

## **Burke & Herbert Financial Services Corp.**

### **WHISTLEBLOWER POLICY**

#### **I. Purpose**

Adherence to federal, state, and local laws and regulations at all times is among the highest of the responsibilities shared by every member of the Burke & Herbert Financial Services Corporation (together with its subsidiaries, unless the context requires otherwise, the “Company”) team. Therefore, conducting ourselves and operating the Company with an impeccable degree of business ethics is an unequivocal core value. As such, the Audit Committee of the Board of Directors (the “Board”) of the Company has adopted this Whistleblower Policy (the “Policy”) to establish “whistleblower” procedures pursuant to applicable law for:

- the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls, auditing matters or violations of the Company’s Code of Business Conduct and Ethics (the “Code of Conduct”) or of the Company’s Code of Ethics for Senior Financial Officers (the “Code of Ethics”); and
- the submission by employees of the Company and others, on a confidential and anonymous basis, of concerns regarding questionable accounting or auditing matters.

#### **II. Scope of Matters Covered by this Policy**

The procedures set forth in this Policy relate to concerns and complaints relating to accounting, internal accounting controls, auditing matters or violations of the Code of Conduct or the Code of Ethics, including, without limitation, the following:

- questionable accounting practices;
- fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement at the Company;
- fraud or deliberate error in the recordkeeping and maintaining of financial books and/or records of the Company;
- deficiencies in or failure to adhere to the Company’s internal accounting controls;
- misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Company;
- any attempts to mislead or improperly influence the Company’s independent auditor in the course of the performance of its audit;
- improper expenditure of Company funds;
- deviation from full and fair reporting of the Company’s financial condition, such as material misrepresentation or omissions with respect to the Company’s business, financial

condition, results of operations or cash flows, in public disclosures of the Company's financial position and prospective reports; or

- any other violations of the Company's Code of Conduct or Code of Ethics.

### **III. Employee Complaint Procedures**

Any employee of the Company may submit a good faith complaint under this Policy to the Company without fear of dismissal or retaliation of any kind. The Company is committed to achieving compliance with all applicable securities laws and regulations, accounting standards, accounting controls and audit practices.

#### **A. Receipt of Complaints**

Concerns and complaints (referred to as "complaints") relating to accounting, internal accounting controls, auditing matters, or violations of the Code of Conduct or Code of Ethics can be reported to the Company in the following ways:

- *Whistleblower Hotline.* The Company has established a hotline [877-746-2483] operated by an independent third party. The hotline is available 24/7 to employees, consultants, service providers and other third parties. Reports may be made on an anonymous or confidential basis.
- *Written Report.*
  - A written complaint may be mailed to Roy E. Halyama, Corporate Secretary, 100 S. Fairfax Street, Alexandria, VA 22314 or emailed to rhalyama@burkeandherbertbank.com.
  - Any employee may submit a complaint by directly contacting Human Resources or the Corporate Secretary.

Regular business matters and employment-related concerns that do not involve accounting, internal accounting controls, auditing matters or violations of the Company's Code of Conduct or Code of Ethics should continue to be reported through your normal channels such as your supervisor, or to Human Resources.

All reports may be made anonymously; although, the Company encourages directors, officers and employees to provide their names so the reports can be investigated thoroughly. In making a report, a director, officer or employee of the Company may request that such report be treated in a confidential manner (including that the identity of the director, officer, or employee making the report will remain anonymous). Anonymity and confidentiality will be preserved to the fullest extent possible consistent with the Company's legal and other obligations, including the need to conduct a thorough investigation.

Please note that the information provided in a report may be the basis of an internal and/or external investigation by the Company into the issue being reported. It is possible that as a result of the information provided in a report the reporter's identity may become known to the Company during

the course of its investigation.

### **B. Treatment of Complaints**

Upon receipt of a complaint through any of the reporting methods described above in Section III.A., the individual receiving the complaint will promptly forward such complaint to the Audit Committee Chair (the “Chair”). Such written complaint or written description of the verbal complaint will be initially evaluated to determine whether the complaint appears to involve accounting, internal accounting controls, auditing matters or violations of the Code of Conduct or Code of Ethics.

If the complaint appears to involve accounting, internal accounting controls, auditing matters or violations of the Code of Conduct or Code of Ethics, the complaint will be reviewed under the direction of the Audit Committee by the Corporate Secretary and/or other impartial personnel or independent outside legal counsel or consultants as the Audit Committee determines to be appropriate. Individuals conducting an investigation on behalf of the Audit Committee have all of the power and authority of the Audit Committee in that regard, including the ability to retain advisors and independent counsel.

If the complaint does not appear to involve accounting, internal accounting controls, auditing matters or violations of the Code, of Conduct or Code of Ethics the complaint will be referred by the Chair or his/her designee to the Corporate Secretary to handle such complaint in a manner in which the Corporate Secretary deems appropriate.

The Audit Committee will periodically review the status of any pending complaints to ensure that they are promptly addressed.

The Audit Committee will take appropriate remedial and corrective action when and as warranted in the Audit Committee’s judgment.

If the complainant is known, the Chair of the Audit Committee or his/her designee will advise the complainant of the results of the investigation and its resolution as soon as reasonably possible.

### **C. Retention of Records Related to Complaints and Investigations**

The Corporate Secretary will maintain a log of all complaints relating to accounting, internal accounting controls, auditing matters or violations of the Code of Conduct or Code of Ethics, tracking their receipt, any investigation and resolution. The Corporate Secretary will prepare a periodic summary report thereof for the Audit Committee. Copies of complaints and such log will be maintained in accordance with the Company’s document retention policy.

## **IV. No Retaliation Against Employees**

The Company will not permit retaliation of any kind by or on behalf of the Company and its employees, including discharge, demotion, suspension, threats, harassment, or any other manner of discrimination against an employee in the terms and conditions of employment, against individuals who act in good faith in participating or assisting in an investigation or reporting any complaints relating to accounting, internal accounting controls, auditing matters, violations of the

Code of Conduct or Code of Ethics or other illegal or unethical conduct, whether reported to the Company or to a proper government official or agency. Anyone who attempts to retaliate against an employee in violation of this Policy will be subject to disciplinary action, up to and including dismissal. Any concerns about retaliation should be reported immediately to Human Resources or the Corporate Secretary. Filing a frivolous or fictitious report not made in good faith will not insulate an employee from appropriate disciplinary action up to and including termination of employment.

Nothing in this Policy prohibits employees from reporting possible violations of federal law or regulation to any government official or agency, or reporting on other matters that are protected under the whistleblower provisions of federal law or regulation. Employees do not need prior authorization from the Company to make a report to a government official or agency and are not required to notify the Company upon making any such report.

Directors, officers and employees shall not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that is made in confidence to a federal, state or local government official, either directly or indirectly, or to an attorney, and solely for the purpose of reporting or investigating a suspected violation of law, or that is made in a complaint or other document that is filed under seal in a lawsuit or other proceeding. An individual who files a lawsuit for retaliation by the Company for reporting a suspected violation of law may disclose the trade secret to his or her attorney and use the trade secret information in the court proceeding if the individual files any document containing the trade secret under seal and does not disclose the trade secret, except pursuant to court order.

#### **V. Committee Review of Complaint Procedures**

The Audit Committee will periodically review this Policy and may amend this Policy from time to time as it deems appropriate or as required by law.

#### **VI. Further Information**

Directors, officers or employees of the Company with questions or concerns regarding this Policy should contact the Human Resources or the Corporate Secretary.

Approved this 23<sup>rd</sup> day of November 2022 by the Board of Directors.