

**CADENCE BANK, N.A.**  
**Code of Business Conduct and Ethics**

**Note from the Chairman**

Cadence is built on a solid foundation of integrity. Integrity is about telling the truth, and doing what is right. This is how you earn trust. This trust is what will help us build strong relationships and build our business. Cadence has relationships with associates, customers, vendors and the communities in which we live and serve. Cadence must be regarded as trustworthy by all of these groups in order to be successful. Cadence has a strong Code of Business Conduct and Ethics to insure we demonstrate we are working and living at the highest integrity. Ultimately, we “Do Right.”

The following Code of Business Conduct and Ethics is designed to help us understand our responsibilities and what is expected from every Cadence associate, director and vendor.

I hope you will find this information to be a useful guide for general expectations and specific situations. Please know we cannot address every issue that may arise, but we have staff in several areas of our company that can help with questions: Human Resources, Legal, Compliance, Audit and Corporate Security. Together we all ensure Cadence will “Do Right.”

As Cadence grows, I am confident we will continue to build strong relationships and businesses based in an environment of trust, integrity and ethics.

This is our Code. This is YOUR Code. Own it.

Paul Murphy

## **Who Stands Behind the Code?**

The Board of Directors (“the Board”) of Cadence Bank, N.A. (“the Bank”) has adopted this Code of Business Conduct and Ethics (“Code”), which covers a wide range of business practices and procedures affecting all directors, officers and associates of the Bank, and its subsidiaries and affiliated companies (collectively, “you”). It does not address every issue that may arise, but it sets out basic principles to guide you.

All parts of the Bank – the Chairman, Chief Executive Officer (the “CEO”), Office of General Counsel, Human Resources, Risk Management, Compliance, Executive Management and all officers – support and enforce the Code.

## **The Code and You**

The Code is to be accessible to you and maintained for public access as well.

While our Code says we will comply with applicable laws and regulations, it is more than compliance. Our Code describes how the Bank relates to customers, associates, suppliers and vendors. This Code is a reference guide to help you understand what is right. While it cannot be all inclusive, it should set forth basic principles and help connect you with appropriate people who can provide direction.

The Bank expects you to conduct yourself with integrity and to avoid even the appearance of improper behavior. The Bank’s agents and representatives, including consultants, should also read and follow this Code as applicable. If you violate the standards in this Code, you will be subject to disciplinary action, including potential dismissal from the Bank.

## **Waivers and Amendments**

We expect and intend that no one will seek or be given a waiver from any provisions of our Code. The CEO or the Board must approve any waiver of the Code. The Code may be amended by the CEO of Cadence Bank, with substantive changes approved by the Board.

## **Raising Issues and Reporting Violations**

We encourage you to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behavior and when you are in doubt about the best course of action in a particular situation. The Bank does not permit retaliation for reports of misconduct made in good faith. You are expected to cooperate in internal investigations of misconduct.

You have a responsibility to promptly report knowledge of or information regarding any accounting, internal control or auditing matters to the Bank. You should also report any violation or suspected violation of the law, the Code or other Bank policy or procedures. You may make reports by calling the Speak Up! Hotline at 844-337-3619, an anonymous hotline. You may also report violations directly to the Director of Human Resources or the Office of the General Counsel at 2100 3<sup>rd</sup> Avenue North, Suite 1100, Birmingham, AL 35203.

Retaliation is a serious violation of the Code. The Bank will not permit any kind of retaliation for good faith reports of alleged ethical violations or misconduct. If you believe you have been retaliated against for raising an ethics concern, contact Human Resources or the Office of General Counsel, or call the Speak Up! Hotline. All reports will be investigated promptly and appropriate action will be taken.

Some examples of concerns or complaints relating to questionable accounting or auditing matters, include the following:

- fraud or deliberate error in the preparation, evaluation, review or audit of any Bank financial statement;
- fraud or deliberate error in recording and maintaining the Bank's financial records;
- deficiencies in or noncompliance with the Bank's internal accounting controls;
- misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the Bank's financial records, financial reports or audit reports; or
- other failure of the Bank's financial statements to present fairly, in all material respects, the Bank's financial condition and results of operations.

### **Compliance with Laws, Rules and Regulations**

You must respect and comply with applicable laws, rules and regulations of the jurisdictions in which the Bank operates. Although not all associates are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel. You should bring to the attention of appropriate senior management evidence of a potential material violation of laws, rules or regulations applicable to the Bank, by the Bank or anyone acting on its behalf. From time to time, the Bank may hold information and training sessions to promote compliance with applicable laws, rules and regulations, including insider trading laws.

### **Honest and Ethical Conduct; Conflicts of Interest**

In carrying out your duties and responsibilities, you should engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between your personal and professional relationships. You should strive to identify and raise potential issues before they lead to problems.

A "conflict of interest" exists when your personal interest is in any way adverse to or otherwise in conflict with the Bank's interests. You must avoid such conflicts of interest.

Further, you must continually bear in mind that even the appearance of a conflict of interest can be detrimental to the Bank. A conflict situation can arise when you take actions or have interests that may make it difficult to perform your Bank work objectively and effectively. Conflicts of interest may also arise when you, or members of your family, receive improper personal benefits because of your position in the Bank.

A conflict of interest almost always exists when you work simultaneously for a competitor and the Bank. Accordingly, it is the Bank's policy that you are not allowed to work for a competitor as a consultant or board member unless any such arrangement is disclosed in advance and determined not to present a conflict of interest. The best policy is to avoid any direct or indirect business connection with the Bank's customers, suppliers or competitors, except on the Bank's behalf.

Generally, to avoid any potential conflict of interest, you may not:

- Buy property (significant assets) from, or sell assets to, the Bank or any account; for which the Bank acts as a fiduciary;
- Buy property the Bank acquired through foreclosure or repossession;
- Represent another company in its dealings with the Bank;

- Purchase any property, including real estate, knowing the Bank intends to purchase it; or,
- Use Bank property, corporate time, or proprietary or confidential information for personal gain.

The expertise you develop in the course of your employment may provide opportunities to participate in outside activities as a paid or unpaid consultant. It is important to discuss these opportunities with your manager and the Office of General Counsel to ensure no conflict of interest or appearance of conflict of interest exists. Prior to participating in some outside activities you must gain approval from your manager and Director of Human Resources by completing the *Outside Activities Request* form (Appendix A). Complete this form when taking on a second job, serving as an officer, partner or director in any outside entity (including not-for-profits) or any other activity that may present a potential real or perceived conflict.

When serving as an officer, partner or director in any outside entity (including not-for-profit organizations):

- Abstain from any vote or decision to use of any Bank product or service by the outside entity or that would result in the Bank obtaining some special benefit
- Ensure the outside entity conducts its affairs lawfully, ethically and in accordance with prudent management and financial practices
- Comply with any additional Bank policies relating to the provision of services to the outside entity

Conflicts of interest are prohibited as a matter of Bank policy, except as approved by the Board. When a question or uncertainty arises with respect to a potential conflict of interest, you should consult with higher levels of management. If you become aware of a conflict or potential conflict, you should bring it to the attention of a supervisor, manager or other appropriate person, or contact the Speak Up! Hotline.

### **Accounting and Legal Advice**

You may be asked by a customer to offer opinions on legal or tax matters. The Bank does not employ you to provide such opinions to customers. Further, laws prohibit anyone who is not a licensed attorney to provide legal advice. It is important you do not act in a manner that could be construed as rendering such advice. Rather, you should encourage the customer to contact a lawyer or accountant of his or her choosing. If a customer absolutely insists on guidance in selecting an accountant or attorney, you may offer a selection of at least three accountants from which the customer can choose. The Bank recommends you direct customers to contact the state or local bar association for an attorney referral. Under no circumstances may you influence the customer's decision in any manner whatsoever.

### **Insider Trading**

You may not seek to benefit personally by buying or selling securities related to material non-public information learned as a result of your relationship with the Bank, its customers or potential customers. This rule applies to trading in the common stock, debt securities or options of any customer or vendor of the Bank or any other company when you learn material

nonpublic information in the course of your employment or relationship with the Bank. Knowing when information is “material” can be difficult. Generally, information is “material” if a reasonable investor would consider it important in determining whether to buy or sell a security. Information need not be certain to be material. Information that something is likely to happen, may happen or is being considered may be material. “Nonpublic” information is any information that is not reasonably accessible to the investing public. Once a company releases information through public channels (for instance, a press release or an SEC filing), it may take additional time for it to become broadly disseminated. Transactions that may be necessary or justifiable for independent reasons (such as the need to raise money for an emergency expenditure) are not an exception. You must strictly comply with this policy.

Moreover, you are cautioned not to engage in any transactions in which you may even appear to be trading while in possession of material non-public information or to “tip” others who might make an investment decision on the basis of that information. Understand, in the event you were to tip someone, you, the person who gives the tip, and the person who receives the tip may be held liable, even if you did not trade and did not receive a monetary benefit from the person who received the tip. This liability may extend to those to whom the person you gave the tip in turn provides the information. Failure to observe this policy may result in serious legal difficulties, including criminal penalties, for you and the Bank under applicable insider trading laws.

### **Corporate Opportunities**

You are prohibited from taking for yourself opportunities you discover using Bank property, information or position, or which are developed on Bank time, without the consent of the Board. You may not use Bank property, information, or your position for improper personal gain. You may not compete with the Bank directly or indirectly. You owe a duty to the Bank to advance its legitimate interests whenever the opportunity to do so arises.

### **Competition and Fair Dealing**

The Bank seeks to outperform its competition fairly and honestly. The Bank seeks competitive advantages through superior performance and never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner’s consent, or inducing disclosure of such information by past or present employees of other companies is prohibited. You should respect the rights of and deal fairly with the Bank’s customers, vendors, competitors and your fellow associates.

You should never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair dealing practice.

### **Gifts and Entertainment**

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain unfair advantage with customers. You may never accept a gift in exchange for a past, current or future business relationships with the Bank. Gifts and entertainment must always be provided or accepted in full compliance with our policies and the law.

You should never solicit anything of value from anyone in return for any of the Bank's business or confidential information. You should never use your Bank position to obtain anything of value from a customer or vendor.

You or your family may accept gifts or entertainment only under the following circumstances, when the offered gifts or entertainment:

- is not a cash gift (or cash equivalents such as checks or gift cards) in any amount,
- is consistent with customary business practices,
- is not frequent and does not reflect a pattern or an appearance of a pattern of frequent courtesies from the same entity or persons,
- is not excessive in value (generally no more than \$100)
- does not exceed \$250 in aggregate from one source during the previous 12 month period
- is such that you would not feel comfortable discussing the courtesy with your supervisor or co-worker or having the courtesy known by the public
- cannot be construed as a bribe or payoff
- does not violate any U.S. or foreign laws, rules or regulations including, among other laws, the Foreign Corrupt Practices Act
- is based on an independently existing family or personal relationship.

Please discuss with your manager or the Director of Human Resources prior to acceptance any gift or proposed gift which you are not certain is appropriate.

Prior to accepting a gift or offer of entertainment, the *Gifts and Entertainment Disclosure/Approval Form* (Appendix B) must be completed. All acceptances and offers must be disclosed, even those you decline. On a case-by-case basis, when allowed by law, the Director of Human Resources may approve circumstances in which you may accept something of value in connection with the Bank's business that is not expressly authorized by the Code.

### **Use of Corporate Assets for Charitable Purposes**

The Bank encourages you to participate in charitable or *pro bono* causes and officially supports some of these same non-profit organizations, but the use of Bank facilities or relationships for charitable or *pro bono* purposes can be made only with prior approval from Executive Management and only after you have met any other notice requirements required by corporate or local policy.

### **Corporate Expenditures**

You are expected to be prudent with corporate assets, funds and expenditures. The Bank does not support the spending of funds in a way which is excessive, extravagant or would otherwise cause a risk to the Bank's reputation with our customers, investors or communities we serve.

### **Protection and Proper Use of Bank Assets**

You have an obligation to protect the Bank's assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on the Bank's profitability.

Bank assets include, but are not limited to, such things as electronic mail, computer systems, documents, equipment, facilities, information, the Bank's logo and name, materials and supplies. You should avoid any use of these assets for purposes other than the discharge of Bank business. Moreover, the use of the Bank's assets and resources for personal financial gain

is strictly prohibited. You should immediately report any suspected incident of misuse of Bank assets, fraud or theft.

### **Protecting Confidential and/or Proprietary Information**

Your obligation to protect the Bank's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks and copyrights, as well as business, marketing and service plans, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information violates Bank policy, and could also be illegal resulting in civil or even criminal penalties.

Additionally, you are required by law and the Code to keep all customer information confidential by complying with the following obligations:

- Do not attempt to access confidential information, including customer account information, unless you have a legitimate Bank business reason for doing so. Do not attempt to gain access to information you do not need to perform your job.
- Do not disclose confidential information to Bank colleagues, unless they have a need to know such information with their Bank responsibilities.
- Never disclose customer information outside the Bank to anyone other than the customer unless:
  - the Office of General Counsel has been approved the disclosure, or
  - the customer authorizes the disclosure.
- Never use confidential information for personal financial gain or to compete with the Bank.
- Take all appropriate steps to ensure the security of confidential information.

All of your obligations regarding the protection of confidential and/or proprietary information continue after your employment or association with the Bank ends. Taking client information with you after your employment with the Bank ends is a misuse or misappropriation of that information. Misuse or misappropriation of confidential and/or proprietary information may result in civil and criminal liability.

### **Confidentiality**

Any non-public information the Bank, its vendors or customers entrust to you is confidential, whether or not so marked. Confidential information includes all non-public information that might be of use to competitors, or harmful to the Bank or its vendors or customers, if disclosed.

Confidential information may be used only for a purpose necessary to the carrying out of your job duties and may not be disclosed to third parties unless legally mandated or otherwise approved by the Office of General Counsel.

All information, whether written or otherwise, regarding the Bank's business, including but not limited to information regarding customers, customer lists, costs, prices, earnings, any financial or cost reports, services, equipment, systems, procedures, operations, potential acquisitions, new location plans, prospective and executed contracts, and other business arrangements, is presumed to be confidential and proprietary information of the Bank. All such information is the Bank's exclusively owned trade secret and shall at all times be kept confidential.

When your employment with the Bank ends, you must return to the Bank all books, records, lists, and other electronic, written, typed or printed material, whether furnished by the Bank or

prepared by you, which contain any information relating to the Bank's business. These confidential records include any client or prospective client information you retain on your phone or other device. You may not make or retain any copies of such materials when your employment ends. All copies, including electronic contact information and other electronic data is due to be returned to the Bank. The obligation to preserve confidential information continues even after employment ends.

### **Deposit Account and Lending Restrictions**

The following actions are strictly prohibited under banking regulations:

- **Loan Procurement Fees:** No director, officer, or other person having power to direct the management or policies of the Bank may receive, directly or indirectly for personal compensation, any commission, fee, or other compensation in connection with the procurement of any loan made by the Bank.
- **Kickbacks:** The Bank may not give or receive any fee, kickback, or thing of value for referring business incident to a real estate settlement service, and no person may give or accept any portion, split or percentage of any charges made for rendering such settlement service, in connection with any real estate loan the Bank makes.
- **Tie-ins:** The Bank may not grant any loan on the prior condition, agreement or understanding that a borrower contract with a specific person for title or other insurance, building materials, construction, legal, real estate agency, brokerage, real estate or property management services.
- **Associate Accounts:** You are encouraged to maintain your bank accounts at the Bank to allow the Bank to provide service and direct deposit of payroll checks. However, under no circumstances will the Bank pay a rate of interest in excess of the rate available to all customers. Customary fees will be charged except pursuant to waivers available to all similarly situated customers or in accordance with a bank-wide benefit available to all associates.

### **Discrimination and Harassment**

The Bank is fully committed to a workplace that fosters diversity and equal opportunity and is free from discriminatory action. In support of this commitment, the Bank prohibits discrimination or harassment based on the basis of race, color, religion, sex, sexual orientation, national origin, age, marital status, physical or mental handicap or other disability, status as a veteran, citizenship of individuals legally authorized to work in the United States or other legally protected status.

If you feel you have been or are being harassed or discriminated against in violation of the Bank's policy, you should bring such actions to your supervisor's attention or a senior management member's attention. You should choose the person with whom you are most comfortable in discussing the details of the incident or conduct. If you feel you cannot for any reason report an incident to any of these individuals, the Director of Human Resources or Office of General Counsel is available to handle anonymous reports. Additionally, you may call the Speak Up! Hotline at 844-337-3619. Supervisors must notify the Director of Human Resources of any reports of harassment.

Again, the Bank takes retaliation of a good faith report of harassment very seriously. Retaliation is a violation of the Code. If you believe you have been retaliated against for raising a concern,

contact Human Resources, Director of Human Resources, Office of General Counsel or call the Speak Up! Hotline. All reports will be investigated promptly and acted upon appropriately.

### **Health and Safety**

The Bank mandates a “zero tolerance for violence” environment and seeks to prevent violence at the workplace. Violence and threatening behavior are not permitted. The Bank strives to provide a safe and healthful work environment. You have a responsibility for maintaining a safe and healthy workplace by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions. The Bank’s policy is to comply with all health and safety laws, rules and regulations, not just because it is legally required, but also because we believe it is the responsible way to conduct our business. The Bank has a systematic approach to health and safety management designed to ensure compliance with the law and to achieve continuous performance improvement. You should report to work in condition to perform your duties, free from the influence of illegal drugs or alcohol. The use of drugs in the workplace will not be tolerated without proper documentation from a medical professional.

### **Fair and Consistent Treatment**

You are expected to deal fairly with Bank customers, vendors, competitors and fellow associates. Abuse of privileged information, discrimination, manipulation, concealment, misrepresentation of material facts, or any other unfair-dealing practice will not be tolerated.

The Bank is committed to complying with all fair lending and anti-discrimination laws as well as meeting the credit needs of the communities in which we serve. You must make certain you meet all training obligations to ensure knowledge of legal requirements and the Bank’s policies and procedures for fair and consistent treatment of everyone associated with the Bank’s business.

If you believe an associate is in violation of this policy, you must report this conduct to Human Resources, Office of General Counsel or you may call the Speak Up! Hotline at 844-337-3619.

### **Record Keeping**

The Bank requires honest and accurate recording and reporting of information in order to make responsible business decisions. For example, only the true and actual number of hours worked should be reported. Many associates regularly use business expense accounts, which must be documented and recorded accurately. If you are not sure whether a certain expense is appropriate, legitimate or reasonable, ask your supervisor or your manager prior to incurring the expense.

All of the Bank’s books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect the Bank’s transactions and must conform both to applicable legal requirements and to the Bank’s system of internal controls.

No Bank fund, asset, liability, revenue or expense shall be concealed or incompletely or incorrectly recorded. Unrecorded or “off the books” funds or assets should not be maintained unless permitted by applicable law or regulation.

You should avoid exaggeration, derogatory remarks, guesswork or inappropriate characterizations of people and companies in the Bank’s communications and records. This applies equally to e-mail, internal memos and formal reports. You should keep in mind that in

the future, the Bank or a third party may rely on or interpret a document or communication without the benefit of complete context.

Records should always be retained or destroyed according to the Bank's record retention policies. The only exception to the Bank's record retention policies is a litigation hold. In the event of any actual or reasonably anticipated litigation or governmental investigation, a litigation hold will be put in place as to relevant documents. You have an affirmative obligation to read, acknowledge and comply with any litigation hold. A litigation hold overrides any applicable records destruction schedule. Please consult the Office of General Counsel prior to the destruction of any documents related to any litigation or governmental investigation.

### **Foreign Corrupt Practices Act**

You are required to comply strictly with the U.S. Foreign Corrupt Practices Act (the "FCPA"). In essence, no associate may make or promise to make, directly or indirectly, any payment of money or object of value to any foreign official of a government or a political party, or a candidate for political office, that is for the purpose of inducing or influencing such person to act in any way to assist the Bank in obtaining or retaining business for or with the Bank.

Facilitating payments of a reasonable and customary amount paid to lower-level government officials in foreign countries to perform non-discretionary functions or services that they are obligated to perform are not illegal under United States law if such payments are customary in a particular country and are the only feasible way to obtain government services or action to which the Bank is legally entitled. However, such facilitating payments may not be legal under local law. Legal advice concerning any such proposed payment must be sought in advance from, and be approved by, the Office of General Counsel.

If in doubt, ask for assistance. If you have a question about a payment or are aware of any violation of this policy, you should promptly contact the Bank's Office of General Counsel or Director of Human Resources.

The FCPA also requires that the Bank's books, records and accounts be kept in reasonable detail to reflect accurately and fairly all transactions.

### **Political Contributions**

Any contribution or expenditure by Cadence Bank, N.A. in connection with any election to any political office, or in connection with any primary election or political convention or caucus held to select candidates for any political office is prohibited. This prohibition applies to all federal, state, and local elections.

This Code is not intended to prevent the communication of Bank views to legislators, governmental agencies, or to the general public with respect to existing or proposed legislation or governmental policies or practices affecting business operations. Moreover, under this Code, reasonable costs incurred by the Bank to establish or administer our political action committee or activities organized to solicit voluntary political contributions from individual associates are not regarded as contributions to political parties or candidates, where the Bank may lawfully incur such costs.

The Bank encourages you to participate in the political process by voting and keeping informed on political matters. You are free to contribute financially to or otherwise support the candidates or political parties of your choice. When participating in the political process, however, you must make clear you are doing so as a private individual and not as a Bank

representative. You should be aware that lobbying activities on behalf of organizations or businesses such as the Bank are subject to state and federal laws that must be strictly observed.

If you wish to stand for election to public office, you may do so if it does not in any way hinder your job performance. You should notify the Director of Human Resources before making plans to campaign for, or serve in, public office.

### **Full and Fair Disclosure; Periodic Reports and other Government Filings**

It is the Bank's policy that the information in its public communications, including periodic reports and other filings with Bank regulatory agencies, be timely, understandable, fair, complete and accurate in all material respects. If you have responsibilities related to the preparation of these filings and communications, you should exercise diligence and care to do your part in acting in furtherance of this policy. You are prohibited from knowingly misrepresenting, omitting, or causing others to misrepresent or omit, material facts about the Bank to anyone having a role in the Bank's financial reporting and disclosure processes. You must not directly or indirectly take any action to fraudulently induce, coerce, manipulate or mislead the Bank's independent auditors for the purpose of rendering the financial statements of the Bank, or direct anyone else to do so. To the extent you believe any of the Bank's periodic reports contain any materially false or misleading information, you should immediately report this to your manager, the Director of Human Resources, Office of General Counsel or the Speak Up! Hotline.

You must promptly bring to the Bank's Audit Committee's attention any material information of which you may become aware that affects the Bank's disclosures in its public filings or otherwise, and to otherwise assist the Audit Committee in fulfilling its responsibilities. In addition, you must promptly bring to the Audit Committee's attention any information you may have concerning (a) significant deficiencies in the design or operation of internal controls which could adversely affect the Bank's ability to record, process, summarize and report financial data or (b) any fraud, whether or not material, that involves management or other associates who have a role in the Bank's financial reporting, disclosures or internal controls.

### **Compliance Procedures**

You and the Bank must work together to ensure prompt and consistent action against violations of this Code. Nevertheless, in some situations it is difficult to know right from wrong. Because it is not possible to anticipate every situation that will arise, the Bank has set forth below a way to approach a new question or problem.

- Make sure you have all the facts. In order to reach the right solutions, we must be as fully informed as possible.
- Ask yourself: What am I specifically being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question with which you are faced, and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your supervisor. This is the basic guidance for all situations. In many cases, your supervisor will be more knowledgeable about the question, and will appreciate being brought into the decision-making process. Remember that it is your supervisor's responsibility to help solve problems.

- Seek help from Bank resources. In the rare case where it may not be appropriate to discuss an issue with your supervisor or where you do not feel comfortable approaching your supervisor with your question, discuss it with the Bank’s Director of Human Resources or Office of General Counsel.
- You may report ethical violations in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected. The Bank does not permit retaliation of any kind against associates for good faith reports of ethical violations.
- Always ask first, act later: If you are unsure of what to do in any situation, seek guidance before you act.

### **Public Disclosure**

This Code and all revisions and amendments hereto will be posted on the Bank’s website.

### **Questions**

Questions about this policy should be directed to the Director of Human Resources or Office of the General Counsel.

### **Conclusion**

Cadence adopted this Code to ensure we all “Do Right.” At all times, we are held accountable to the highest standards of this Code. The Code outlines how we behave in the workplace, and while building relationships with customers and fellow associates. Ultimately, we “Do Right.”

This Code is a useful guide for general expectations and specific situations; refer to it often. Please know we cannot address every issue that may arise, but we have staff in several areas of the Bank that can help with questions. Human Resources, Compliance, Audit, Legal and Corporate Security work as a team to ensure Cadence will “Do Right.”

Remember, should you have any ethical concerns, questions about the Code, or see something illegal or unethical, please Speak Up! You may talk to management, the Director of Human Resources, the Office of General Counsel, or call the Speak Up! Hotline at 844-337-3619.