officer or director must immediately report it to Compliance department, and where applicable instructions will be provided on whether to retain, return or donate the gift.

#### ***Personal Fees and Commissions***

No employee, officer, director, and/or agent thereof, may accept personal fees or commissions in connection with any transactions on behalf of the Company.

#### ***Corporate Hospitality to Public Officials***

Acts of hospitality toward public officials should never be on such a scale or of such a nature as might tend to compromise or give the impression of compromising the integrity or the reputation of either the public official or the Company. When appropriate, if hospitality is extended, it should be with the expectation that it will become a matter of public knowledge.

### **8. Dealing with Assets of the Company**

#### ***Fair Competition***

Under no circumstances should any employee, officer or director enter into arrangements on behalf of the Company with any other bank or financial institution which affect pricing of the Company’s services or marketing policies.

#### ***Bribes and Preferential Treatment***

No bribes, kickbacks or other similar remuneration or consideration in any form shall be given to any person or organization in order to attract business. In addition, no officer or employee shall make any preferential extension of credit to any executive officer, director or principal shareholder of another bank holding company. without the approval of the Board of Directors of the Company.

### ***Notice Concerning Bribery***

It is a federal crime for any officer, director, employee, agent, or attorney of the Company to solicit, demand, or accept anything of value from anyone in return for any business, service, or confidential information, intending to be influenced or rewarded, either before or after a transaction is discussed or consummated.

Federal Law states that the following acts violate the Federal Bank Bribery Law:

1. Whoever corruptly gives or offers anything of value to a person with the intent to influence or reward a person employed by the Company, and/or
2. Whoever, as an officer, employee or agent of a financial institution, corruptly solicits or demands for the benefit of a person or corruptly accepts or agrees to accept anything of value from any person intended to be influenced or rewarded in connection with any business or transaction of the Company.

Present and former employees, officers and directors will be responsible to pay any fines or penalties assessed as a result of their personal behavior or actions.

### ***Use of Corporate Name and Letterhead***

The Company's name, logo, or corporate letterhead may not be used for any purpose other than in the normal course of official business, unless expressly approved by Responsible Individual.

## **9. Confidential Information**

### ***Confidentiality***

Maintaining confidentiality is a condition of employment. Employees are responsible for acting with complete professionalism when discussing Company business or handling Company information. All information, files, documents, records, plans, and other material whether written, oral, electronic or in any format relating to the Company, its employees, and customers are considered confidential. Unless authorized to do so, employees, officers, directors, and/or agents thereof, must not divulge, comment on, or discuss with any outsider, by any means including social media (e.g. X, Facebook, LinkedIn, etc.), either at or after work any non-public information regarding the Company, such as strategic and profit plans. This information should be treated as confidential in nature and should only be disseminated within the internal structure of the Company on a need-to-know basis. Employees must adhere to the same standards of conduct in virtual environments as they do in physical workplaces, ensuring professionalism and confidentiality. Moreover, to prevent the leakage of confidential information, the use of personal devices for Company business must comply with confidentiality and data protection policies. Inappropriate release or use of confidential information, either internally or externally, will result in corrective action, including possible termination. Our policies are not intended to interfere with any employee's legal right to participate in protected communication with other employees regarding the terms and conditions of employment.

Requests by regulatory or government agencies for information other than that required for Company examinations and by required reports should be referred to the Chief Compliance Officer, Chief Risk Officer and General Counsel of Metropolitan Commercial Bank.

Employees, officers and directors must also maintain the confidential relationship between Metropolitan Commercial Bank and each of its Customers. Confidentiality is a fundamental principle of the financial services business. Confidential information, such the existence of a Customer's relationship with the Company, account balances, financial information obtained from a Customer or anticipated changes in the management or financial condition of a Customer, must never be discussed outside the normal and necessary course in Metropolitan Commercial Bank's business. Information about a Customer's business with Metropolitan Commercial Bank should never be divulged or communicated to others without proper authorization to do so and on a strictly confidential basis; nor should such matters be discussed socially either inside or outside the Company. Moreover, in some situations, such as sales or acquisitions, information should not be exchanged even in the same department about a common Customer or transaction involving a Customer except on a need-to-know basis that fits the particular circumstances.

When an employee, officer or director leaves the Company they may not retain or use any confidential information.

#### **10. Insider Trading is Illegal**

Employees, officers, directors, and/or agent thereof, are free to invest in stocks and other securities at their discretion provided that they comply with this Code and the Company's Insider Trading Policy. Employees, officers, directors, and/or agent thereof, must never make changes in their personal investment portfolios and retirement plans on the basis of confidential information relating to the Company or its Customers or other Company transactions. To ensure that any transaction is performed in accordance with Company policy and applicable regulations, employees, officers and directors are strongly encouraged to review the Insider Trading Policy in detail. The policy provides comprehensive guidance on what constitutes insider trading and the procedures to follow if an employee, officer and or director possesses Company material non-public information.

#### **11. Administration of the Code of Ethics**

Every employee, officer and director has an obligation to:

***Comply*** with this Code of Ethics, which prohibits violation of local, state, federal or foreign laws and regulations applicable to our businesses, and requires compliance with all Company policies;

***Be familiar*** with laws and Company policies applicable to their job and communicate them effectively to subordinates;

***Ask questions*** if a policy or the action to take in a specific situation is unclear;

***Be alert*** to indications and/or evidence of possible wrongdoing; and

**Report** violations and suspected violations of this Code of Ethics to a Responsible Individual or the appropriate person as described below.

The Company's people managers have a particular responsibility to notice and question incidents, circumstances and behaviors that point to a reasonable possibility that a violation of this Code has occurred. Managers are expected to act with integrity and diligence in identifying and addressing ethical concerns. The Company strictly prohibits willful blindness, which is conscious decision to remain ignorant of wrongdoing, often to avoid responsibility and accountability. A manager's failure to follow up on reasonable questions is, in itself, a violation of this Code and Company policy.

### ***How to Ask a Question***

Whenever possible, an employee should work with their immediate manager to get answers to routine questions.

If a manager's answer does not resolve a question or if an employee has a question that they cannot comfortably address to their manager, they should go to a Responsible Individual.

Executive officers and directors may bring any questions related to this Code to the President/Chief Executive Officer or the Chairman of the Audit Committee.

### ***Violations***

Employees, officers and directors are expected to act fairly and honestly in all transactions with the Company and with others to maintain the high ethical standards of the Company in accordance with this Code of Ethics. If a situation arises where an employee, officer or director is unsure whether it creates a violation of the Code, the Chief Compliance Officer or other Responsible Individual of the Company should be contacted for guidance. A violation of any one of the rules of this Code of Ethics constitutes grounds for disciplinary action up to and including termination of employment.

### ***How to Report a Violation Involving Accounting, Internal Controls or Auditing Matters***

***Concerns regarding questionable accounting, internal control or auditing matters should be handled in accordance with the Company's Policy Regarding Accounting Complaints and Communications with Independent Members of the Board for confidential, anonymous submissions established by the Audit Committee Discovery and Reporting of Violations of the Code of Ethics.***

The discovery of any event or action by a fellow employee, officer or director which is questionable, fraudulent or illegal in nature or which is in violation of the Code of Ethics should immediately be reported directly to a Responsible Individual, or through the Reporting Violations and Unethical Behavior hotline (i) by calling 1-888-264-2235 or (ii) via [mcbankny.ethicspoint.com](http://mcbankny.ethicspoint.com). Failure to report such events constitutes a violation of this Code of Ethics.

Employees, officers and directors may report a possible violation through Reporting Violations and Unethical Behavior hotline (i) by calling 1-888-264-2235 or (ii) via [mcbankny.ethicspoint.com](http://mcbankny.ethicspoint.com).

Metropolitan Commercial Bank maintains a hotline for reporting violations of, or questions related to, the Code of Ethics, Employee Handbook, non-compliance with laws, rules and regulations, or other possible questionable, fraudulent or illegal conduct, including any accounting complaints. The Hotline allows for reports to be submitted anonymously.

The Company will investigate any reports received by Hotline or EthicsPoint in accordance with Whistleblower Procedure and in a manner consistent with the Company's Code of Ethics, Employee Handbook, applicable law and reasonable business judgement.

All reports of violations of the Code of Ethics will be kept in strictest possible confidence. Any employee, officer or director making such a report will be protected from any form of retaliation. Any violation of the Code of Ethics, including the failure to report a violation of the Code by a fellow employee, officer or director, may be cause for disciplinary action up to and including termination of employment.

#### ***Follow-up to the Report of a Violation***

Any report of violation or potential violation with the Code of Ethics will be pursued in a manner consistent with the Employee Handbook and Whistleblower Procedure as applicable.

### **12. Discrimination and Harassment**

We are committed to maintaining a work environment that respects the dignity and worth of each individual. Inappropriate workplace behavior, unlawful discrimination and unlawful harassment create an environment which is wholly inconsistent with this commitment. All employees have the right to work in an organization free of discrimination, harassing conduct, bullying, and unwelcome sexual advances or requests for sexual favors. Verbal, physical, or other communication or conduct by an employee, manager, customer, or supplier which harasses, bullies, disrupts, or interferes with another's work performance or which creates an intimidating, offensive, or hostile environment will not be tolerated. All types of harassment, whether based on characteristics described in the Bank's Employee Handbook and Discrimination and Harassment Policy or other status protected by federal, state, local, or other law, are unacceptable work behavior and are expressly prohibited. For further information on Discrimination, types of Harassment, Retaliation and Employee Protections, refer to the Bank's Employee Handbook and Discrimination and Harassment Policy.

### **13. Use of Artificial Intelligence Technology**

The Company is dedicated to fostering an environment where artificial intelligence ("AI") technologies are used responsibly and ethically. Employees, officers and directors must ensure that all AI technologies used within the company comply with applicable laws and regulations. This includes, but is not limited to, data protection laws, anti-discrimination laws, and industry-specific regulations. Everyone is required to stay informed about relevant standards of use and to seek

guidance from the Human Resources and Legal departments when in doubt or necessary. For further details of the acceptable use of AI Technologies refer to the Bank's Artificial Intelligence Acceptable Use Policy.

#### **14. Waivers of this Code**

The Board of Directors of the Company must approve any waiver of the provisions and policies of this Code for any Senior Financial Officer (or for any other employee, officer or director of the Company) in writing. Any such waiver must be promptly disclosed to the Company's shareholders, along with the reasons for such waiver, in accordance with applicable law and the rules and regulations of the NYSE.