

Texas Capital Code of Conduct and Ethics 2026



A Message from *Chairman, President & Chief Executive Officer* **Rob C. Holmes**

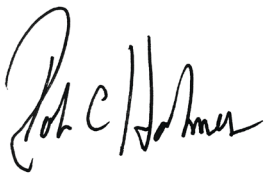
SETTING THE STANDARD

At Texas Capital, ethical behavior and personal integrity have always been the cornerstone of how we do business and have earned us the respect of our clients, employees, partners and communities that we serve. In our more than two-decade history, we have built a culture rooted in teamwork, dedication and mutual respect that aligns us with common and expected standards of behavior and conduct, including a shared responsibility for our actions.

Our Code of Conduct and Ethics is the basis of this shared commitment and responsibility for our actions and reflects our core principles including: our commitment to ethical behavior, our clients, our firm and its shareholders, to each other and to our community. We believe that every action has a ripple effect and each of us carries a responsibility to ensure that whenever we do business, we are always acting with the highest level of integrity and ethical culture. We abide by all applicable laws and have zero tolerance for unethical or unlawful behavior.

With that in mind, we rely on our shared values and your sound judgment to meet the Code's objectives, the deterrence of wrongdoing and a dedication to fair and ethical behavior in all our actions. Maintaining this high standard means that each of us must speak up if we see or experience something that does not align with our Code of Conduct and Ethics. If you have a concern, you are always welcome to speak with your manager, a higher-level manager or Human Resources. If you would prefer to report a concern anonymously, you may do so through our confidential hotline or website, both of which are managed by NAVEX Global, an independent third-party vendor.

Preserving our culture, reputation and respected history requires all of us to act responsibly and always do the right thing. Thank you for your continued commitment and hard work, and for keeping yourselves and each other honest every day.



Rob C. Holmes

Chairman, President & Chief Executive Officer
Texas Capital Bancshares, Inc. and Texas Capital

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ABOUT US

OUR CULTURE AND PRINCIPLES

Our culture reflects our principles by aligning us with common and expected standards of behavior and conduct, including a shared responsibility for our actions. The Code of Conduct and Ethics is the basis of our shared commitment and responsibility for our actions. Our core principles include our commitment to ethical behavior as we engage with our clients, our company and its shareholders, to each other and our community.

EMPLOYEE VALUE PROPOSITION

The Employee Value Proposition ("EVP") is a simple belief: Ambition needs a partner, and together we transform bold ideas into enduring results. Our EVP brings this to life through four pillars: Purpose & Legacy, Connect & Energize, Impact & Innovate and Growth & Influence – each reflected in how we show up for one another and the work we do every day.

Vision and Values

Vision:
To be the flagship financial services firm in Texas serving the best clients in our markets

Values:

- Act with transparency, candor and discipline in all we do
- Be accountable to one another, clients, communities and stakeholders
- Commit to excellence every day
- Foster a culture of opportunity through trust, collaboration and respect



RAISING CONCERNS AND REPORTING A VIOLATION

At Texas Capital Bancshares, Inc., parent company of Texas Capital Bank (individually and collectively with all affiliates and subsidiaries referred to as "Texas Capital"), we are all accountable to abide by the Code of Conduct and Ethics ("Code").

Each employee, officer and director must act with integrity and observe the highest ethical standards of business conduct in his or her dealings with Texas Capital's clients, suppliers, partners, service providers, competitors, employees and anyone else with whom he or she has engaged in the course of performing his or her job. We expect our suppliers, service providers and external business partners to adhere to these standards along with the applicable provisions of the Code as well.

However, the Code cannot (and is not intended to) address every situation you may encounter during your relationship with Texas Capital. With that in mind, we rely on our shared values and your sound judgment to meet the Code's objectives: the deterrence of wrongdoing and a dedication to fair and ethical behavior in all our actions. The Code will be reviewed periodically and may be updated from time to time. Should you have any questions regarding the Code or need to report a potential violation or concern, use Texas Capital's Employee Hotline listed below (anonymously if you prefer) or one of the other methods noted below.

Every employee has the responsibility to report violations or apparent violations of the Code, Texas Capital policy or any law or regulation. Reporting is required whether the violation involves you or someone else subject to the Code, rule, regulation or law, including other employees, managers, clients or business partners. Employees who willfully fail to report such violations may be subject to disciplinary action up to and including termination of employment. If you have a concern about our work environment or ethical standards, you have several options to bring them to our attention. You are always welcome to speak with your manager, a higher- level manager or Human Resources, about your concern. Managers are required to document all concerns reported by employees in Texas Capital's confidential reporting site. If you would prefer to report a concern anonymously, you may do so through Texas Capital's confidential hotline or website, both of which are managed by NAVEX Global, an independent third-party vendor. Employees may make a report to the following:

- The Employee's Supervisor
- The Head of Internal Audit
- Human Resources
- Corporate Compliance
- Texas Capital's confidential Employee Hotline (877.776.0996)
- Texas Capital's confidential reporting website (https://texascapital.ethicspoint.com).



If you are unsure if a violation has taken place or unsure about how to proceed, we encourage you to ask questions and have open conversations with your manager regarding business conduct and ethics concerns. Employees should always feel free to speak up when something is unclear.

In addition to internal reporting obligations, Texas Capital may have a responsibility to report violations of law to appropriate regulators or government agencies. Again, if you are unsure whether such an obligation exists, we encourage you to raise your concerns with your manager or the contacts listed above.

Reported violations of the Code, Texas Capital policy or any law or regulation will be taken seriously and may be investigated by external partners or by internal partners as well, such as Human Resources, Legal, Enterprise Fraud, Corporate Compliance, Financial Crimes Compliance or other functions as appropriate. You must not investigate the matter yourself or take further action relevant to the matter unless otherwise authorized by law or appropriate personnel.

You must report criminal legal actions and/or regulatory violations asserted against you, whether in your personal capacity or in your capacity as an employee of Texas Capital. This does not include traffic violations or other legal infractions not amounting to a criminal charge.

Any civil claims against you asserting fraud, dishonesty or unfair or unethical conduct related to financial services must also be reported.

Employees acting in specific capacities for Texas Capital, such as attorneys and fiduciaries, have additional reporting obligations. Those employees should know and comply with these rules if they apply.

Texas Capital prohibits retaliation of any kind against individuals who have made good faith reports or complaints of violation or possible violations. Please note that while it is not possible to maintain absolute confidentiality of employees' complaints, due to the obligation to investigate and remedy the situation, privacy will be protected to every extent possible.

Texas Capital Bank Wealth Management Services, Inc. d/b/a Texas Capital Bank Private Wealth Advisers ("PWA" or "the Adviser") is an SEC-registered investment adviser subject to the Investment Advisers Act of 1940. PWA-supervised persons must promptly report observed violations of the Code to their supervisor, the Adviser's Chief Compliance Officer ("Adviser CCO"), or another party as deemed appropriate. The Adviser CCO will receive reports of all such violations.

Nothing in this section is intended to restrict or interfere with the right or responsibility of any director or employee to (i) report potentially suspicious or fraudulent behavior to the internal fraud investigations unit and/or the internal Financial Crimes Compliance unit; (ii) report possible violations of federal, state or local laws or regulations to any governmental agency or entity; (iii) make other disclosures that are protected under the whistle blower provisions of federal, state or local laws or regulations; (iv) file a claim or charge with any federal, state or local government agency or entity; or (v) testify, assist or participate in an investigation, hearing or proceeding conducted by any federal, state or local government or law enforcement agency, entity or court. In making or initiating any such reports or disclosures, directors and employees need not seek Texas Capital's prior authorization and are not required to notify Texas Capital of any such reports or disclosures.



OUR COMMITMENT TO ETHICAL BEHAVIOR

1. PERSONAL INTEGRITY — YOUR DECISIONS MATTER

Ethical behavior and personal integrity are the cornerstone of how we do business and a commitment to those principles depends on you. Your actions and decisions impact not only Texas Capital but everyone around you, your colleagues, your clients and your community. Each of us carries the responsibility to ensure that our activity at Texas Capital is not only lawful but also upholds the highest standards of ethical behavior. To that end, the Code provides the framework and guidance to ensure that we continue a tradition of honesty, integrity and lawfulness in all our business dealings.

2. EMPLOYEE RESPONSIBILITIES

All employees, officers and directors must adhere to the Code and are required to comply with the Code as a condition of employment. You must read and understand the Code and align your conduct with its principles and directives in all your dealings with and related to Texas Capital. These responsibilities include timely reporting of violations or suspected violations of the Code and cooperation with any investigation, regulatory action, inquiry or litigation related to Texas Capital.

No department, line of business or other unit within Texas Capital may adopt a policy or procedure that is broader than or in contradiction of the Code. However, a business unit may adopt rules or policies that are more specific than the Code, so long as proper approval has been obtained from Human Resources and Compliance. It is the responsibility of every manager and employee within a given business unit to be familiar with and follow its specific policies in addition to the Code.

Managers and people leaders within Texas Capital have even greater responsibilities under the Code. Employees look to their managers as an example for ethical behavior and as a resource for guidance and direction when following the Code. Managers have a duty to ensure employee understanding and compliance with the Code and to report violations or suspected violations to the appropriate parties. Managers who fail to properly identify, remediate and/or report violations may be held responsible and be subject to disciplinary action up to and including termination of employment.

Failure to comply with the Code can lead to serious consequences for Texas Capital including but not limited to compliance risk, reputational risk, financial risk and legal risk. Consequences for employees who fail to comply with the Code may include disciplinary action, up to and including termination of employment, contract or agreement with Texas Capital. Violations of law may carry civil or criminal liabilities, which may include substantial fines and/or prison terms.

Third parties that violate the Code could be subject to liability and/or termination or alteration of the ongoing business relationship and/or other outcomes.

Finally, we want to emphasize that no manager, executive or any other representative of Texas Capital may direct you to perform any action or make any statement that would be illegal, unethical or otherwise in contravention of the Code. You are responsible for your behavior and commitment to the Code. If you have any concerns that a decision or behavior may be unethical or illegal, you should consult Human Resources or Internal Audit or file a report using our confidential reporting Hotline or Website. Refer to the contact information in the Raising Concerns or Reporting a Violation section of the Code.



3. COMPLIANCE WITH THE LAW

Compliance with all applicable laws and regulations is critical to Texas Capital's operations and an essential component of ethical conduct. It is the responsibility of every employee to comply not only with the law but the spirit and intent of the law as well. Texas Capital operates in a highly regulated and competitive environment, and any violation of laws or regulations may result in significant reputational, financial and legal risk.

Not all employees, officers and directors are expected to know the entirety of all applicable laws, rules and regulations pertaining to Texas Capital. However, it is important that each employee be aware of the laws and regulations applicable to their function, attend and comply with all internal training and know when to escalate issues and seek advice from appropriate personnel. All managers are generally responsible for making employees aware of which laws, rules and regulations apply to their positions and what guidance and training are necessary to understand and comply with these directives.

The Code is not intended to supplant the law of any jurisdiction in which Texas Capital does business. All employees, officers and directors are expected to comply with all applicable laws, rules and regulations. However, any conflict between the Code and customary practices should be resolved in favor of the Code. When in doubt, employees should address their questions to Legal, who may engage other partners on an as-needed basis.

4. CONFIDENTIAL INFORMATION

Confidential information is any piece of information that an individual possesses, either directly or indirectly, because of his or her employment or work at Texas Capital and that is not readily available to the public. Texas Capital and its employees are entrusted with pieces of confidential information every day, whether it be a client's personal identifying information, a vendor's intellectual property or our own business practices. These are just a few of the myriad examples of confidential information, which include any information about our business, employees, clients, partners and vendors. Confidence, both internally and externally, that this information will be protected from loss or unauthorized disclosure is paramount to Texas Capital's success.

Any information you have about Texas Capital and its clients, employees, affiliates, partners and/or vendors should be considered confidential unless it is obvious that the information is readily available to the public and should only be disclosed on a need-to-know basis. A need-to-know basis exists where such disclosure is necessary for normal business operations of Texas Capital or when expressly authorized by appropriate personnel and/or under the law.

All employees have a responsibility to protect confidential information and take all reasonable measures to prevent its loss or unauthorized disclosure. Employees are prohibited from sending confidential information to their personal email addresses or the personal email addresses of other current, former or incoming employees, or current, former or incoming contractors or vendors. This also includes any unintentional disclosures but is not limited to the use of social media, email and the internet, whether performed during one's employment or not; communication with friends and family; and communication with or overheard by other employees. Employees are prohibited from tampering with all anti-virus software enabled on Texas Capital issued devices.



Before communicating any confidential information, an employee should ensure that such communication is authorized under Texas Capital policy or the law, is being made to authorized individuals and is appropriately limited in scope. Where necessary, employees should also make sure the recipient of the confidential information understands the sensitive nature of the information and its permissible use and utilize a non-disclosure or other binding agreement as authorized by Texas Capital. When in doubt, an employee should consult with appropriate personnel and/or Texas Capital's legal department.

Texas Capital's restrictions on disclosing confidential information are not intended to supersede any law or regulation that would otherwise authorize such a disclosure, nor are they intended to prevent or inhibit an employee from reporting a violation or retaliation in response to such a report, to appropriate personnel or any regulator or government representative.

Finally, employees have a responsibility to protect confidential information from outside Texas Capital and its operations. Disclosure of confidential information received, whether inadvertently or intentionally, from a previous employer, a business competitor or other outside source may expose the employee and Texas Capital to legal liabilities. Like any other confidential information, disclosure should only be made where it is obvious that the information is readily available to the public.

5. NON-RETALIATION

As noted throughout this Code, every individual is responsible for escalating potential violations of the Code or Texas Capital policy, including violations of any laws or regulations.

Reports made to the hotline or website will grant you the right to remain anonymous and any further investigations or actions will be dealt with confidentially, to the extent possible. In all cases, the identity of any reporting individual will be kept on a need-to-know basis to the greatest extent possible.

We will not accept and will actively prohibit actions against you, taken by anyone at any level at Texas Capital, for acting in good faith and reporting a concern. We strictly prohibit retaliation against employees, officers or directors who report violations of the Code, Texas Capital policies or illegal or unethical business or workplace conduct in good faith or who provide assistance to any internal or external investigation regarding such a report, except for disciplinary action where the reporting employee, officer or director was involved in such violations, in accordance with Texas Capital's established policies.

6. ADMINISTRATION AND RELATED POLICIES

Our Code, which is administered by Corporate Compliance, is your first-line resource for ethical conduct at Texas Capital. The Code may be amended from time to time, and all amendments are effective immediately upon publication.

Corporate Compliance may provide interpretations of the Code, in consultation with Human Resources, Legal or other functions, where appropriate. Any request for an exception to this Code must be made in writing and approved by the Chief Compliance Officer and will be promptly disclosed to all stakeholders. The Code does not create any rights to continued employment and is not, nor is it intended to be, an employment contract.

A copy of the most recent iteration of the Code will be available to all employees on Texas Capital's intranet. The Code should be read in conjunction with all related Texas Capital policies, which are made a part of the Code by reference herein and listed below under the Appendix.

These policies are also available on Gateway. All relevant Texas Capital policies and procedures are incorporated into the Code, even where not specifically referenced or identified. Every employee has a responsibility to be familiar with Texas Capital policies and procedures applicable to his or her position.



OUR COMMITMENT TO OUR CLIENTS

1. PROHIBITION ON INSIDER TRADING

Texas Capital is committed to maintaining a reputation for honesty, integrity and high ethical standards in its activities, including maintaining the confidentiality of Texas Capital and its clients and third-party information and avoiding improper securities trading. As a publicly traded entity, Texas Capital has access to information considered material, non-public information ("MNPI") about the securities, financial condition and business practices of Texas Capital, its clients and other business partners. MNPI is information that, if publicly available, may potentially affect the market price of the securities issued by an entity, whether Texas Capital or another business or be considered important to a reasonable investor when deciding to buy or sell a security. You should consider all information non-public unless it is readily available to the public through legal and ethical channels. Any non-public information about the securities, business activities or financial condition of Texas Capital or its employees or clients should be considered material.

Employees who possess MNPI about any issuer of securities — whether Texas Capital or another publicly traded entity — are prohibited from what is known as "insider trading" activities: purchasing or selling such securities on their own account or any other account over which they exert control and from providing that MNPI to others, unless otherwise authorized by law or necessary to the employee's normal course of business. Given the significance and complexity of insider trading rules, Texas Capital has developed the Confidentiality and Securities Trading (Insider Trading) Standard, available on Gateway. For purposes of the Code, this document is incorporated by reference.

These rules apply to any security or other publicly traded instrument, no matter how the MNPI is acquired. MNPI should be treated by employees as confidential information and should only be shared within Texas Capital on a need-to-know basis. There are notification requirements for restricted individuals who trade or gift TCBI Securities. Employees who work within or are associated with the Investment Bank or Private Bank may be subject to additional trading and reporting requirements. If you are unsure if information would qualify as MNPI, or what you are required to report, you should consult with your respective Compliance Officer, The Control Room or with the Chief Compliance Officer.

2. PERSONAL INVESTMENT ACTIVITIES



You are responsible for conducting your personal investment activities in an ethical and legal manner. Texas Capital is dedicated to promoting a free and fair marketplace and ensuring that employee investment activity is consistent with these principles. As in all things, you should not take any action that would harm Texas Capital's reputation or would leverage your position at Texas Capital to benefit yourself before our clients.

You should never buy or sell securities while in possession of related MNPI, whether acquired through your position in Texas Capital or not. Likewise, you should not provide any MNPI or tips or directions based on such MNPI, while advising clients or any other person to buy or sell related securities.

These mandates include MNPI or other confidential information you may have received from working with a client, supplier, vendor or other business partner of Texas Capital. Never solicit or accept MNPI from outside sources and not received in the normal course of your employment with Texas Capital.

There may be other restrictions or pre-approval requirements on the sale or purchase of securities by an employee depending on his or her role with Texas Capital and the nature of the transaction. Certain employees may be subject to trading windows and limitations on trading activities including reporting to the Code of Conduct site. Due to the complexities of securities trading and surrounding rules, employees should refer to the Confidentiality and Securities Trading (Insider Trading) Standard and all applicable regulations when conducting investment activities. All associated persons of the Broker Dealer must (1) disclose all required accounts; (2) hold such accounts at only approved broker-dealers that provide Texas Capital Securities with holdings and securities transactions; (3) pre-clear trades as determined by Compliance. Please consult your compliance team if you are unsure how to report your personal trading activity. Additionally, all supervised persons of the Registered Investment Adviser must (1) disclose personal accounts; (2) hold such accounts at only approved broker-dealers that provide PWA with securities transaction reporting sufficient for the Adviser to meet the requirements of 204A-1(b)(1)-(2) of the Act; (3) pre-clear most trades, including direct or indirect participation in IPOs and limited offerings; and (4) allow PWA to monitor their personal securities transactions and holdings for potentially inappropriate activity. Please consult your compliance team if you are unsure how to report your personal trading activity.

You may have been granted stock or other securities in Texas Capital as part of your compensation as an employee. All sales are subject to the insider trading and applicable personal investment requirements in the Confidentiality and Securities Trading (Insider Trading) Standard, as well as any stock ownership guidelines. However, you are free, subject to the terms and restrictions of the Code and all applicable Texas Capital policies, to purchase or sell TXCP stock on your own account. Unless otherwise dictated by the terms of your employment, you are not required to purchase or hold any amount of TXCP stock.

You are responsible for your own personal investment activities and all related laws, regulations and rules including those that may particularly apply to your position in Texas Capital. If you have any questions regarding the rules in this section, you should contact Compliance or the Control Room via the Code of Conduct submission site found on Gateway.

3. ETHICAL BUSINESS PRACTICE

We believe that behaving ethically is good business and we intend to live up to our goal of being honest and fair in our dealings with others. As a representative of Texas Capital, you may not seek unfair advantage against clients, suppliers, co-workers or competitors by misrepresenting material facts or any other unfair, illegal or deceptive practices. This includes any consideration or promise offered or solicited in contravention of any law or Texas Capital policy that would otherwise raise the appearance of impropriety. You must never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information or misrepresentation of material fact.

Furthermore, employees may not solicit, direct or encourage a Texas Capital customer, business partner, prospective customer or partner, supplier, vendor, employee, consultant, contractor or agent toward a conflicting relationship with a competitor.

Some employees may have additional obligations towards Texas Capital and clients. This may include but is not necessarily limited to fiduciary responsibilities or other legal or professional duties of care. It is the responsibility of each employee to understand his or her professional and legal obligations to our clients.

All Texas Capital representatives in any way involved in Texas Capital's sales processes, programs and/or practices are expected to comply with all applicable laws, rules and regulations and be diligent to conduct fair dealing and act in the best interest of the combined stakeholders. In addition, every employee has a responsibility to exercise good judgment, due care and ethical practices even in absence of specific directives. All sales activities must be transparent and accurately reported and not create a real or perceived conflict of interest.

Each Line of Business maintains the primary responsibility for communicating to its employees about the laws and regulations that apply to its function. The Compliance Department, the Human Resources Training and Talent Development Department and other functions as necessary support this effort through administering initial and ongoing training on these topics. The following sections outline some key regulatory requirements that apply across Texas Capital.

3.1 Anti-Money Laundering and Know Your Customer

Money laundering is the process of obscuring the source of illegally obtained money by processing it through one



or more legitimate financial channels. Money laundering destabilizes markets, supports and propagates criminal activity and erodes confidence in governments and financial institutions. It is estimated that trillions of US dollars are laundered globally every year and anti-money laundering regulations in the United States and abroad are both complex and rigorous. Preventing and properly reporting money laundering activity is both a legal and ethical obligation of every employee of Texas Capital.

Some employees may have additional responsibilities toward controlling the risks of money laundering, including some client-facing personnel's obligation to collect Know Your Customer ("KYC") information and Financial Crimes Compliance ("FCC") personnel's obligation to investigate and file suspicious activity reports ("SARs"). Texas Capital maintains a Financial Crimes Compliance Policy, Program and many subordinate documents available to all employees on Texas Capital's intranet, which describe Texas Capital's risk management activity in this area and the various roles each employee plays in controlling these risks.

Employees should be familiar with these documents as well as the Suspicious Activity Questionnaire ("SAQ") application, which allows any employee to escalate and refer potentially suspicious activity to the FCC Department. Additionally, employees must complete AML/CFT training at onboarding and at least annually thereafter. It is generally

the manager's responsibility to ensure that employees understand their obligations to prevent and report AML/CFT activity and complete related training.

3.2 Economic Sanctions and Anti-Boycott Rules

The U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC") has developed several programs and regulations prohibiting financial institutions such as Texas Capital from providing financial services to certain foreign individuals, organizations and governments.

These regulations also mandate that Texas Capital freeze assets from these persons and groups and provide related reporting to OFAC. Other countries and international bodies (e.g., European Union) likewise have imposed similar economic sanctions, which Texas Capital may be required to comply with.

All employees are required to be familiar with Texas Capital's Financial Crimes Compliance Policy and Program, both available on Texas Capital's intranet and complete training at least annually. Some employees have additional responsibilities, such as performing routine and ad hoc sanctions screening utilizing designated applications. Texas Capital treats OFAC and other sanctions seriously and any potential screening match between a Texas Capital counterparty, client or other partner and a sanctioned person should be promptly escalated to the FCC Department.

The U.S. Department of Commerce Office of Antiboycott Compliance administers and enforces the Anti-Boycott Act of 2018 and related regulations, which in some circumstances, prohibit U.S. entities such as Texas Capital from taking certain actions in furtherance or support of a boycott maintained by a foreign country against a country friendly to the United States. Among other things, these laws prohibit us from refusing to do business with entities and governments based on their relationship with other governments or countries; discriminating against someone based on race, religion, sex, national origin or other protected class; furnishing information or agreements to furnish information about business relationships with or in a boycotted country or with blacklisted companies; furnishing information or agreements to furnish information about the race, religion, sex or national origin of a U.S. person; implementation of letters of credit containing prohibited boycott terms or conditions; and taking actions with the intent to evade these laws and regulations.

Employees should escalate any boycott-related requests or activities that may apparently violate these rules to the Compliance Department.

3.3 Anti-Trust and Anti-Tying Rules

Texas Capital is committed to fair and ethical dealing with its clients, partners and vendors and with our competitors. Additionally, U.S. Antitrust Laws prohibit many types of businesses – including Texas Capital – from engaging in certain activities that stifle free and fair competition. These prohibitions include but are not necessarily limited to agreements with competitors designed to fix prices, fees and costs; divide territories, markets and customer types; and exclude certain vendors, competitors or clients from the market.

Compliance with these laws and regulations is both required and the right thing to do. We believe competition should be open and free and we will succeed in the market through superior service in an honest and fair manner. If you have any concern that an agreement may be in contravention of anti-trust laws, you should escalate your concerns to our Legal Department or Compliance Department.

U.S. Anti-Tying laws prohibit banks such as Texas Capital Bank from conditioning the provision of certain financial products on the purchase of other products or services or on preventing a customer from purchasing the products or services of competitors. Texas Capital's commitment to complying with the specific terms of Anti-Tying laws and regulations is memorialized in the Corporate Compliance Policy, available on Texas Capital intranet. Employees who are client-facing or otherwise deal in services or products subject to these provisions should be familiar with the Policy.

3.4 Anti-Bribery and Anti-Corruption

Texas Capital is committed to ethical and lawful business practices and bribery and corruption in all forms is strictly prohibited. All employees are expected to comply with all relevant anti-bribery and anti-corruption laws, whenever and wherever they conduct business on behalf of Texas Capital. You may not give, promise or offer money, gifts, loans, rewards, favors or anything of value to any customer, government employee or any other person to influence a decision, secure an advantage, avoid a disadvantage or obtain or retain business. Likewise, you are prohibited from offering, promising or providing anything of value to any person or organization with the intent to unduly affect or influence any action or decision in connection with the business or affairs of Texas Capital.

If you engage in such behavior, you may subject Texas Capital and yourself to civil and criminal liability, harm our reputation and undermine the trust placed in us by our

clients, stockholders and communities. We do not tolerate bribery, corruption or improper payments of any kind in our business dealings. Corruptly soliciting or accepting or agreeing to accept anything of value from any person intending to influence or reward you in connection with their business with Texas Capital is a criminal offense.

Texas Capital maintains a Financial Crimes Compliance Policy on its intranet, incorporated in the Code by reference herein and available to all employees, which more fully describes all employees' responsibilities to comply with applicable laws when it comes to Anti-Bribery and Anti-Corruption. All employees are required to be familiar with and comply with this policy and complete related training on at least an annual basis.

In the event Texas Capital receives an allegation or report of inappropriate financial misconduct, such as bribery, kickbacks or any other like action Texas Capital will investigate the allegation or report. As part of the investigation, Texas Capital may request personal financial information from the targeted individual. Texas Capital may draw negative inferences against any employee who fails to comply with a request.

3.5. Investment Advisers Act of 1940

Texas Capital Bank Private Wealth Advisors ("PWA" or the "Adviser") and its supervised persons are held to the following standards:

a. *Adhere to PWA's fiduciary duty to always act in the best interest of the client.* This means clients' interests should always take precedence over the financial and other interests of the Adviser and its investment adviser representatives ("IARs"). When providing investment advice, IARs must seek to be impartial and make recommendations they have a reasonable basis to believe are appropriate considering clients' objectives, financial situation, risk tolerance and other relevant factors.

b. *Comply with all applicable federal securities laws.* This includes the Investment Advisers Act of 1940 but also extends to certain provisions of other laws including (but not limited to) the Securities Act of 1933, the Securities Exchange Act of 1934, The Investment Company Act of 1940, Regulation Best Interest and the Dodd-Frank Wall Street Reform and Consumer Protection Act.

3.6. AI Governance and Ethical Use of Artificial Intelligence

Artificial Intelligence ("AI") technologies, including machine learning systems, automated decision-making tools and generative AI platforms offer opportunities to enhance efficiency, decision-making and client service. However, these technologies also introduce ethical, legal, regulatory, operational, confidentiality and security risks. Responsible and compliant use of AI is essential to protecting Texas Capital, our clients, our shareholders and our communities.

All employees, officers, directors, contractors and third-party partners must adhere to standards identified by Texas Capital when interacting with, deploying or managing AI tools. Employees, officers, directors, contractors, and third-party vendors are prohibited from inputting any Texas Capital data, client information, proprietary methodologies or any other confidential information into unapproved AI tools.

3.7. Other Obligations

The sections contained above do not necessarily comprise the entirety of laws, regulations and ethical obligations every Texas Capital employee or representative must adhere to. You must not aid or abet any client, partner, vendor or other persons in evading or breaching applicable laws or ethical obligations, including any applicable tax laws. Furthermore, as an employee of Texas Capital, you must be familiar with and review all Texas Capital policies and procedures applicable to your position.

Additional training and reporting requirements may be required depending on your function. Employees who hold licenses to perform certain financial, legal or other activities for Texas Capital are responsible for complying with all attendant requirements and maintaining that status. You should contact the Chief Compliance Officer regarding any licensure or training requirements related to your position with Texas Capital.



OUR COMMITMENT TO TEXAS CAPITAL AND ITS SHAREHOLDERS

1. PROTECTING TEXAS CAPITAL ASSETS AND USING THEM APPROPRIATELY

Texas Capital assets include both tangible and intangible property and are the resources we use to conduct our business affairs. This includes financial assets, real estate, physical assets, confidential information and intellectual property. The term "assets" should be understood as broadly as possible and includes anything owned, created, acquired or compiled by or on behalf of Texas Capital.

Employees have a responsibility to use Texas Capital assets only for legitimate purposes and must take all reasonable precautions to protect those assets from loss, disclosure, theft, waste and/or misuse. This obligation extends to any property provided to or entrusted to the care of Texas Capital (e.g., business plans provided by a client in a loan application).

Utilization of these assets should be confined to legitimate Texas Capital purposes and not for personal activities. This includes non-tangible assets, such as your Texas Capital-provided email account or Texas Capital provided tools and resources. Legitimate purposes may include activities outside of the normal course of your employment as permitted by the Code and/or directed by Texas Capital.

However, the use of Texas Capital assets to benefit yourself or any other person or entity outside the scope of your employment or as otherwise directed by Texas Capital is strictly prohibited. This includes, but is not limited to, utilizing your Texas Capital email address to send Texas Capital confidential information to your personal email address. Where Texas Capital has a nondisclosure agreement with a customer, additional obligations may apply. Employees are expected to be aware of and to abide by any applicable nondisclosure agreements. If in doubt about whether a nondisclosure agreement is in place, employees should contact a member of the Legal Department.

You may be asked or required to take possession of Texas Capital assets outside of work hours or premises (e.g., a Texas Capital-issued laptop). You are required to ensure the security of these assets, both tangible and non-tangible, at all times through all reasonable measures, including protecting their physical and operational integrity and refraining from lending, selling, donating or otherwise providing access to others at all times. Reasonable efforts include locking screens to electronic hardware, storage spaces or otherwise securing access to assets not under your immediate control both on and off Texas Capital premises.

You must use all Texas Capital assets in an ethical and legal manner and according to all applicable policies and procedures including the Code. You may not use any Texas Capital assets to download, transmit or otherwise access

illegal or offensive content – including sexually-oriented or profane material – or confidential, protected or proprietary information unless done so in the normal course of your employment or with proper approval. Texas Capital has the right to monitor, review, access, record and disclose data as we deem appropriate within the restrictions of applicable laws and regulations. You should not expect privacy when using Texas Capital assets.

Employee responsibility to protect Texas Capital assets extends to all shared resources, including our data and IT infrastructure. You must not store external and/or personal data on any Texas Capital asset or connect any external devices to Texas Capital electronic hardware (e.g., external printers, hard drives, thumb drives, etc.). You must not send Texas Capital information through unauthorized channels or to external sources without authorization, including an employee's own personal email address or any artificial intelligence platforms or chat boxes that have not been pre-approved by Texas Capital. Likewise, you should not download any software, application, attachments or other external data without permission.

Furthermore, all information you create, send, receive, download or store on our electronic or telephonic equipment and systems is Texas Capital property. All computing equipment that is issued for Texas Capital business and depending on business need may be recycled or issued to other system users. Any personal data stored on bank systems will not be transferred to new systems as part of the normal IT refresh cycle or returned upon termination of employment.

All employees should be familiar with related policies available on Texas Capital's intranet, including but not limited to, our Data Governance Program, Clean Desk Standard and Information Security Policy.

2. REPORTING AND RECORD KEEPING

Careful and proper retention of Texas Capital records is legally required and essential for efficient operation and oversight of our business activities. All employees are responsible for complying with our Record Retention Schedule, available on Gateway. You must produce, maintain, store and dispose of all Texas Capital records according to appropriate policies and procedures. Falsifying, destroying or otherwise tampering with Company records is prohibited, unethical and may result in disciplinary action against an employee, up to and including termination, as well as significant legal, financial, reputational and regulatory costs for Texas Capital.

Each employee, officer and director who is involved in Texas Capital's disclosure process must be familiar with, and comply with, Texas Capital's disclosure controls and procedures and its internal control over financial reporting. They must also take all necessary steps to ensure that all filings with the Securities Exchange Commission ("SEC"), bank regulatory authorities and all other public communications about Texas Capital's financial and business condition provide full, fair, accurate, timely and understandable disclosure.

Each employee, officer and director who contributes in any way to the preparation or verification of Texas Capital's financial statements and other financial information must ensure that Texas Capital's books, records and accounts are accurately maintained.

Depending on your position with Texas Capital, you may be called upon to provide necessary information. We expect you to take this responsibility seriously and to provide prompt, accurate and complete answers to inquiries related to Texas Capital's disclosure requirements, which may include requests from our internal auditors and legal counsel as well as our independent auditors and their representatives.

It is important that you deal honestly and fairly in all of your communications on behalf of Texas Capital. It is similarly important that you understand your responsibility to refrain from making communications on behalf of Texas





Capital when you are not authorized to do so. Texas Capital is a publicly traded entity and material misstatements or omissions of fact can have significant adverse consequences. All external requests for a statement of fact or opinion on Texas Capital must be referred to the Director of Communications.

3. AVOIDING CONFLICTS OF INTEREST

The appearance of a conflict of interest can be as damaging to Texas Capital as an actual conflict. You should always conduct yourself to avoid these perceived and actual conflicts of interest. Please consider the following:

A conflict of interest occurs when your private interest (or the interest of a member of your family or one or more of your friends or colleagues) interferes or even appears to interfere with Texas Capital's interests. These situations may arise when an employee, officer or director (or a member of his or her family, a friend or a colleague) takes actions or has interests that may make it difficult for the employee, officer or director to perform his or her work objectively and effectively. Conflicts of interest also arise when an employee, officer or director (or a member of his or her family, a friend or a colleague) receives improper personal benefits because of the employee's, officer's or director's position in Texas Capital. Conflicts of interest are prohibited, and you should manage your business and personal affairs to avoid such conflicts or even the appearance of a conflict.

Any potential conflict of interest can be reported using the Code of Conduct forms on Texas Capital's intranet. Conflicts of interest may not always be easily recognized or identified. It is impossible to define every possible action that could reasonably be interpreted as a conflict of interest. The following are some general considerations for identifying such situations:

Perception: Could the activity or transaction be perceived as a potential conflict, improper behavior or a violation of the Code by others? If all the facts were made public, would you or Texas Capital be embarrassed?

Intent: Is the activity being offered or requested in an attempt to influence the recipient's or your judgment?

Impact: Could Texas Capital, its stockholders or its clients be disadvantaged if you participate in the activity or transaction?

Objectivity: Could participation in the activity or transaction affect your judgment or your ability to be objective with regard to any business decision?

Time Considerations: If the activity involves an outside activity, will the time required interfere with your ability to effectively carry out your job responsibilities to Texas Capital, its stockholders or clients?

If you have questions about a potential conflict of interest or become aware of an actual or potential conflict, please

discuss the matter with your functional leader or line of business manager or the Head of the Control Room, who will then escalate the issue as needed or make an appropriate determination. However, if your supervisor is involved in the potential or actual conflict, the matter should instead be discussed directly with the Chief Compliance Officer.

Any potential conflict of interest which may involve the Head of Internal Audit, Head of Human Resources and/or Chief Legal Officer ("CLO") should be reported as above and reported to the Chief Financial Officer ("CFO") and Chief Risk Officer ("CRO").

Any potential conflict of interest which may involve the CEO shall be reported to the CLO and to the Chair of the Risk Committee of the Board of Directors.

Any potential conflict of interest which may involve the Chair of the Risk Committee shall be reported to both the Chairman of the Board and the Chair of the Governance and Nominating Committee.

3.1 Personal Relationships

Making ethical decisions can become further complicated when dealing with individuals with whom you are familiar with outside of your position with Texas Capital. This includes romantic partners, family members, friends and acquaintances. It may also raise the appearance of impropriety to third parties or an actual conflict of interest when you engage in business transactions with these individuals.

You should generally avoid acting on behalf of Texas Capital in any transaction or business dealing with people or organizations you are personally familiar with, particularly where familial relationships are involved. You should make all reasonable efforts to let another representative of Texas Capital handle such matters. Engaging in transactions or business dealings with people and groups you are personally familiar with can raise the appearance of or an actual conflict of interest whereby you have used your position at Texas Capital to secure an unfair advantage. For these reasons, you must also avoid negotiating with Texas Capital on behalf of others, especially your family and others to whom you have a connection. If you are unable to find another qualified employee to conduct these transactions or dealings, you should escalate the issue to your manager, Human Resources, Chief Compliance Officer and/or via the Code of Conduct forms on Gateway.



In addition to the above, it is the policy of the Board of Directors that all Interested Transactions (as hereafter defined) with a Related Person (as hereafter defined), will be subject to reporting, approval and/or ratification in accordance with the procedures set forth below.

An "Interested Transaction" is any transaction, arrangement or relationship or series of similar transactions, arrangements or relationships (including any indebtedness or guarantee of indebtedness) in which (1) the aggregate amount involved will or may be expected to exceed $120,000.00 in any calendar year, (2) Texas Capital is a participant and (3) any Related Person has or will have a direct or indirect material interest. A Related Person will not be considered to have an indirect material interest in a transaction because of being a director and/or a less than 10 percent beneficial owner of a legal entity such as a corporation, partnership (so long as the Related Person is not and does not control a general partner), limited liability company or trust.

A "Related Person" is any of (a) a person who is or was an executive officer (defined as Named Executive Officers as designated by Texas Capital and any other senior officers subject to SEC Section 16 filing provisions, such as the Chief Accounting Officer), director or nominee for election as a director of Texas Capital at any time since the beginning of the last fiscal year for which Texas Capital has filed a Form 10-K and proxy statement with the SEC (even if they do not presently serve in that role), (b) a person or entity with greater than 5 percent beneficial ownership of Texas Capital's common stock or (c) an immediate family member of any of the foregoing. "Immediate family member" includes a person's spouse, parents,



stepparents, children, stepchildren, siblings, mothers- and fathers-in-law, sons- and daughters- in-law and brothers- and sisters-in-law and anyone residing in such person's home (other than a tenant or employee).

Related Persons will typically have an indirect material interest in Interested Transactions with Texas Capital that includes any of the following parties:

a. Legal entities (corporations, partnerships, limited liability companies, trusts, etc.) in which a Related Person is an executive officer or has, directly or indirectly through other legal entities and including interests owned directly or indirectly by members of their immediate family, a greater than 10 percent beneficial ownership interest or can otherwise effectively control the actions of the entity (a "Controlled Entity").

b. Entities for which investments in their equity securities would be required to be accounted for by the equity method of investing by an investing Related Party or Controlled Entity.

c. Trusts for the benefit of a Related Person or Controlled Entity or of which the Related Person serves as trustee.

d. Other owners of a greater than 10 percent ownership interest in a Related Person or Controlled Entity and members of their immediate families.

e. Directors and executive officers of a Related Person or any of its Controlled Entities and members of their immediate families; or

f. Other parties if the Related Person controls or can significantly influence the management or operating policies of the other party to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests.

Texas Capital has an established Third-Party Risk Management ("TPRM") Policy and Program which includes identifying, managing, monitoring and mitigating risks of third-party relationships and to provide appropriate reporting. Any potential Interested Transaction falling within the scope of the TPRM Policy should also be subject to the full extent of its requirements, without regard to the dollar value of the potential Interested Transaction and the TPRM officers involved as well as the internal manager of that third-party relationship should be apprised of the involvement of a Related Person and thereby exercise appropriate due diligence and contracting standards to affirm the arms-length nature of the relationship.

Any Related Person party to a potential Interested Transaction shall promptly report the material facts to the CFO with a copy provided to the Chair of the Risk Committee and to the Chairman of the Board. The CFO, after consultation with the CLO, shall present the details of the proposed Interested Transaction and any recommendation or conclusion to the Risk Committee for further consideration and potential approval. In determining whether to approve an Interested Transaction, the Risk Committee will consider, among other factors it deems appropriate, whether the Interested Transaction is on terms no less favorable than terms generally available to an unaffiliated third-party under the same or

similar circumstances, the extent and nature of the Related Person's interest in the transaction and applicable regulatory requirements. The Risk Committee may delegate the authority to approve specific types of Interested Transactions to other committees of the Board of Directors or to executive officers or management committees and may approve the exclusion of specific types of Interested Transactions from this policy based upon its determination that such transactions do not present risks to Texas Capital of the nature addressed by this policy.

No director shall participate in any discussion or approval by the Risk Committee of an Interested Transaction for which he or she is a Related Person, except that the director shall provide all material information to and answer questions concerning the Interested Transaction by the Risk Committee.

If an Interested Transaction is ongoing, the Risk Committee may establish guidelines for Texas Capital's management to follow in its dealings with the Related Person. Thereafter, the Risk Committee, on at least an annual basis, may review and assess ongoing Interested Transactions with the Related Person to see that they are in compliance with the Committee's guidelines and that the Interested Transaction remains appropriate.

The Risk Committee has approved the following transactions, if falling within the scope of this section, as being "pre-approved" by the Committee:

- Employment of executive officers. Any employment by Texas Capital of an executive officer of Texas Capital if:
  - The related compensation is required to be reported in Texas Capital's proxy statement under Item 402 of the SEC's compensation disclosure requirements (generally applicable to "named executive officers"); or
  - The executive officer is not an immediate family member of another executive officer or director of Texas Capital, the related compensation would be reported in Texas Capital's proxy statement under Item 402 of the SEC's compensation disclosure requirements if the executive officer was a "named executive officer" and Texas Capital's Human Resources Committee approved (or recommended that the Board approve) such compensation.
- Director compensation. Any compensation paid to a director if the compensation is required to be reported in Texas Capital's proxy statement under Item 402 of the SEC's compensation disclosure requirements.
- Transactions involving competitive bids. Any transaction involving a Related Person where the rates or charges involved are determined by competitive bids.
- Certain transactions with other companies. Any transaction with another company at which a Related Person's only relationship is as an employee (other than an executive officer), director or beneficial owner of less than 10% of that company's shares, if the aggregate amount involved does not exceed the greater of $1,000,000 or 2 percent of that company's total annual revenues.
- Certain Texas Capital charitable contributions. Any charitable contribution, grant or endowment by Texas Capital to a charitable organization, foundation or university at which a Related Person's only relationship is as an employee (other than an executive officer) or a director, if the aggregate amount involved does not exceed the lesser of $10,000 or 2 percent of the charitable organization's total annual receipts.
- Transactions where all shareholders receive proportional benefits. Any transaction where the Related Person's interest arises solely from the ownership of the Texas Capital's common stock and all holders of Texas Capital's common stock received the same benefit on a pro rata basis (e.g., dividends).

Furthermore, to ensure a productive work environment, solicitation isn't permitted between or among employees where some or all of them are on work time. Solicitation includes buying or selling of:

- Regulated transactions. Any transaction with a Related Person involving the rendering of services as a common or contract carrier or public utility, at rates or charges fixed in conformity with law or governmental authority.
- Certain banking-related services. Any transaction with a Related Person involving services as a bank depositary of funds, transfer agent, registrar, trustee under a trust indenture or similar services.

Any Interested Transaction of a Related Person that involves the CFO shall be reported to the CLO and CRO, with a copy provided to the Chairman of the Risk Committee and to the Chairman of the Board.

Any Interested Transaction of a Related Person that involves two or more executive officers shall be reported to

a disinterested Named Executive Officer of Texas Capital, with a copy provided to the Chair of the Risk Committee and to the Chairman of the Board.

3.2 Employment of Relatives or Other Personal Relationships

The employment of relatives or close personal relationships can create a perceived or actual conflict of interest in the workplace. Texas Capital is committed to avoiding the potential for any conflict of interest. Employees are not permitted to work in a position that has direct or indirect supervisory responsibility, influence over the other or any business decisions.

Texas Capital recognizes that on occasion, a romantic relationship may develop between coworkers; however, the work environment must remain clear between personal and business interaction. Individuals romantically involved will not be permitted to be employed in certain positions, departments and functions that could allow them to influence the work of the other. It is your responsibility to disclose any personal relationship to your supervisor and Human Resources, to address any perceived or actual conflicts of interest. Please refer to the Employment of Relatives or Other Personal Relationships Standard.

3.3 Personal Finances/Other Business Opportunity/Solicitation

Texas Capital respects your right to manage your personal finances in a manner that best suits you. However, we strongly advise you to always handle these matters in an ethical and legal manner. Corporate Card users must file expense reports timely and refrain from charging personal expenses to the Corporate Card. See the Employee Travel and Expense Policy for more information.

Mismanagement of your personal finances can undermine your reputation and that of Texas Capital. Furthermore, misuse or abuse of your position with Texas Capital or any Texas Capital asset or relationship for personal gain may result in adverse consequences for you.

You should also avoid any personal business opportunity that would compromise or interfere with your responsibilities to Texas Capital. To avoid any actual, potential or perceived conflict of interest, you must obtain the written approval by your manager and Corporate Compliance before engaging in any other businesses; accepting employment or compensation from any other person; serving as an officer, director, partner or employee of another business or organization; or running for or holding a public office. You may not act as an advisor, director, officer, contractor, consultant or in any other capacity for a competitor of Texas Capital or take for yourself a business opportunity that could reasonably represent a business opportunity for Texas Capital. Disclosure and approval can be provided by using the Code of Conduct forms link on Gateway. Exceptions require review and approval in advance from Compliance department.

Employees must not solicit non-Texas Capital banking or investment related products or services; buy, sell or offer tickets or memberships in an organization; solicitations of money in connection with gambling; individual fundraising for employees or family members; or seeking contributions or volunteer efforts to personal charities. Likewise, you must not solicit charitable contributions of money from clients or business partners. Solicitation of other resources such as time or in-kind gifts must have prior approval from Compliance.

Moreover, you may not engage in any illegal gambling activity while on Texas Capital premises or using Texas Capital assets. Also, you may not engage in or use Texas Capital assets to participate in office bets, pools, sports brackets or any games of skill, chance or prediction (including card games) in which money is at stake, whether such activity is legal or not in your jurisdiction. You may not utilize Texas Capital assets to organize, plan or engage in any gambling activity. This does not include gifts and prizes of nominal value as part of a team-building exercise or other activities given prior approval.

It is not possible to illustrate all examples of misuse or abuse of your position in personal financial transactions or business opportunities. You should always exercise sound judgment and ethical behavior within the confines of the law and the Code. If you have any questions about whether a contemplated personal transaction or activity violates the Code, contact the Chief Compliance Officer.

3.4 Gifts and Hospitality

We recognize giving and receiving business gifts and entertainment, in connection with Texas Capital's business, promotes goodwill and beneficial working relationships. However, the line between a customary gift and an improper incentive can be difficult to identify and often the appearance of impropriety can arise even where there was no such intent. Ethical behavior and the integrity of our business demand strict compliance with our gift giving and receiving policies contained herein. The Code should

be read in conjunction with all applicable policies and procedures, including our Financial Crimes Compliance Policy, available on Gateway. If you have any concerns that a gift, whether given or received, may violate the Code, please contact the Chief Compliance Officer for guidance.

For the purposes of the Code, a gift is anything of value given or received by or on behalf of Texas Capital personnel where typical or customary renumeration is not made. Some examples include food and beverages, entertainment, goods and services and discounts for products and services. It is not possible to detail every gift that might be given or received, but the definition should be interpreted broadly to always ensure fair and honest business transactions. Any gift above $250.00 in value or estimated value requires review via the Code of Conduct forms link available on Gateway. Employees of the Investment Bank and Private Bank may have different lower gift value amounts that require Compliance approval and/or reporting.

Giving gifts and providing business hospitality are acceptable so long as they are customary in nature and value; provided without any express or implied understanding that the recipient is in any way obligated or expected to exercise judgment, make any decision or provide any other benefit in return; and otherwise comply with all applicable laws, rules, regulations, the Code and other Texas Capital policies and procedures. This means you should never provide a gift or business hospitality with the intent to secure a business advantage or that is so lavish or inappropriate that it might reasonably be interpreted to be made with such intent.

Furthermore, instructing, encouraging or otherwise influencing a third party to provide a gift or other benefit is subject to the same restrictions herein and should generally be avoided in all circumstances.

Additionally, giving gifts or providing business hospitality to government officials is often governed by specific and potentially restrictive laws and regulations. These actions can have serious consequences for you and Texas Capital. Before giving any gift to any government official or representative, you should consult with the Chief Compliance Officer for prior approval.

Likewise, you should never ask or suggest that you be provided with entertainment or gifts and should decline to accept any entertainment or gift if you have reason to



believe the provider of the entertainment or gift is seeking to influence or reward actions you take on behalf of Texas Capital. Moreover, you should make the same declinations where a reasonable outside observer might believe such an intent was made or implied.

However, gifts or other benefits that do not violate the above standard and which are of a reasonable value under the circumstances may be acceptable. Common examples would be benefits such as promotional materials, food and drink offered during approved functions and business development events and discounts and benefits offered to the public or Texas Capital as part of an arrangement negotiated by Texas Capital. You may give or accept meals, refreshments, entertainment and other business hospitality so long as the cost is customary and reasonable; it is business related; your attendance relates to your position at Texas Capital; you are accompanied by the provider or client; and the events are neither regular nor expected.

Note the following items may not be accepted: gifts of cash or cash equivalents (such as securities or stored value debit cards) of any value or gifts that would be illegal under applicable laws, be inappropriate under the circumstances or reflect negatively on your reputation or that of Texas Capital.

Note further that, depending on your role with Texas Capital, gifts and hospitality to and from certain parties may be subject to rules and regulations that are more restrictive than what is presented in the Code. For example, certain registered financial professionals must also comply with the gift-giving provisions of FINRA/SEC regulations. When in doubt, consult with the Chief Compliance Officer regarding additional restrictions that may apply to your position.



4. ACTING ON BEHALF OF TEXAS CAPITAL

During your employment, you may incur expenses on behalf of Texas Capital or while conducting regular business or employment activities. All such expenses are governed by the Employee Expense Policy. You are responsible for abiding by the general expense policies, understanding when you need approval and following the guidelines and requirements around expenses such as Office Equipment, Travel & Mileage, Business Development, Dues & Membership, Subscriptions & Publications, Professional Organizations & Licenses, Charitable Donations & Corporate Sponsorships and Employee Relations. You have a responsibility to act ethically, lawfully and within the confines of the Code and other applicable policies while incurring these expenses. Further, you should always act in the best interest of Texas Capital and consider whether any expense is reasonable given the circumstances.

Generally, your authority to act on behalf of Texas Capital in all matters is governed by various laws, regulations, Board resolutions and other corporate documents, the Code and other Texas Capital policies and procedures. You are responsible for understanding your authority under these rules to act on behalf of Texas Capital. Never make any agreement or take any action on behalf of Texas Capital unless you have proper authority. Do not delegate your authority to act on behalf of Texas Capital without proper approval and only within the confines of what is necessary, lawful and for the benefit of Texas Capital. Always err on the side of caution and should you have any questions about the scope of your ability to act on behalf of Texas Capital, contact Corporate Compliance.



5. COMMUNICATING RESPONSIBLY

Texas Capital respects your right to free speech and self-expression. However, while working in a highly competitive and regulated industry, we must also ensure that all communications made on behalf of Texas Capital are accurate, consistent and within the confines of all laws and regulations.

You may not publicly communicate or comment on Texas Capital Information unless you have been authorized to or would normally do so while performing your duties as an employee (e.g., Director of Communications), contractor, supplier or other business partner. "Texas Capital Information," for the purposes of the Code, means Texas Capital and its business operations including your job functions and responsibilities; any confidential information and MNPI; ongoing litigation, inquiries, media and news coverage, complaints and regulatory matters; Texas Capital products, services, technology, Texas Capital assets, digital and physical security, employees, leadership, executives and Board members; competitors and any aspect of their business; and market conditions or the state of any industry or field in which Texas Capital operates. For the purposes of the Code, "publicly communicate or comment on," means any verbal, physical or digital/electronic expression (e.g., print, writing, images and signs) to a party outside Texas Capital or to a party inside Texas Capital if the information is on any restricted basis (confidential, need-to-know, MNPI). It is not possible to illustrate every type of information that should not be shared or communicated to another Texas Capital employee, vendor or supplier. You must follow the Code, your ethical obligations and all laws and regulations when making any communications.

These rules apply to contractors, consultants and any other person with non-public information related to Texas Capital.

It should also be emphasized that these rules apply to the use of social media in all forms. You should be mindful at all times of your surroundings when using social media and refrain from inadvertent violations of the Code, such as including client or proprietary information in videos, photographs and statements. You must not use social media to conduct any Texas Capital business unless you have been authorized to do so. You are responsible for following the Code in all circumstances including your use of social media. If you inadvertently violate these rules, you have a responsibility to immediately remove or make all reasonable efforts to expunge the communication. Please reference Texas Capital's Social Media Standard on the intranet for more information.

Legal, regulatory and government communications require prior authorization. Subpoenas, discovery requests, other legal documents and informal requests from any government or law enforcement authority should be directed to the Legal Department. Likewise, an employee called upon to provide witness testimony in a court of law or regulatory forum should request authorization first from the Legal department.

Recommendations, referrals, sponsorships, testimonials or endorsements for employees, clients, suppliers or any other person made on behalf of Texas Capital or in your capacity as an employee or as it relates to your position with Texas Capital are prohibited without proper authorization from the Marketing and Communications Department.

Nothing contained in the Code should be interpreted to prevent any person from making communications protected under any applicable law or regulation. If you have any questions as to whether you are authorized to make a certain communication, you should speak with the Director of Communications.



6. LEAVING FROM TEXAS CAPITAL

As a condition of your employment with Texas Capital, you have certain responsibilities related to ending your employment and afterward. You should provide advanced notice of your resignation; always return all Texas Capital assets in your possession; continue to maintain the confidentiality of any sensitive and/or confidential information and MNPI and refrain from using such information for any unfair advantage; and assist in any investigation, regulatory inquiry or litigation related to your position.

Some employees may have post-employment obligations to Texas Capital such as prohibitions against soliciting employees, clients or prospects of Texas Capital after your position ends. You are responsible for knowing your obligations to Texas Capital both during and after employment. If you have any questions, contact Human Resources.

If your relationship with Texas Capital ceases for any reason, whether voluntarily or involuntarily, you can participate in an "exit interview" with Texas Capital's Human Resource Department to share your feedback and report any violations to the Code, Texas Capital policies, laws or regulations.



OUR COMMITMENT TO EACH OTHER

Culture, Engagement and Performance

At Texas Capital, we are deeply committed to fostering an environment where individuals feel valued, respected and empowered to succeed as outlined in our firm values. Our goal is to create a culture where employees are motivated by the opportunity to use their talents and skills toward the company's success, and all individuals feel a sense of belonging as they contribute to Texas Capital's mission. This reflects our approach to workplace culture and equal opportunity.

We believe the foundation of success lies in hiring and retaining the best talent based on qualifications, skills and experience. All decisions regarding hiring, promotions, compensation and other opportunities are made with an emphasis on merit and individual contributions. We do not implement quotas, targets or other metrics that prioritize demographic factors over individual capabilities. Instead, we evaluate employees and candidates based on objective criteria, including their education, experience, achievements and ability to deliver results. This ensures that every individual has an equal opportunity to thrive, develop and advance based on their efforts and accomplishments. Our approach reflects our belief that when the most qualified individuals are empowered to succeed, Texas Capital benefits, and we create an environment that fosters excellence.

Discrimination, bias or prejudice in any form is unacceptable at Texas Capital. Harassment or discriminatory behavior against any employee, customer, vendor, supplier or other business partner is prohibited. This includes discrimination based on race, ethnicity, national origin, citizenship, age, sex/gender, gender identity or expression, sexual orientation, physical or mental disability, political beliefs or affiliation, family status, religion, creed or any other protected condition or status under applicable law.

Verbal or physical behavior that creates a threatening, humiliating, offensive or denigrating environment will not be tolerated. This includes sexual harassment, which may be intentional or not or may be explicitly communicated or implied. Be mindful that our colleagues, clients and business partners have a wide variety of backgrounds, individual experiences and beliefs and you should conduct yourself in a professional and respectful manner.

Report any potential or actual behavior that is unlawful, discriminatory, abusive or otherwise violates our Policies to your manager, a higher-level manager or Human Resources. If you would prefer to report a concern anonymously, you may do so through our confidential hotline or website, both of which are managed by NAVEX Global, an independent third-party vendor.



1. A SAFE, HEALTHY AND COLLEGIAL WORKPLACE

The environment of our workplaces should be kept safe and collegial for every employee, client and visiting party. It is important that our offices, branches and other workspaces be free of health and safety hazards and be appropriately professional for the benefit of our employees, clients and visitors. Texas Capital does not tolerate harassment, discrimination or retaliation. All employees are responsible for ensuring that our workplace is free from discrimination and harassment based upon age, race, color, religion, creed, qualifying disability (physical or mental), sexual orientation (actual or perceived), gender, gender identity, gender expression, national origin, ancestry, U.S. military obligation or protected veteran status, marital status, familial or pregnancy (including childbirth, breastfeeding or related medical condition), genetic information or any other legally protected category.

Violence, physical harm, threats and verbal or physical intimidation will not be tolerated from anyone in our workplaces. This includes the possession of weapons on Texas Capital premises which is against firm policy. Employees who choose to carry firearms must keep firearms securely locked in his/her vehicle while at work. An employee's right under Texas state law to carry a firearm does not prevent or otherwise limit Texas Capital's right to prohibit employees from carrying firearms on its premises. See Texas Labor Code, Sec. 52.061; 52.062(b).

Employees, clients and our guests on Texas Capital premises should, as a matter of course, be free from physical harm and threats from others. This extends to any Texas Capital-sponsored or organized event whether on or off Texas Capital premises. Any violence or threats of violence made against persons or property should be immediately reported to Corporate Security, your supervisor or law enforcement as determined necessary.

It is an unfortunate reality that our branches may be vulnerable to criminal activity. However, even those employees not working in client-facing roles may be similarly vulnerable. Always make your personal security and the security of your co-workers a priority. Do not permit entry to Texas Capital premises to individuals who are not authorized. Always be aware of your surroundings and report suspicious activity to your supervisor, Corporate Security or law enforcement as necessary. Never put the safety of Texas Capital assets above your own or that of any person around you. Texas Capital assets can be recovered or replaced.

Report any hazardous or other inappropriate conditions in the workplace. If you become aware of any actual or potential health or safety hazard, report it immediately to your supervisor, facilities and/or Corporate Security.

2. ALCOHOL-FREE AND DRUG-FREE WORKPLACE

The use of alcohol or illegal drugs can create serious health and safety risks for our employees and, in some cases, their colleagues. Under no uncertain terms may you possess, use, dispose of in any manner or be under the influence of illegal drugs, including drugs that have not been lawfully prescribed to you, on Texas Capital premises or while conducting activity in service of your employment.

Likewise, you should not conduct any activity in service of your employment while under the influence of alcohol. We recognize that consumption of alcohol in certain settings may be customary and expected in certain situations such as Texas Capital-sponsored events or when conducting client relationship building events. We expect that all such alcohol use will be moderate and responsible. You are responsible for your behavior at all times, including when consuming alcohol at these sanctioned events. You should conduct yourself appropriately in social settings outside of the workplace. Inappropriate behavior may subject you to disciplinary action or other liabilities irrespective of your use of alcohol or whether Texas Capital sponsored or authorized the event.



OUR COMMITMENT TO THE COMMUNITY

1. POLITICAL ACTIVITIES

Texas Capital respects every employee's right to participate in political activity and speech. However, you must do so on your own time. You must not solicit or otherwise engage in any campaign or other personal political activities while conducting any activity on behalf of Texas Capital. Similarly, you must not use your position at Texas Capital, either implicitly or explicitly, while soliciting campaign contributions, votes or any other contribution to a political candidate, campaign or organization.

You should take all reasonable precautions to avoid any implicit connection between yourself and Texas Capital while engaged in such activity, including the use of Texas Capital physical or intellectual property, wearing branded apparel or leveraging employee or customer information and lists.

You must not invite any political figure or government representative to Texas Capital meetings, events or offices made outside the regular course of business (e.g., sales and account relationship management) without prior authorization of the CLO. Meetings with, engagement with or financing of any lobbying effort, campaign activity or hiring of political consultants on behalf of Texas Capital must also have prior authorization from the CLO.

You must not promise to give or provide charitable contributions, whether on your own behalf or that of Texas Capital, to gain business or secure a business advantage. Texas Capital may make charitable contributions only with appropriate executive approval and according to all Policies, guidelines, procedures and applicable law. Refer to Nonprofit Sponsorship Guidelines on Gateway for policies and procedures on sponsorship commitments.

Additional restrictions or reporting requirements may apply to your position. All Municipal Finance Professionals must receive Compliance pre-approval before engaging in political activities and/or contributions.

2. CHARITABLE CONTRIBUTIONS AND PARTICIPATION

Texas Capital values giving back to our community and encourages all employees to get involved in charitable causes that inspire and resonate with them. To the extent it does not unreasonably interfere with your duties and responsibilities to Texas Capital, we encourage you to seek service on boards of charitable organizations that serve within the bank's philanthropic pillars. We also encourage skills-based volunteering with these organizations, as this helps the bank achieve its goals toward the Community Reinvestment Act. Any activities on Texas Capital time must be approved by your line of business manager or functional leader. Service on

nonprofit boards must have written approval from the Director of Community Development via the Code of Conduct forms on Texas Capital's intranet. Any other individual charitable activities unrelated to the bank must be conducted on your own time unless previously approved.

You must not promise to give or provide charitable contributions, whether on your own behalf or that of Texas Capital, to gain business or secure a business advantage. Texas Capital may make charitable contributions only with appropriate executive approval and according to all Policies, guidelines, procedures and applicable law. Refer to Nonprofit Sponsorship Guidelines on Texas Capital's intranet for policies and procedures on sponsorship commitments. You must not promise to give or provide charitable contributions, whether on your own behalf or that of Texas Capital, to gain business or secure a business advantage. Texas Capital may make charitable contributions only with appropriate executive approval and according to all Policies, guidelines, procedures and applicable law. Refer to Nonprofit Sponsorship Guidelines on Gateway for policies and procedures on sponsorship commitments.

Additional restrictions or reporting requirements may apply to your position. All Municipal Finance Professionals must receive Compliance pre-approval before engaging in political activities and/or contributions.

3. CORPORATE RESPONSIBILITY

Texas Capital sees itself as a positive force in our communities, both small and large. We believe in corporate responsibility and encourage you to do the same. Economic growth and success should be founded on equal opportunity. We are committed to creating opportunities and helping communities prosper through strategic investments in our communities under the pillars of Live, Learn and Lift. We believe in financing affordable housing, financing small businesses, creating new jobs, community development and other projects that create economic opportunities in underserved communities.

CLOSING THOUGHTS

We must conduct every aspect of our business with the utmost integrity and commitment to ethical behavior, and we expect the same from you. We recognize that it's not always easy to determine the right choice, but we've provided the Code to guide you toward doing so. You should always feel free to talk to your supervisor or manager or use any other resource at your disposal to determine if your actions or statements are compliant with the Code. If something seems wrong, speak up. We depend on you to seek guidance whenever a question arises, and you have a responsibility to report any violations or potential violations of the Code.

We emphasize again that retaliation for a report or question made in good faith under this Code is prohibited and that we will not tolerate any harassment, bullying or other retaliatory action.

Your decisions matter and we value your contribution toward making Texas Capital an ethical and honest place to do business.

APPENDIX

KEY POLICIES:

- Confidentiality and Securities Trading (Insider Trading) Standard
- TCS Compliance Manual
- TCB Private Wealth Advisors Compliance Program
- PWA Conduct Standard
- Corporate Compliance Policy
- Financial Crimes Compliance Policy
- Political Actions Policy
- Social Media Standard
- Information Security Policy
- Anti-Harassment and Anti-Discrimination Standard
- Equal Employment Opportunity Standard
- Clean Desk Standard
- Human Resource Policy
- Data Governance Program
- Corporate Security Policy
- Record Retention Standard
- Third-Party Risk Program Policy
- Employee Expense Program
- Dress Code Guidelines
- Employee Handbook

_____ _____

Employee Signature Date

About Texas Capital

Texas Capital is the collective brand name for Texas Capital Bank ("TCB") and its separate, non-bank affiliates and wholly owned subsidiaries. TCB is a wholly owned subsidiary of Texas Capital Bancshares, Inc Texas Capital Bancshares, Inc. (TXSE: TXCP). We are headquartered in Dallas, Texas, and work with clients across the country. All services are subject to applicable laws, regulations and service terms. For deposit products, Member FDIC.

Texas Capital