



## **Code of Ethics**

### **Letter from Chairman and CEO**

Dear Company Representatives,

Since 1912, our employees have worked hard to provide outstanding products and services to our clients and customers and demonstrate the highest standards of ethical business conduct in everything we do. Our commitment to integrity is critical to maintaining the trust of our clients, customers and shareholders. The way we conduct our business is as important as the results we achieve.

Our Code of Ethics outlines the standards that drive our behavior. It is every employee's first and top priority — even above meeting performance objectives— to earn our reputation every day. In the absence of a specific policy, you have the responsibility to use good judgment to comply with the spirit of our Code and to seek help, if you need it, in making decisions or addressing specific situations.

Thank you for all you do to ensure that our Company continues to "get it right."

Sincerely,  
Drake Mills

## **Overview**

Ethics and integrity are as critical as ever to our work to build a better bank for all of our stakeholders. The Code of Ethics and Business Conduct, together with our Employee Handbook and other company policies, guides us in doing the right things in the right way. Should you find yourself in doubt, it's important for you to ask questions through the resources listed in the Code, and raise concerns using the Ethics Hotline. The Origin Code of Ethics and Business Conduct ( "Code") embodies Origin Bancorp, Inc.'s, its subsidiaries' and affiliates' (collectively referred to as the "Company" or "Origin") commitment to conduct our business in accordance with the highest ethical standards and in compliance with all applicable laws, rules and regulations. This Code applies to all Company employees, officers, directors, and advisory committee members (each a "Company Representative").

The honesty, integrity and sound judgment of our Company Representatives are essential to the Company's reputation and success. This Code governs the actions and working relationships of Company Representatives with current and potential customers, fellow employees, competitors, vendors, regulatory agencies, governmental officials, the media and anyone else with whom the Company has contact. These relationships are essential to the Company's continued success and we expect these third parties to adhere to the high standards of ethical conduct and legal compliance described herein.

## **Observing the Code of Conduct and Annual Training**

As an Origin Bank employee, you are required to adhere to the Code of Ethics and Business Conduct and to take ethics training on an annual basis. Throughout this Code, you will find information to assist you in making ethical decisions, including references to additional Company policies. No code of conduct can cover every possible situation, which is why we rely on you to use good judgment and to speak up promptly when you have questions or concerns. This Code should be used as a reference guide that will help you locate relevant Company policies, and how to seek help if you have an ethical concern.

## **Board Oversight**

The Board of Directors of the Company (the "Board"), our Chief Executive Officer ("CEO") and all of Origin's other leaders and Company Representatives stand behind our Code. This Code shall be administered and monitored by Origin's Audit Committee. Certain capitalized terms used in this Code have the meanings set forth below.

**"Conflicts of Interest Review Committee"** means a committee consisting of the Chief Risk Officer and the Chief Human Resources Officer that is responsible for reviewing any potential conflicts of interest involving employees or officers.

**"Ethics Committee"** means a committee consisting of the Operational Risk Manager, Chief Risk Officer and Chief Human Resources Officer that is responsible for reviewing any reported concerns.

**"Executive Office"** means the CEO or his or her direct reports (the "Senior Executive Officers"), or other officers of the Company and its subsidiaries having the rank of Executive Vice President or higher and directly reporting to the Senior Executive Officers.

**"Officer"** means any officer of the Company and includes all Executive Officers for all purposes other than in designating the entity for which Prior Approval is sought.

**"Prior Approval"** means:

1. if you are an employee, approval from
  - o the head of Human Resources for all matters related to Misuse or Misapplication of Property and Business Opportunities (Page 4);
  - o the Chief Risk Officer (or his or her delegate, in the Chief Risk Officer's discretion) for all matters related to Conflicts of Interest - excluding Civic and Charitable Activities (Page 7);
  - o your supervisor for all matters related to Civic and Charitable Activities (Page 9); and
  - o Risk Management for all other issues.
2. if you are an officer (excluding Executive Officers), approval from
  - o the Conflicts of Interest Review Committee for all matters related to Conflicts of Interest (Page 7); and
  - o Risk Management for all other issues.
3. if you are an Executive Officer, director or advisory committee member, approval from
  - o the Nominating and Corporate Governance Committee for all matters related to Conflicts of Interest (Page 7);

- o certain ethical matters referred to such committee by the Audit Committee; and
- o the Audit Committee for all other issues.

**“Risk Management”** means the Chief Risk Officer or his or her delegate. This Code:

requires the highest standards for honest and ethical conduct, including proper and ethical procedures for dealing with actual or apparent conflicts of interest;

3. if you are an Executive Officer, director or advisory committee member, approval from
4. requires compliance with all applicable laws, rules, regulations and applications;
5. addresses misuse or misapplication of the Company’s property and business opportunities;
6. requires the highest level of confidentiality and fair dealing;
7. requires prompt internal reporting of violations of this Code and proper reporting of any illegal behavior; and
8. provides additional specific guidance for Company Representatives.

In addition, Company Representatives should refer to the Bank’s Transactions Standards for detailed instructions on conducting funds transactions.

### **Ethics-Related Commitments**

This Code specifically addresses ethical concerns related to financial reporting, privacy and security, and conflicts of interests, by requiring commitment from each Company Representative as follows:

- **Misuse or Misapplication of Property and Business Opportunities**

We are in a relationship business and building relationships is important to our continued success. Entertaining and having meals with customers, consultants, vendors and suppliers are common business practices that can be properly used to build relationships. Like gifts, they can also be misinterpreted or give the appearance of something improper even when there is no improper intent. It is critical to understand that we do business strictly on the value of the products and services we provide or purchase and not on the value of gifts, entertainment or meals that we may receive.

A Company Representative must not solicit, demand, accept or agree to accept anything of value from any person in conjunction with the performance of his or her employment or duties for the Company or

in return for any business, service or confidential information of the Company. A Company Representative must not accept anything of value (other than bona fide salary, wages, fees and expenses paid or reimbursed in the usual course of business) from anyone in connection with the business of the Company, either before, during, or after a transaction is discussed or consummated. Company Representatives are prohibited from personally benefiting from opportunities that are discovered through the use of the Company's property, or through their contacts, information or position with the Company.

In addition, the following guidelines apply to loans, sales, gifts and other items of value:

- A Company Representative should not accept a gift or loan from a Company customer, supplier or any other person seeking a relationship with the Company (except as indicated below).
- A Company Representative should not accept a fee for performing any act that the Company could have performed.
- A Company Representative should not exchange tangible goods with a customer or vendor without Prior Approval. Acceptance of discounts or rebates on merchandise is permitted if they are also available to other routine customers or vendors of the firm and the customer is in the ordinary business of selling such merchandise at discounted rates.
- A Company Representative should not offer or recommend an investment in real estate or securities in which the Company Representative has a personal interest to a Company customer or vendor without Prior Approval.
- A Company Representative should refuse any legacy or bequest from a Company customer unless the customer is an immediate family member. He or she should also refuse to serve personally as executor, trustee, or guardian of a Company customer's estate or trust unless the customer is an immediate family member.
- A Company Representative should not indirectly perform any act that these rules prohibit directly. For example, it is just as wrong to arrange for a member of the family to receive a gift as it is for the Company Representative to accept the gift directly.

There are a number of situations where a Company Representative, without risk of corruption or breach of trust, may accept something of value from one doing or seeking to do business with the Company.

These instances do not violate this Code if the acceptance is based on a family or personal relationship independent of any business of the Company; if the benefit is available to the general public under the same condition on which it is available to the Company official; or if the benefit would be paid for by the Company as a reasonable business expense if not paid for by another party and Prior Approval has been obtained in accordance with the requirements of this Code. Other exceptions regarding acceptance of things of value in connection with the Company business are:

- Acceptance of gifts, gratuities, amenities or favors based on obvious family or personal relationships where the circumstances make it clear that it is those relationships rather than the business of the Company which are the motivating factors;
- Acceptance of meals, refreshments, entertainment, accommodations or travel arrangements, all of reasonable value in the course of a meeting or other occasion, the purpose of which is to hold bona fide business discussions or to foster better business relations, provided that the expense would be paid for by the Company as a reasonable business expense if not paid for by another party and, with respect to accommodations or travel, a Company Representative has received (a) Prior Approval if less than \$250 and (b) Prior Approval and approval from the Chief Risk Officer if in excess of \$250.
- Acceptance of loans from other banks or financial institutions on customary terms to finance proper and usual activities of the Company Representative, such as home mortgage or consumer loans, except where prohibited by law;
- Acceptance of advertising or promotional material of reasonable value, such as pens, pencils, note pads, key chains, calendars and similar items;
- Acceptance of discounts or rebates on products or services that do not exceed those available to other customers;
- Acceptance of gifts of reasonable value<sup>1</sup> that are related to commonly recognized events or occasions, such as a promotion, new job, wedding, retirement, holiday or birthday; or
- Acceptance of civic, charitable, educational, or religious organization awards for recognition of service and accomplishment.

<sup>1</sup> Reasonable value means that it would be within the employee's ability to reciprocate on a personal basis or with a legitimate claim to the Origin Bank for reimbursement under similar circumstances.

With respect to gifts, entertainment, meals, refreshments, or other accommodations that involve customers, consultants, vendors and suppliers, a Company Representative must always be vigilant in considering the motive behind the offer and a Company Representative may never accept or offer gifts, entertainment, meals, refreshments, or other accommodations when the motive or intent is to influence a business decision. The Bank Bribery Act makes it a federal criminal offense for a Company Representative to corruptly give or offer, or to corruptly accept or agree to accept, anything of value to or from anyone intending to influence or be influenced or to reward or be rewarded in connection with bank business. Violations of the Bank Bribery Act are punishable by up to 30 years of imprisonment. An improper payment to gain advantage in any situation is never acceptable and exposes you and Origin to possible criminal prosecution. Origin expressly prohibits improper payments, bribery and corruption of any kind in all business dealings in every country around the world, with both governments and the private sector. Bribery means giving, offering or promising anything of value to gain an improper business advantage. Origin Bank maintains a rigorous process for appointing and managing third parties acting on our behalf in business dealings and prohibits them from engaging in bribery or corruption.

Additionally, the United States and many local jurisdictions as well as other countries, have laws restricting gifts, entertainment, meals, refreshments or other accommodations that may be provided to government officials. The U.S. Foreign Corrupt Practices Act of 1977 (FCPA) outlines provisions against bribery; including the payment, or promise of payment, of anything of value to foreign officials.

Questions concerning the appropriateness of any gift, entertainment, meal, refreshment, or other accommodations should be discussed in advance with the designated entity for which Prior Approval is sought.

- **Confidentiality**

In the course of business, Company Representatives often have access to confidential or proprietary information about the Company, our customers, prospective customers or other third parties. Our business and reputation depend on the commitment of each of you to protect this information. All Origin business, operations, records and information related to Origin or its customers are strictly confidential and Company Representatives must treat all matters accordingly. Employees should refer to the Confidential Information policy in the Employee Handbook for further clarification on issues related to Confidentiality.

- **Conflicts of Interest Generally**

Company Representatives must be sensitive to any activities, interests or relationships that might conflict with, or even appear to be in conflict with, their ability to act in the best interests of Origin and its customers. Company Representatives should regulate their activities to avoid real or perceived conflicts of interest and avoid activities that interfere with duties to Origin.

### **Conflicts of Interest**

Company Representatives must disclose all actual and potential conflicts of interest, including those in which a Company Representative has been inadvertently placed due to either business or personal relationships with customers, suppliers, business associates, or competitors of the Company. A "conflict of interest" occurs when a Company Representative's private interest in any way interferes, or appears to interfere with the interests of the Company. Company Representatives are expected to avoid all situations that might lead to a real or apparent conflict between self-interest and duties and responsibilities as a Company Representative. Any position or interest, financial or otherwise, that could conflict with performance as a Company Representative, or that affects or could reasonably be expected to affect a Company Representative's independence or judgment concerning transactions between the Company, its customers, suppliers or competitors or otherwise reflects negatively on the Company would be considered a conflict of interest.

A conflict of interest includes the situation where a Company Representative represents the Company in any transaction where he or she has a material connection or financial interest, whether direct or indirect. Transactions include but are not limited to accepting deposits; making loans; approving overdrafts; accepting checks on uncollected funds; waiving insufficient funds fees or late charges; posting transactions; and waiving the requirement for financial statement or collateral documents.

Examples of material connection include relatives or close friends — whether the transaction involves them as individuals or as principals in an entity doing business with the Company. An example of a financial interest is an officer's involvement as a proprietor, partner, equity owner or joint venture in a firm doing business with the Company.

When there is a potential conflict of interest, officers and employees must notify the designated entity for which Prior Approval is sought, which will designate a person to handle the transaction.



- **Fair Dealing**

In the course of business, each Company Representative shall endeavor to deal fairly with the Company's customers, suppliers, competitors and employees. No Company Representative should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

### **Outside Activities**

In addition, Company Representatives should take care to not engage in activities that could be portrayed as being involved in the management of the affairs of a customer, whether for compensation or not, other than the normal financial advisory role expected of an employee of a financial institution.

Outside Activities—Officers and Employees — For purposes of this Code, an “outside activity” is defined as any work, advice or service for an entity other than Origin that may potentially result in a conflict of interest or conflict of commitment.

The following are some examples of outside activities:

- Participating in any business enterprise as owner, partner, director, officer, supervisor, manager or in any capacity with management responsibilities;
- Serving as an officer, director, trustee, or member of a professional association, educational institution, nonprofit organization, national commission or board, or foundation;
- Acting as a consultant;
- Performing volunteer work that involves a commitment of time that may interfere with the employee’s ability to fulfill his or her responsibilities to Origin; and
- Engaging in employment with or service to an outside entity where compensation in the form of money, services, goods or other consideration of value is received.

Participation in outside activities should be undertaken only if the time required will not unduly encroach upon normal working time nor necessitate such hours as to impair the individual’s ability to meet his or her responsibilities to the Company. Approval to serve in such activities shall not imply that the individual is serving at the direction of or as a representative of the Company. Involvement in activities that may be “polarizing”, that potentially pose a reputational, compliance, or legal risk, or that may potentially conflict with this Code must be avoided. For approval of an outside activity,

complete the Origin "Request for Approval of Outside Activity Form" and submit this form to the designated entity for which Prior Approval is sought. Approval of any outside activities must be in writing.

Outside Civic and Charitable Activities — The Company encourages civic, charitable, and educational activities so long as they do not interfere with the performance of duties at or potentially reflect unfavorably upon the Company. Before agreeing to participate in any civic or charitable activities or engage in participation in the affairs of an outside civic or charitable organization, employees and officers must obtain Prior Approval.

Outside Corporate and Political Activities— Due to conflicts of interests, officers and employees are generally prohibited from engaging in certain outside corporate and political activities including election or appointment to public office, commissions, or as an officer or director of a for-profit corporation unless expressly permitted herein. Officers and employees must receive Prior Approval in advance of any election or appointment. Specific outside activities that would represent conflicts of interest under this section include:

- Employment by a firm that competes with the Company;
- Preparation of any material that will be presented by an entity seeking a loan or other products and services from or to provide products and services to the Company;
- Unauthorized use of Company equipment, supplies, or facilities;
- Performance of any service that the Company or any of its business partners perform;
- Performance, preparation or engagement as an expert witness in litigation unrelated to the Company;
- Acquiring or retaining investments or financial interests in any business entity that is or may reasonably be expected to become a customer, competitor, or supplier of Origin, if you are in a position to influence decisions between Origin and the business entity and have direct contact with that business, such as a loan officer, purchasing officer, or their direct supervisor;
- Purchasing or selling any stock of any entity when you have material inside information on the entity; and
- Deal in a new issue of securities on terms that are in any way different from terms available to the general public.

Director and Officer—Conflicts of Interest — Directors’ and officers’ other relationships could occasionally give rise to potential or actual conflicts of interest on a particular issue involving the Company. Directors and officers should disclose all proposed new directorships, officer positions, controlling shareholder or memberships to the designated entity for which Prior Approval is sought in order to avoid any conflicts of interest and to maintain independence. A director or officer has a conflict of interest if the director or officer has, directly or indirectly, through business, investment or immediate family<sup>2</sup>:

- An ownership or investment interest in or compensation interest in any entity with which the Company has a transaction or arrangement or is negotiating a transaction or arrangement;
- An ownership or investment interest in or compensation arrangement with any entity that is in competition with the Company or any of the products or services provided by the Company;
- A financial benefit from either the consummation or the obstruction of any transaction or arrangement which the Company is negotiating with any entity or individual;
- An ownership or investment interest or potential ownership or investment interest in any entity that is in competition with an entity or individual with which the Company is negotiating a transaction or arrangement;
- A position serving as an officer, director, trustee, or in any other similar capacity of any entity with which the Company has or is negotiating a transaction or arrangement;
- A member of his or her immediate family<sup>2</sup> that serves as an officer, director, trustee, or in any other similar capacity of any entity with which the Company has or is negotiating a transaction or arrangement or any entity that is in direct competition with the Company.
- Performance, preparation or engagement as an expert witness in the capacity as a banking, finance or financial institution-related expert in litigation unrelated to the Company.

Whenever in this section there is a reference to “An ownership or investment interest or potential ownership or investment interest in an entity”, such phrase shall not be deemed to include an ownership or investment interest of less than 5% of the outstanding class of securities

<sup>2</sup> Immediate family means such person’s spouse, parents, children, siblings, mother-in-law, father-in-law, sons-in-law, daughters-in-law, brothers-in-law, and sisters-in-law.

representing such ownership or investment interest in an entity that has shares of common stock that are listed on a stock exchange or quoted on an interdealer quotation system.

Directors and officers are specifically required to divulge in writing all actual or potential conflicts of interest to the designated entity for which prior approval is sought and to thereafter abstain from voting (or influencing other votes) regarding the conflict. In addition, directors and officers are not to use pressure or undue influence regarding pending or existing Company business. Specifically, using undue influence on behalf of family, business associates, or friends is prohibited.

Advisory Committee Members—Conflicts of Interest — Other relationships of a member of any advisory committee could occasionally give rise to potential or actual conflicts of interest on a particular issue involving the Company. Advisory committee members should disclose any possible conflicts of interest in writing to the designated entity for which Prior Approval is sought.

Annual Reporting Requirement for Company Representatives— As part of the annual reaffirmation, each Company Representative will be asked to report participation in any civic, charitable, educational, political activities and/or outside business by completing the Organizational Participation Form.

Due to the nature of conflicts of interest, it is impossible to list all prohibited activities and outside employment. It is within the Company's sole discretion to prohibit any activity the Company determines places the Company at risk. Further, it is within the Company's sole discretion to discipline Company Representatives, up to and including termination, for personal or outside conduct that results in a perceived or real conflict of interest.

### **Financial Reporting and Bank Records**

Records and accounting information must be accurate and maintained with reliability and integrity. Transactions must be reflected in an accurate and timely manner. Destroying, altering, or falsifying entries and activities that result in false entries are strictly prohibited. To the extent applicable to position, a Company Representative must ensure that the Company's financial reports and disclosures, as filed with or submitted to the shareholders and regulators or in other public communications, are full, fair, accurate, timely and understandable. In addition, non-financial records, including, but not limited to, minutes of meetings must accurately and thoroughly reflect actual proceedings and events.

Company Representatives are required to report any known or suspected false or misleading entries or records perpetrated by others or that a Company Representative has been instructed to effect to the Chair of the Audit Committee.

### **Providing Strong Internal Controls Over Assets and Information**

Origin has a responsibility to protect its people, assets, information and operations from unauthorized access, compromise or loss. Origin's information is one of the Company's most valuable assets and must be used and protected in an appropriate manner. Company Representatives must comply with all internal control procedures established by the Company for the safeguarding of assets and proper reporting and disclosure of financial information. The Company has information security programs in place to protect Origin's networks, systems, devices and information. Company Representatives should involve Human Resources or security professionals if you encounter unusual or suspicious activity or security concerns (for example, data loss or breach, theft, or assault).

Company Representatives play a critical role in protecting Company assets and information and must:

- Ensure that their use of such company property is only for legitimate business purposes; and
- Prevent unauthorized access, accidental loss, disclosure or destruction of Company information by following rules around use of personal email, unapproved devices or software and by securing all confidential information.
- Protect your user IDs, passwords, and PINs. Whether in the office or traveling, always keep your company-owned laptop, mobile devices, and digital storage media safe and secure.
- Guard against viruses, malware, and damage to our company systems.

Please refer to the Computer, Email and Internet Access Section of the Employee Handbook, the Information Technology Policy and the Information Security Program for additional information.

### **Providing Candor in Dealing with Auditors, Regulators and Legal Counsel**

Company Representatives are required to respond honestly, fully, and candidly when dealing with the Company's independent and internal auditors, regulators and attorneys. Company Representatives should raise any concerns immediately if they become aware of actions, transactions, accounting or reporting that are inconsistent with our values and the protection of Origin's reputation. Company Representatives are expected to comply with all Company policies and applicable laws and

regulations relating to the preservation of documents and records, in particular those known to be relevant to a pending or reasonably foreseeable litigation, audit, examination or investigation.

### **Regulatory Excellence**

In every market in which the Company operates, the Company must comply with an ever-expanding array of laws and regulations that are rigorously enforced. This environment demands that every employee and leader be committed to regulatory excellence, prudent risk management and treating customers fairly.

Each Company Representative has a responsibility to learn and comply with the spirit and letter of the law and regulatory requirements that affect his or her job responsibilities. Company

Representatives will comply with all applicable laws and regulations, Company policies and procedures and will promptly escalate any potential issues that may lead to a regulatory or compliance concern. Regulators will be treated professionally, with courtesy, honesty and respect at all times.

### **Insider Trading and Stock Tipping**

Origin is committed to the principles of fair and open markets for publicly traded securities throughout the world. Using material non-public information for your financial or other personal benefit, or sharing it with others, violates Origin's Insider Trading Policy and may violate the law. Company Representatives must never buy, sell, trade or otherwise participate in transactions involving Origin's or any other company's securities while in possession of material non-public information.

Please refer to Origin's Insider Trading Policy for additional information.

### **Anti-Money Laundering**

Origin is committed to complying with applicable anti-money laundering, anti-corruption and counter-terrorism finance laws and regulations. Our Bank Secrecy Act, Anti-Money Laundering, Customer Identification and Office of Foreign Asset Control Policies and related procedures ensure we "know our customers" and do not do business with prohibited parties. Origin adheres to risk-based "Know Your Customer" due diligence processes for prospective customers.

Company Representatives should follow Origin's "Know Your Customer" procedures and rules on collecting and verifying information from our customers and related parties to ensure that they are involved in legitimate business activities and that their funds come from legitimate sources and immediately escalate any signs of unusual activity, potential money laundering or other illegal activities.

For further information, please refer to the Company's BSA/AML/CIP/OFAC Policy.

### **Competition Law**

Origin's policy is not to enter into any agreement with competitors that deprives customers of the benefits of competition or would inhibit operation of the free marketplace. Every Company Representative has a responsibility to comply with all applicable competition laws, regulations, decrees and orders. Origin must never collude with other companies on price or terms to be offered to customers, agree with competitors to allocate markets or customers or to manipulate the bidding process.

Company Representatives should not provide, receive or exchange any of the following types of information with a competitor or its representative, whether in person, electronically or at an industry meeting:

- prices, costs, profits or margins;
- bids, market share or distribution methods;
- customers, suppliers, sales territories or product lines;
- terms or conditions of sale, production, sales capacity or volume; and
- sales, marketing or development strategies for products or services.

Company Representatives should engage Risk Management regarding any competition law questions.

### **Fair Employment Practices**

The Company is committed to providing equal employment opportunities on the basis of merit. We prohibit all forms of illegal discrimination. By doing so, we provide an environment that embraces diversity and allows employees to reach their growth potential and contribute to the progress of the communities where we work. We are committed to following the applicable labor and employment laws wherever we operate.

Please refer to the Affirmative Action/Equal Employment Opportunity Section of the Employee Handbook for additional information.

### **Reporting Unfair, Deceptive, or Abusive Acts or Practices (UDAAP)**

In an effort to be certain that the Company offers products and services which provide value to customers in a way that is fair and equitable, Company Representatives should report any product, service, or advertisement which in their opinion appears to be Unfair, Deceptive, or Abusive. Any such report should be submitted to Risk Management. In order to provide our employees with a channel to report Unfair, Deceptive, or Abusive products, services, or advertisements anonymously, notification can also be made via the Ethics Hotline (855-670-0003 for English or 800-216-1288 for Spanish) or online at [www.lightouse-services.com/originbank](http://www.lightouse-services.com/originbank). Any reports submitted through the Ethics Hotline shall be reviewed and processed by the Ethics Committee.

### **Incentive Based Compensation**

There are departments within the organization that offer incentive based compensation. The success of these plans is dependent on several key factors including the integrity of the participating employees and the Company's commitment to fair and equitable goal-setting. Company Representatives are expected to ensure that management decisions are based on sound economic analysis based on complete facts with appropriate consideration of short-term and long-term risks. All incentive based compensation plans are subject to monitoring by Risk Management and the Compensation Committee. No Company Representative shall perform unethical or deceitful actions in order to obtain their goals.

### **Administration of the Code of Ethics**

This Code shall be administered and monitored by Origin's Audit Committee. Any questions and/or further information requested should be directed either to Risk Management or Chair of the Audit Committee. All managers and direct supervisors are responsible for reviewing this Code with their team members each time a new edition of the Code is published. This Code is also available on Origin's internal web site, CommNet.

All concerns are appreciated and valued. Concerns involving employees will be initially processed by Risk Management and referred to the appropriate individuals for handling— on a need to know basis.

If the concern is unrelated to financial statements and reporting and involves a director or Executive Officer, Risk Management will refer the matter to the Nominating and Corporate Governance Committee.

Concerns raised through the Ethics Hotline, and other concerns of a sensitive nature, will be confidentially investigated and addressed by the Ethics Committee. Origin employees are expected to cooperate fully with any appropriately authorized investigation, including but not limited to those involving ethical issues or complaints of discrimination or harassment.



### **Raising an Issue/Reporting a Violation**

Company Representatives have a responsibility to raise concerns when they observe even an appearance of a potential integrity or policy violation. Known or suspected violations of this Code should be reported either to Risk Management or the Company's Ethics Hotline<sup>3</sup>, if anonymity is desired. Risk Management and the Ethics Committee should refer all reported violations or suspected violations to the Audit Committee. In order to provide our employees with a channel to report violations and to protect them when doing so, the Company has established an Ethics & Compliance Reporting (Whistleblower) Policy.<sup>4</sup>

### **Anti-Retaliation**

Retaliation is a serious violation of our values and this Code. The Company will not permit retaliation of any kind for good faith reports of alleged ethical violations or misconduct of others. If you believe that you, or another colleague, have experienced retribution and/or retaliation for raising a concern in good faith, you should immediately contact Risk Management or the Chief Human Resources Officer or use the Ethics Hotline to submit a report.

Please refer to the Anti-Harassment and Anti-Retaliation Policy / Complaint Procedure in the Employee Handbook for additional information.

### **Facilitation of Money Laundering**

It is the responsibility of all Origin Bank employees and affiliates to comply with anti- money laundering regulations. Facilitation of money laundering may expose Origin Bank to reputational harm, or potential civil and criminal liability. Facilitation of money laundering may occur by intentionally aiding a customer in the avoidance of reportable transactions (structuring/tax evasion) or engaging in willful blindness (turning a blind eye when aware of illicit activity). Failure to comply may result in termination.

Signs of unusual activity, potential money laundering or other illegal activities should be escalated and reported to the BSA Department immediately via QAR (Questionable Activity Report) on CommNet.

<sup>3</sup> This hotline is available to all employees 24/7 by means of calling 855-670-0003 for English or 800-216-1288 for Spanish; or accessing it via the internet. Instructions for the Hotline can be found on CommNet.

<sup>4</sup> The Ethics & Compliance Reporting (Whistleblower) Policy provides protection for employees against retaliation and establishes responsibilities for the Ethics Hotline. A copy of the Ethics & Compliance reporting (Whistleblower) Policy can be found on Comm Net.

Questions or concerns regarding the possible facilitation of money laundering should be raised with the Corporate BSA Officer, or Chief Compliance Officer.

### **Duty to Report Arrests**

As a federally regulated financial institution, Origin Bank is prohibited from employing individuals whose criminal history does not meet applicable legal and financial industry rules. Unless prohibited by law, you are required to inform the Chief Human Resources Officer of any arrest or criminal investigation that arises during your employment. If you have any questions regarding compliance with this requirement, you should contact the Chief Human Resources Officer.

### **Commitment**

Employees will be required upon employment and annually to sign this Code, indicating that they have read and will comply with its provisions. Each new director will receive a copy of this Code and will be required to sign a copy indicating they have read this Code and will comply with its provisions upon election or appointment as a director. Each new member of an advisory committee will be required to sign a copy indicating they have read this Code and will comply with its provisions upon appointment to a committee.

### **Violations**

Company Representatives are expected to follow this Code at all times. Known or suspected violations of this Code will be investigated and may result in disciplinary action up to and including immediate termination of employment from the Company. The Company also may report activities to its regulators, which could give rise to regulatory or criminal investigations. The penalties for regulatory and criminal violations may include significant fines and imprisonment.

### **Amendments**

Amendments to this Code must be approved by the Board, upon recommendation by the Audit Committee. It is your responsibility to be familiar with the Code as it may be revised from time to time.

### **Waivers**

Directors and Executive Officers must receive Prior Approval for any waivers of the provisions of this Code and such waivers may be granted only in exceptional circumstances. Such waivers will be promptly disclosed to the Company's shareholders if required by the rules of either the Securities and Exchange Commission or NASDAQ applicable to the Company.

**THE FOLLOWING STATEMENT IS APPLICABLE TO ALL COMPANY EMPLOYEES:**

I have received and read the Origin Bancorp, Inc. Code of Ethics. I understand it is my responsibility to comply with these policies and any revisions made to them.

I will disclose either to Risk Management or the Ethics Hotline any breach of this Code of Ethics of which I am aware, whether by myself or others. I will also disclose my involvement in outside business interests or employment that may be a potential conflict of interest. I agree to inform either Risk Management or the Ethics Hotline, without delay, of any fraud, false entry, substantial error, embezzlement, employee misconduct, or other breach of this Code of Ethics which I discover or know to have taken place in any of the Company's records, property, activities, or funds and to report any such matter(s) that seems to be irregular or potentially damaging to the Company.

I agree that violation of this pledge of responsibility is a violation of the Company's trust in me and will result in disciplinary action, which may include termination of employment.

None of the Company's policies or actions is intended to constitute a contract or guarantee of employment. Any statement to the contrary, oral or otherwise is expressly disclaimed.

I acknowledge that revisions to this and other Origin Bancorp, Inc. policies may occur at any time without prior notice. I also understand that revised information may supersede, modify or eliminate existing policies.

**CODE OF ETHICS COMPANY REPRESENTATIVE ACKNOWLEDGEMENT STATEMENT**

This acknowledgement is applicable to non-employee Company Representatives:

I have received and read the Origin Bancorp, Inc. Code of Ethics and Business Conduct. I understand that it is my responsibility to comply with these policies and any revisions made to them. I also understand that I am responsible for consulting with the Chairman of the Board and the Chair of the Nominating and Corporate Governance Committee regarding any potential conflict of interest not specifically addressed in this policy.

I acknowledge that revisions to this and other Origin Bancorp, Inc. policies may occur at any time without prior notice. I also understand that revised information may supersede, modify or eliminate existing policies.

Company Representative Signature

Date