

ETHICS ATTESTATION

I understand that every employee of Susquehanna Bancshares, Inc. ("SBI") is an integral part of and critical to maintaining a strong ethical culture at SBI. Accordingly, I attest that I have and/or will do the following:

- Follow all applicable laws and regulations and SBI policies and procedures;
- Treat all SBI employees, customers and business partners with respect and in a professional manner;
- Be clear, truthful, and accurate with customers, regulators, business partners, shareholders and employees in all things and at all times;
- Protect our customers' privacy;
- Protect SBI's reputation as a safe and trusted financial institution;
- Refrain from engaging in any conduct that creates a conflict of interest or any other unethical conduct;
- Report any potential conflicts of interest by completing a Code of Ethics – Reporting and Request for Approval Form (HR12);
- Report concerns and violations to management and appropriate personnel;
- Cooperate with investigations;
- Complete annual on-line ethics training and classroom training every three years;
- Review and Sign-off on Code of Ethics and Whistleblower Policy annually and as otherwise required; and
- Complete an Ethics Attestation at least annually.