
Credit Risk Sub Committee Mandate

A. PURPOSE

The Credit Risk Sub-Committee is a sub-committee of the Risk and Capital Committee (RCC) of the Board of Directors (hereinafter, referred to as the "CRSC" or "Sub-Committee"). The CRSC assists the RCC with respect to the ongoing review, approval, and monitoring of Equitable Bank's (the "Bank") credit risk.

B. RESPONSIBILITIES

CRSC is responsible to review and, if advisable, approve credit applications that exceed the Transaction and Aggregate Limits of the Chief Risk Officer, within the limits delegated to the CRSC by the Board of Directors from time to time under the Risk Appetite Framework.

C. MEMBERSHIP

1. The CRSC shall consist of a minimum of three independent directors of the Bank, at least one of whom shall be a member of the RCC.
2. Members of the CRSC shall be appointed or reappointed annually by the Board of Directors upon the recommendation of the Governance and Nominating Committee, with such appointments to take effect immediately following the annual meeting of shareholders. Members shall hold office until their successors are appointed or until they cease to be directors of the Bank.
3. Each member of the CRSC should have a sufficient understanding of issues related to credit risk management of financial institutions or related business experience.

D. VACANCIES

Vacancies may be filled for the remainder of the current term of appointment of members of the Committee by the Board.

E. CHAIR AND SECRETARY

1. Any CRSC member may serve as Chair of the CRSC as determined by the Board.
2. The Chair of the CRSC shall preside over all meetings of the CRSC. In the absence of the Chair, one of the present members shall be chosen by the Committee to chair that meeting.
3. The Corporate Secretary, or their designate, shall act as Secretary of all meetings of the Committee and shall record and maintain minutes of all meetings of the Committee and subsequently present them to the Committee for approval.

F. MEETINGS AND QUORUM

1. The CRSC shall meet as frequently as circumstances dictate. Meetings shall be convened at such times, places and in such a manner as determined by the CRSC Chair.
2. Meetings of the CRSC may be called by the Chair, by any Sub-Committee member, a senior officer of the Bank's Commercial Banking Group or by the Chief Risk Officer. Members may participate in meetings in person or by telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate adequately with each other. A member participating by such means is deemed to be present at that meeting.
3. The CRSC may invite any director, officer or employee or any other person to attend meetings to assist the Sub-Committee with its deliberations.
4. Notice of the meeting shall be sent to each Sub-Committee member by personal delivery, electronic-mail or telephone at least 12 hours before the time and date set for the meeting.
5. Quorum for a meeting shall be a majority of the Sub-Committee members, subject to a minimum of two members. If a quorum cannot be obtained, the Chair of the Board shall serve as a Committee member for that meeting.
6. Approval for any transaction may be provided without a meeting if all Sub-Committee members provide their consent in writing or by electronic transmission.
7. The Sub-Committee may meet in separate private sessions with management as determined by the Sub-Committee Chair.
8. The Corporate Secretary, or a senior member of the Bank's Commercial Banking division shall act as Secretary of all meetings of the Sub-Committee and shall record and maintain minutes of all meetings of the Sub-Committee.

G. REPORT TO THE RISK AND CAPITAL COMMITTEE

1. A member of the CRSC shall provide the RCC on a quarterly basis with a detailed report of all credit applications reviewed by the CRSC during the quarter, the outcome of the vote on each credit, including the reasons for declining any application, and any conditions attached to an approval.

H. ACCESS TO MANAGEMENT

1. The CRSC shall have unrestricted access to management of the Bank and to any and all books and records of the Bank necessary for the execution of the Committee's obligations. The CRSC shall seek the approval of the Chair of the RCC to retain and terminate independent legal counsel, consultants, or other advisors and to set and pay the compensation for these advisors without consulting or obtaining the approval of the Board of Directors or any officer of the Bank. The Bank shall provide appropriate funding, as determined by the Committee, for the services of these advisors.

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Mandate Review and Approval	
Risk and Capital Committee	November 07, 2022

Definitions

"Bank" means Equitable Bank on a consolidated basis.

"Risk Appetite" means the broad-based amount of risk the Bank is willing to accept in pursuit of its strategy, objectives, and goals.

"Risk and Capital Committee" is Equitable Bank's Board Risk Committee and oversees risk management on an enterprise-wide basis.