

**CHARTER OF THE
RISK COMMITTEE
OF THE
BOARD OF DIRECTORS**

1. Mission Statement

The Risk Committee (the "Committee") is appointed by the Board of Directors ("Board") to assist the Board in its oversight of management's responsibility to implement an effective risk management framework reasonably designed to identify, assess and manage the Company's key risks. The Committee's responsibilities also include oversight of the Company's risk governance structure, and review and approval of its primary risk policies.

2. Membership

The Committee shall consist of no fewer than three directors. Each member of the Committee shall be an "independent" director, as determined in accordance with the independence standards adopted by the New York Stock Exchange (the "NYSE"), Securities and Exchange Commission ("SEC") and other regulatory requirements in effect from time to time. In addition, the chair of the Committee shall satisfy any rules or requirements of the Federal Reserve Board. The members of the Committee and the Chair of the Committee shall be appointed annually by the Board and may be removed by the Board. At least one member of the Committee shall have experience in identifying, assessing and managing risk exposures of large, complex financial firms.

3. Duties and Responsibilities

The Committee's responsibility is one of oversight, and it recognizes that the Company's management is responsible for managing its risks.

In carrying out its oversight duties, it is not the Committee's responsibility to manage the Company's risk functions nor to report on their processes and assessments with respect to the Company's management of risk. The Committee recognizes that the Company's risk management professionals have more knowledge of risk management requirements and more detailed information about the Company than do the members of the Committee; consequently, in carrying out its oversight responsibilities, the Committee is not providing any expert or special assurances as to the Company's management of risk.

a. Oversight of Risk Management

- (i) The Committee shall oversee management's responsibilities to assess and manage the Company's key risks, including market, credit, liquidity, funding, operational (including cybersecurity), compliance (including privacy and anti-money laundering), and reputational risk. The Committee's role also includes oversight of the Company's risk governance structure and the performance of the Company's Chief Risk Officer and Chief Compliance Officer.

- (ii) The Committee shall review and evaluate the Company's practices with respect to risk assessment and risk management.
- (iii) The Committee shall receive and review reports from the Chief Risk Officer on at least a quarterly basis regarding the major risk exposures of the Company and its business units. Specifically, the Committee shall review the Enterprise Risk Management Report, and review the pertinent risk parameters for the Company's most important risks.
- (iv) The Chief Risk Officer shall have access to the members of the Committee on a direct basis as necessary and shall attend meetings of the Committee as requested by the Committee.
- (v) The Committee shall oversee the Company's management of compliance risk and support a culture that encourages ethical conduct and compliance throughout the Company.
- (vi) The Committee shall oversee the compliance risk management framework, as established by the Company's Compliance Risk Policy. This includes reviewing and approving the Compliance Risk Policy and other elements of the framework, as appropriate, and overseeing senior management's work to establish the framework.
- (vii) The Committee shall also receive reports from the Company's Chief Compliance Officer regarding compliance risks stemming from the Company's activities. At least quarterly, the Chief Compliance Officer shall submit reports to the Committee on activities undertaken, any regulatory problems encountered, and any known regulatory issues that may affect the Company in the future. The Committee shall also oversee the Company's work to resolve significant compliance risk-related issues.
- (viii) The Chief Compliance Officer and the Chief Audit Executive shall have access to the members of the Committee on a direct basis as necessary and shall attend meetings of the Committee as requested by the Committee.
- (ix) The Committee shall review and approve the enterprise-wide policies of the Company that are related to its duties and responsibilities as set forth herein.
- (x) The Committee shall refer to the Audit Committee any items that have a significant financial statement impact or require significant financial statement or regulatory disclosures, and any other similar significant issues (including

significant compliance issues), as soon as deemed necessary by the Committee.

b. General Responsibilities

- (i) In exercising its oversight responsibility, the Committee shall have access to members of management and material reports or inquiries received from, and any reports of examination submitted by, the various federal and state financial institution regulatory authorities and management's responses to such reports or inquiries. The Committee may inquire into any issues that it considers to be of material concern to the Committee or the Board.
- (ii) The Committee shall have authority to conduct or authorize investigations into any matters within its scope of responsibilities and to retain advisers, including counsel and other professionals, to assist in the conduct of any investigation, and to determine their compensation.
- (iii) The Committee shall report regularly to the Board with respect to its activities.
- (iv) The Committee shall consult from time to time with other committees of the Board on risk-related matters in such manner as the Committee or its chair deem appropriate.
- (v) The Committee shall annually review and reassess the adequacy of this Committee's charter and recommend any proposed changes to the Board for approval.
- (vi) The Committee shall participate in an annual performance evaluation of its activities by the Board.

4. Meetings and Operations

The Committee shall meet as frequently as its responsibilities require. Generally, the Committee shall meet quarterly, prior to each meeting of the Board. The Committee shall meet periodically with the Chief Risk Officer in private sessions to discuss any matters that the Committee or the Chief Risk Officer believes should be discussed, and the Committee shall also meet periodically in executive sessions. Such sessions shall generally be held in conjunction with each regularly scheduled meeting of the Committee.

The Committee shall coordinate with the Audit Committee of the Board (which may be done through the Chairs of each committee) to ensure that each committee has received and, when appropriate, discussed the information necessary to fulfill its respective duties and responsibilities with respect to areas of common interest.

The Committee or its Chair shall meet not less than annually with the Compensation and Talent Committee of the Board to assist that committee in its review of the Company's compensation practices, and the relationship among risk, risk management and compensation in light of the Company's objectives, including its safety and soundness and the avoidance of compensation practices that would encourage excessive risk taking.

In addition, members of the Committee are free to contact members of management, including the Chief Risk Officer, the Chief Compliance Officer, the Company's General Counsel and outside counsel whenever they consider appropriate; the Committee may request reports or presentations at Committee meetings from any of these individuals. The Committee Chair, or, in his or her absence, another designated member of the Committee, shall preside at each meeting. The Committee may meet in person or by telephone or videoconference.

At all Committee meetings, a majority of the members of the Committee shall constitute a quorum for the transaction of business. The action of a majority of those members present at a meeting at which a quorum is present (but in no event fewer than two members), shall be the action of the Committee. The Committee shall keep a record of its actions and proceedings.

5. Funding

The Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation, independent legal counsel or any other adviser retained by the Committee.

As amended by the Board of Directors effective February 23, 2024.