

Ethics, Business Practices, and Conduct Committee Charter

TABLE OF CONTENTS

1. Purpose	2
2. Membership	2
3. Committee Responsibilities.....	2
4. Authority	3
5. Meeting Administration	3
5.1. Schedule and General Administration	3
5.2. Voting Requirements / Quorum.....	3
5.3. Interactions and Escalation	3

1. Purpose

The purpose of this charter is to define the membership, roles and responsibilities, authority and meeting administration of the Ethics, Business Practices, and Conduct Committee (EBPCC). The elements of the Reputational Risk Program and the risk management practices used to identify, monitor, and control reputational risk are established in the [Enterprise Reputational Risk Policy](#), in alignment with the risk appetite and Enterprise Risk Management strategies outlined within the [Enterprise Risk Policy](#). The Enterprise Ethics Office oversees the Business/Sales Practices Risk (BSRP) Program in accordance with the framework established by the [Business/Sales Practices Risk Policy](#) as part of the overall Compliance Management System of Truist’s Enterprise Risk Framework. The referenced policies establish the requisite monitoring and reporting requirements for identifying and escalating BSPR and reputational risk exposures and concerns. Since reputational risk can arise anywhere within the organization, the evaluation of its impact is embedded in Truist’s processes and risk management practices. The purpose of the EBPCC is to assess and make determinations regarding Truist’s business practices to ensure alignment with core purpose, principles, and values and to share best practices. The EBPCC also serves as the forum for enterprise reputational risk exposures.

2. Membership

The Committee consists of the following members, however other risk professionals and Business Unit leaders may be requested to attend Committee meetings at the discretion of the Committee Chair (“Chair”):

Voting Members
Chief Legal Officer and Head of Public Affairs (Chair)
President and CEO
Vice Chair
Vice Chair & Chief Risk Officer
Chief Financial Officer
Chief Retail and Small Business Banking Officer
Chief Teammate Officer and Head of Enterprise Diversity
Enterprise Ethics Officer (Secretary)
Chief ESG and CSR Officer
Non-Voting Members
Chief Insurance Officer
Chief Commercial Community Banking Officer
Chief Information Officer
Chief Wealth Officer
Chief Audit Officer
Chief Compliance Officer

3. Committee Responsibilities

To achieve its purpose, the EBPCC oversees, receives reports on, and advises, as appropriate, on the following areas:

- Reputational risk exposures and trends;

- Ethics, BSPP, and responsible conduct;
- Client/Product suitability;
- Culture;
- Risk awareness;
- Client complaints; and
- Teammate concerns/investigations.

The EBPC also reviews external events, emerging issues, and external risk factors, and their potential impact on Truist, including:

- Environmental, Social, and Humanitarian Issues;
- Strategic partner practices;
- Critical third-party practices; and
- Client practices.

4. Authority

- This Committee reports to and operates under the authority of the Board Risk Committee (BRC).
- This Committee may form and delegate authority to subcommittees, as appropriate.
- This Committee may also authorize Working Groups to support this Committee and applicable subcommittees, as appropriate, and is responsible for the oversight of those Working Groups.

5. Meeting Administration

5.1. Schedule and General Administration

- The Committee will meet quarterly and at the request of the Chair.
- The Committee may also act upon matters of importance by e-mail vote and acknowledgement to approve or disapprove matters presented;
- All members are expected to attend each meeting. If unable to attend, voting members are expected to notify the Chair to ensure a quorum will be reached.

5.2. Voting Requirements / Quorum

- A quorum consists of a majority of the voting members, and must include the Chair, or designee. Each voting member, or assigned delegate, will cast a vote, with the majority determining the final outcome. In the event of a tie vote, the topic may be adjudicated by the parent committee.

5.3. Interactions and Escalation

- The BRC serves as the primary governance body for all required escalation matters, including elevated risk issues, non-standard items, non-routine reporting, and/or items outside of the defined approval authority of this Committee;
- In order to effectively fulfill its responsibilities, the EBPC may regularly coordinate actions and activities with other Executive level committees;
- Matters may also be escalated to this Committee from other Committees, sub-Committees, or Working Groups and this Committee may escalate items to any other committee, as necessary;

- Many of the Executive level committees maintain overlap in Executive membership and other select meeting participants. To further ensure connectivity and transparency, summary meeting content may also be shared between these committees.
- The EBPCCC interacts with the Board of Directors as outlined below:
 - The Committee will provide updates to the BRC;
 - Additional periodic reporting will occur to the Board Nominating & Governance Committee and the Board Compensation and Human Capital Committee as it pertains to their respective committee scope of responsibilities.
- This committee must also obtain periodic activity summaries from authorized Working Groups supporting this committee, if applicable, for oversight purposes.