

Organization Functional Area: Legal
Last Approval Date: May 17, 2023
Last Date Reviewed/Revised: May 11, 2023
**Department/Individual Responsible
For Maintaining/Updating Policy:** Chief Legal Officer

Printed copies are for reference only. Please refer to the electronic copy for the latest version.

Woodforest National Bank EthicsPoint Policy

Policy and Purpose

Woodforest National Bank is committed to the highest standards of ethical, moral, and legal business conduct. The maintenance of these high standards is essential to the performance of the Bank and to promote employee and public confidence in the Bank. It is the policy of Woodforest National Bank:

- To encourage employees to report Improper Action (as defined) within the Bank;
- To provide a voluntary, secure, and confidential method of reporting Improper Action; and
- To protect Bank employees who have reported Improper Action.

Improper Action Defined

This policy relates to complaints, reports, and concerns about actual or possible “Improper Action,” which is defined as any action that constitutes:

- a violation of federal, state, or local law or rule;
- an abuse of authority with substantial adverse impact to the Bank, customers, or the public interest;
- a substantial and specific danger to the public health or safety; or
- a gross waste of Bank funds or property.

Improper action does not include personnel actions including, but not limited to, employee grievances, complaints, appointments, promotions, transfers, assignments, reassignments, reinstatements, restorations, reemployments, performance evaluations, reductions in pay, compensation issues, dismissals, suspensions, demotions, reprimands, or other lawful employment action. Employees should direct any employment-related issues directly to the Bank’s Human Resources Department or the

Chief Legal Officer as appropriate.

Reporting Improper Action

Consistent with the Bank's *Conflict of Interest/Code of Ethics Policy*, employees should promptly report any actual or possible Improper Action. The Bank encourages employees to raise their concerns with management before escalation to EthicsPoint. Reporting through EthicsPoint is intended to supplement rather than replace established reporting procedures. However, if the employee does not feel comfortable raising a concern of Improper Action with management, the Bank encourages employees to report the concern through EthicsPoint.

The Bank is committed to protecting employees who report Improper Action to management or through EthicsPoint. The Bank will not retaliate against any employee who reports Improper Action in good faith. This means that employees do not need to be ultimately correct about the alleged Improper Action, as long as they had a good faith factual basis for making the report. Every manager has a responsibility to create a work environment in which employees can raise ethical and other concerns without fear of dismissal, retaliation, or adverse action of any kind.

Policy Violations

Employees should not use EthicsPoint to make factually baseless or intentionally false reports. Employees who violate this policy by making bad faith reports may be subject to disciplinary action, up to and including termination. Anyone who believes that a report to EthicsPoint was not made in good faith should communicate the concern in writing to the Chief Legal Officer.

Roles and Responsibilities

Reporting

The Bank has retained a third-party vendor, EthicsPoint, to accept and log reports of Improper Action. Any individual may report Improper Action to EthicsPoint by telephone or online as follows:

Telephone Number: 855-228-2686

Internet Address: woodforest.ethicspoint.com

Alternatively, any person wishing to communicate directly with the Bank regarding Improper Action may contact the Bank's Chief Legal Officer.

The reporting individual should provide names, dates, places, and other details sufficient to facilitate an effective investigation. The Bank encourages employees to identify themselves when making a report of Improper Action. However, anonymous reports of Improper Action are also permitted.

The Consumer Financial Protection Bureau also provides a portal for reporting violations of federal consumer laws. For more information, please contact the Chief Legal Officer.

Confidentiality

The Bank will endeavor to treat EthicsPoint reports as confidential, to the extent reasonably practicable, given the Bank's need to investigate the allegations reported, unless disclosure is required by law or regulation. If an employee has identified themselves when making an EthicsPoint report, the Bank will exercise reasonable care to keep the employee's identity confidential, unless disclosure is required by law or regulation.

Handling of Reports to EthicsPoint

When a report is made through EthicsPoint, EthicsPoint will notify the Chief Legal Officer of the report. The reporter will receive an acknowledgment through EthicsPoint indicating receipt of the report. The Chief Legal Officer will oversee the investigation of reports of Improper Action and may engage other Bank employees to assist with the investigation, as the Chief Legal Officer deems appropriate. The Chief Legal Officer will determine the manner in which the report is investigated and the appropriate corrective action to be taken, if any, in consultation with the Board of Directors, as the Chief Legal Officer deems appropriate. If the report does not pertain to Improper Action, it may be transferred for investigation to the appropriate Bank department, such as the Bank's Human Resources or Investigations departments.

Reporting

The Chief Legal Officer and EthicsPoint will maintain a log of reports submitted through EthicsPoint, tracking the receipt, investigation, and resolution. The Chief Legal Officer will prepare a quarterly summary report for the Audit Committee (or more frequently if warranted). If there have been no reports during the quarter, the quarterly report will specifically state that fact.

The Chief Legal Officer will oversee this policy and will review it annually.