

Code of Conduct and Business Ethics

At Cass Information Systems, Inc. our corporate purpose is to create value for our stakeholders by providing best-in-class financial, payment, and information management services and by ensuring a strong foundation for future growth and service opportunities. In pursuing our purpose, we strive to act with the highest degree of honesty, integrity, and compassion for our stakeholders. Our purpose is rooted in the following principles:

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| For our clients | We will take a service-oriented approach that makes the client a priority, is based on an understanding of the client's needs, honors our commitments, and ultimately meets or exceeds the client's service expectations. |
| For our staff | We will provide a harassment-free environment that prioritizes diversity, inclusion, and the respect and dignity of all staff members and focuses on teamwork, participation, and support, in order to enhance opportunities for personal and career growth. We will provide appropriate balance between our staff's work and personal demands, as well as compensation and benefits that attract, retain, and reward our staff for helping us to achieve our company's purpose. |
| For our shareholders | We will maintain a strong financial condition to protect and enhance shareholder investment and produce earnings that are consistent with those earned by other well-managed companies with a strong emphasis on sound corporate governance. |
| For our community | We will support local civic and charitable endeavors that share our traditional values, and that foster respect for the ethical and moral treatment of all people and the pursuit of personal and spiritual growth. We will provide employee programs that encourage staff participation in such endeavors. |

Purpose and Scope

Purpose

In order to further our corporate purpose and the goals established by our operating principles, we have adopted this Code of Conduct and Business Ethics (“Code”) to:

- promote honest and ethical conduct, including fair dealing and the ethical handling of conflicts of interest;
- promote full, fair, accurate, timely, and understandable disclosure;
- promote compliance with applicable laws and governmental rules and regulations;
- ensure the protection of the Company’s legitimate business interests, including corporate opportunities, assets, and confidential information; and
- deter wrongdoing.

Scope and Applicability

All directors, officers and employees of Cass Information Systems, Inc. (together with its subsidiaries, the “Company”) are expected to be familiar with the Code and to adhere to those principles and procedures set forth in the Code that apply to them. Each director, officer (as named annually by the Board of Directors), and employee will execute an annual Code of Ethics Certification Statement that will be retained by the Corporate Secretary of the Company.

General

For purposes of this Code, the terms “officer” and “executive officer” shall mean the following: the chief executive officer, chief operating officer, president, principal financial officer, principal accounting officer (or, if there is no such accounting officer, the controller), principal legal officer, any vice-president or other officer in charge of a principal business unit, division or function, any other officer who performs a policy-making function, or any other person who performs similar policy-making functions, for the Company. Officers of the Company’s subsidiaries shall be deemed officers of the Company if they perform such policy-making functions for the Company.

From time to time, the Company may waive some provisions of this Code. Any waiver of the Code for executive officers or directors of the Company may be made only by the Board of Directors and must be promptly disclosed as required by the rules of the Securities and Exchange Commission (the “SEC”) and The Nasdaq Stock Market LLC. Any waiver for other employees may be made only by the Chief Executive Officer, with the advice of the Company’s counsel.

Workplace

Honest and Candid Conduct

Each director, officer, and employee owes a duty to the Company to act with integrity. Integrity requires, among other things, being honest and candid. Deceit and subordination of principle are inconsistent with integrity.

We all must:

- Act with integrity, including being honest and candid while still maintaining the confidentiality of information where required or consistent with the Company's policies.
- Observe both the form and spirit of laws and governmental rules and regulations, accounting standards and Company policies.
- Adhere to a high standard of business ethics.

Respect

Cass employees are protected from discrimination on the basis of race, color, religion, religious creed, national origin, ancestry, age, sex, sexual orientation, gender, gender identity, gender expression, physical disability, mental disability, pregnancy, medical condition, genetic information, marital status, citizenship status, military status, veteran status or any other characteristic protected by law.

We must treat each other respectfully and professionally.

Belonging

We are committed to fostering a workplace culture where belonging is central to how we work and connect. We believe that when individuals feel respected and valued, they can thrive and contribute meaningfully.

Our commitment to diversity and inclusion reflects our belief that varied perspectives and experiences enrich our thinking, drive innovation, and strengthen our organization. We welcome and celebrate the unique backgrounds and viewpoints that each person brings to the workplace.

To support this vision, we strive to create an environment that encourages collaboration, flexibility, and fairness to enable all employees to contribute to their full potential.

Wage and Hour Rules

We are committed to following all applicable wage and hour laws and regulations. We will comply with applicable labor laws governing working hours and employee compensation in all locations in which they operate.

Business Practices

Conflicts of Interest

A “conflict of interest” occurs when an individual’s private interest, or the interest of a family member, interferes or appears to interfere with the interests of the Company. A conflict of interest can arise when a director, officer or employee, or a family member, takes actions or has interests that may make it difficult to perform the employee’s Company work objectively and effectively. For example, a conflict of interest would arise if a director, officer or employee, or a family member, receives improper personal benefits as a result of their position in the Company.

Service to the Company should never be subordinated to personal gain and advantage. Conflicts of interest should, wherever possible, be avoided or mitigated.

In particular, clear conflict of interest situations involving directors, executive officers and other employees who occupy supervisory positions or who have discretionary authority in dealing with any third party specified below may include the following:

- **Ownership Interests:** Holding a significant ownership interest (typically more than 5%) in any supplier, customer or competitor.
- **Outside Employment or Consulting:** Engaging in consulting or employment relationships with any customer, supplier or competitor.
- **Board Service:** Serving on a Board of Directors or Advisory Board, or in any similar role or capacity, of any customer, supplier or competitor.
- **Competing Commitments:** Operating a business or engaging in any outside business activity that detracts from an individual’s ability to devote appropriate time and attention to their responsibilities with the Company.
- **Gifts and Entertainment:** Accepting gifts, favors, or entertainment that are not nominal (e.g., cash or items exceeding \$500 in value) from entities with current or potential business relationships.
- **Influence:** Being in the position of supervising, reviewing, or having any influence on the job evaluation, pay or benefit of any immediate family member.
- **Self-Dealing:** Selling goods or services to the Company or purchasing from the Company, except on the same terms and conditions as unaffiliated third parties would be permitted to purchase or sell.
- **Corporate Opportunities:** Taking for oneself business opportunities that could be of financial, strategic or other benefit to the Company or any of its business units, or that should otherwise be brought to the Company for its consideration.

Loans by the Company to, or guarantees by the Company of obligations of, employees or their family members are of special concern and could constitute improper personal benefits to the recipients of such loans or guarantees, depending on the facts and circumstances. Loans by the Company to, or guarantees by the Company of obligations of, any director or officer or their family members outside of the ordinary course of the Company’s banking operations are expressly prohibited.

Anything that would present a conflict for a director, officer or employee would likely also present a conflict if it is related to a family member.

Conflict of Interest Disclosure and Approval Process

Any person who has questions about a potential conflict of interest should discuss the matter with their immediate supervisor or the Vice President of Internal Audit. All employees, directors, and executive officers must submit a [report](#) of the matter if they:

- become aware of an actual or potential conflict;
- receive cash or items exceeding \$500 in value; or
- experience material changes in a previously authorized conflict of interest.

A "material change" refers to any significant development that alters the nature, scope, or circumstances of a previously authorized conflict of interest. This includes, but is not limited to, changes in the relationship between the parties involved, an increase in the value or frequency of transactions, or any new information that could affect the original assessment of the conflict.

The matter will be reviewed by the Chief Executive Officer and the Chairperson of the Audit & Risk Committee, who will make a determination regarding authorization as appropriate. If the Chief Executive Officer or the Chairperson of the Audit & Risk Committee is involved in the potential or actual conflict, the matter should instead be discussed directly with the Audit & Risk Committee of the Board. The Chief Executive Officer and Chairperson of the Audit & Risk Committee should consult with the Company's counsel in making such determinations, including retention of outside counsel as appropriate where potential conflicts involve the Chief Executive Officer or members of the Board.

To uphold the highest standards of integrity and transparency, all members of the Company's Leadership Council are required to periodically disclose any outside business interests, outside employment, and other potential conflicts of interest.

Gifts and Entertainment

Accepting or providing gifts, entertainment and hospitality can strengthen business relationships, however it can also create conflicts of interest. As a result, we should never accept or provide anything of value that may create a conflict of interest.

As noted above, the receipt of non-nominal gifts or excessive entertainment from any company with which the Company has current or prospective business dealings (generally gifts of cash in any amount or other gifts with a value exceeding \$500 will not be considered to be nominal).

We may offer meals and entertainment if they are reasonable and customary, appropriate, occur infrequently and are not expensive. Please consult the travel and/or expense guidelines for your business unit or department for additional guidance.

Bribery and Corruption

We expect our employees, directors, and officers to comply with all anti-bribery and anti-corruption laws where the Company and our partners operate.

You may not directly or indirectly offer, give, solicit or accept anything of value to improperly influence a government official, individual, or public or private organization to secure a commercial, contractual, or regulatory benefit. Anything of value includes cash, cash equivalents, gifts, travel, meals, accommodations, entertainment, loans, vouchers, referrals, discounts, offers of employment (including paid or unpaid internships), political contributions and charitable contributions. You may not make facilitation or “grease” payments to anyone to secure or expedite routine actions.

You’re responsible for identifying situations that have heightened bribery or corruption risk and immediately escalating any concerns or issues. If you have questions, consult your immediate supervisor, or the Vice President of Internal Audit.

Corporate Opportunities

We all owe a duty to the Company to advance the Company’s business interests when the opportunity to do so arises.

Directors, officers and employees are prohibited from taking (or directing to a third party) a business opportunity that is discovered through the use of corporate property, information or position, unless the Company has already been offered the opportunity and turned it down. More generally, directors, officers and employees are prohibited from using corporate property, information or position for personal gain and from competing with the Company.

Sometimes the line between personal and Company benefits is difficult to draw, and sometimes there are both personal and Company benefits in certain activities. Directors, officers and employees who intend to make use of Company property or services in a manner not solely for the benefit of the Company should consult beforehand with their immediate supervisor or the Vice President of Internal Audit.

Fair Dealings

We have a history of succeeding through honest business competition. We do not seek competitive advantages through illegal or unethical business practices. Each director, officer and employee should endeavor to deal fairly with the Company’s customers, service providers, suppliers, competitors and employees. No director, officer or employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any unfair dealing practice.

Our Responsibilities

Securities

It is against Company policy and in many circumstances illegal for a director, officer or employee to profit from undisclosed information relating to the Company or any other company. Any director, officer or employee may not purchase or sell any of the Company's securities while in possession of material non-public information relating to the Company, and may not purchase or sell securities of any other company while in possession of any material non-public information relating to that company. Directors, officers, or employees may not directly or indirectly "tip" others who might make an investment decision on the basis of such undisclosed information.

The Company's Board of Directors has adopted a "windows" policy which provides that executive officers are prohibited from purchasing or selling the Company's Common Stock or other securities or put and call options relating to the Company's securities during "blackout" periods beginning 15 days before the end of each fiscal quarter or year and ending 48 hours after public release of the Company's results for that fiscal quarter or year.

Any director, officer or employee who is uncertain about the legal rules involving a purchase or sale of any Company securities or any securities of companies that they are familiar with by virtue of their work for the Company, should consult with the Company's Chief Financial Officer before making any such purchase or sale.

Confidential Information

In carrying out the Company's business, directors, officers and employees often learn confidential or proprietary information about the Company, its customers, suppliers, or joint venture parties. Directors, officers and employees must maintain the confidentiality of all information so entrusted to them, except when disclosure is authorized or legally mandated. Confidential or proprietary information of the Company, and of other companies, includes any non-public information that would be harmful to the relevant company or useful or helpful to competitors if disclosed.

Protection and Proper Use of Company Assets

We all should protect the Company's assets and ensure their efficient use. All Company assets should be used only for legitimate business purposes.

Intellectual Property

Company assets also include intellectual property, which include proprietary software, ideas, patents and trademarks. We must protect our intellectual property by never disclosing it to a third party without approval.

We also respect the intellectual property of others and take care not to knowingly infringe on patents, trademarks, or other rights.

Disclosure

Each director, officer or employee involved in the Company's disclosure process, including the Chief Executive Officer and the Chief Financial Officer (the "Senior Financial Officers"), is required to be familiar with and comply with the Company's disclosure controls and procedures and internal control over financial reporting, to the extent relevant to their area of responsibility, so that the Company's public reports and documents filed with the SEC comply in all material respects with the applicable federal securities laws and SEC rules. In addition, each such person having direct or supervisory authority regarding these SEC filings or the Company's other public communications concerning its general business, results, financial condition and prospects should, to the extent appropriate within their area of responsibility, consult with other Company officers and employees and take other appropriate steps regarding these disclosures with the goal of making full, fair, accurate, timely and understandable disclosure.

Each director, officer or employee who is involved in the Company's disclosure process, including without limitation the Senior Financial Officers, must:

- Familiarize themselves with the disclosure requirements applicable to the Company as well as the business and financial operations of the Company.
- Not knowingly misrepresent, or cause others to misrepresent, facts about the Company to others, whether within or outside the Company, including to the Company's independent auditors, governmental regulators and self-regulatory organizations.
- Properly review and critically analyze proposed disclosures for accuracy and completeness (or, where appropriate, delegate this task to others).

Books and Records

Each one of us is responsible for ensuring the information we record, process and analyze is:

- Complete, accurate and recorded in a timely manner.

- Handled according to applicable accounting standards, legal requirements and internal controls.
- Corrected immediately if errors occur.

This information includes accounting and audit records, loan documents, phone records, transaction records, ATM and teller balancing, expense reports and all other records that are part of our day-to-day business. You also must follow notary requirements.

As a U.S. publicly traded company and bank holding company, we make filings with many government agencies, including the U.S. Securities and Exchange Commission (SEC) and the U.S. Federal Reserve. Our disclosures must be full, fair, accurate, timely and understandable. We have disclosure controls and procedures and robust internal controls over financial reporting. If you're involved in preparing our public disclosures, you have a special responsibility to help us meet these standards.

Compliance with Laws and Regulations

We must not take any action that violates and law, rules, regulations, or internal company policy or procedure.

Anti-money laundering

Money laundering is the criminal practice of filtering ill-gotten gains or “dirty” money through a series of transactions, so that the funds are “cleaned” to look like proceeds from legal activities. Money laundering is driven by criminal activities and conceals the true source, ownership, or use of funds.

As a bank holding company, Cass is subject to the Bank Secrecy Act (BSA). Congress enacted the BSA to fight drug trafficking, money laundering, and other crimes by blocking access by criminals to the U.S. financial system. The law was further strengthened after September 11, 2001, to include provisions to combat terrorism.

We have a responsibility to thoroughly identify new customers before beginning to do business with them, and to continue to monitor that customer's activity so that we know and understand what is reasonable and normal for their business.

Finally, we are required to report suspicious transactions, that is, transactions which have no apparent lawful purpose or are not the sort in which the particular customer would be expected to engage. If you see transactions that you think are suspicious, please contact the Vice President of Internal Audit.

Antitrust

Antitrust laws prohibit certain types of agreements and practices that restrict competition. We have a responsibility to comply with these laws and to promote a fair, competitive market.

Speaking Up

We believe that an essential aspect of promoting an open and honest workplace is to listen when there are concerns of potential violations of the Code.

Any director, officer or employee who becomes aware of any existing or potential violation of this Code is required to promptly bring such information to the attention of management in accordance with the 'Reporting and Accountability' section below. Failure to do so is itself a violation of this Code.

Concerns can also be raised to the Ethics Hotline anonymously. Should you elect to raise your concern anonymously, you will not be required to provide your name or other identifying information. You should, however, provide sufficient details regarding your concern so that the Audit & Risk Committee can follow up appropriately. The Company respects anonymity and uses the Ethics case management system to communicate with anonymous reporters.

Ethics Hotline

The Ethics hotline, operated by a third party, allows you to share your questions, concerns, or comments online or by phone 24 hours a day, seven days a week.

- File online: [Online Ethics Intake](#)
- File by Phone: 1-844-393-0685

Anti-Retaliation

We are committed to maintaining a culture in which stakeholders feel comfortable raising concerns about potential violations of the Code. We maintain a strict non-retaliation policy to protect any individual who makes a good faith report or complaint of any kind or who cooperates in the investigation of such report.

Any employee who believes they are being retaliated against should contact Human Resources, their supervisor, or any member of management so concerns can be promptly and thoroughly reviewed. Any employee who engages in unlawful retaliation is subject to disciplinary action, up to and including termination.

Reporting and Accountability

The Audit and Risk Committee is responsible for applying this Code to specific situations in which questions are presented to it and has the authority to interpret this Code in any particular situation.

Any questions relating to how this Code should be interpreted or applied should be discussed with the employee's immediate supervisor. Employees that feel uncomfortable raising a concern with their immediate supervisor may contact the Vice President of Internal Audit or the Chairperson of the Audit & Risk Committee. Employees can write directly to the Audit & Risk Committee at the following address:

Cass Information Systems, Inc.
Attn: Chairperson of the Audit & Risk Committee
12444 Powerscourt Drive, Suite 550

St. Louis, MO 63131

A director, officer or employee who is unsure of whether a situation violates this Code should discuss the situation with one of the above parties to prevent possible misunderstandings and embarrassment at a later date.

Addressing concerns

We take each concern seriously. The appropriate parties, including the Chairperson of the Audit and Risk Committee, will immediately begin investigating reported concerns. The team assigned will track your concern from initiation to its resolution to ensure it receives thorough attention.

Corrective Action and discipline

The Company will ensure prompt and consistent action against violations of this Code. The Audit and Risk Committee, in the case of potential violations by directors and officers, and the Chief Executive Officer, and in the case of potential violations by all other employees, shall take all action they consider appropriate to investigate any violations reported to them. If, after investigating a report of an alleged prohibited action by a director or officer, the Audit Committee determines that a violation of this Code has occurred, the Audit and Risk Committee will report such determination to the full Board of Directors.

Upon receipt of a determination that there has been a violation of this Code, the Board of Directors or the Chief Executive Officer, as the case may be, will take such preventative or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal and, in the event of criminal conduct or other serious violations of the law, notification of appropriate governmental authorities.