

Bank OZK
Information Systems Steering Committee Charter
As Revised Effective August 10, 2018

Introductory Statement and Purpose

The Board of Directors (the “Board”) of Bank OZK (the “Company”) has appointed an Information Systems (“IS”) Steering Committee to discharge the Board’s responsibilities relating to overseeing IS-related activities of the Company.

The Committee shall provide general reviews for the Board regarding major systems and technology projects to enable the Board to make informed decisions without becoming too involved in routine operations. The Committee helps ensure proper business alignment, effective strategic planning and oversight of information systems and technology performance.

Committee Membership

The Committee shall be comprised of at least two (2) directors, at least one of whom must be a non-employee director. Additional Committee members need not be members of the Board. The qualification of persons to serve on the Committee shall be determined by the Board, and all members shall be elected annually. Committee members may be added or replaced by the Board, as needed.

Meetings

The Committee shall meet at least four (4) times annually, or more frequently as circumstances dictate. Formal minutes of Committee meetings shall be maintained to document decisions and inform the Board of the Committee’s activities.

Committee Authority and Responsibilities

In carrying out its responsibilities, the Committee believes its policies and procedures should remain flexible in order to best react to changing conditions and to ensure to the Board that IS resources are being utilized to best meet the needs of the Company and user departments. To carry out these responsibilities, the Committee shall:

- Obtain full Board approval of this Charter and review this Charter on at least an annual basis.
- Approve critical vendors used by the Company and monitor their financial condition on an annual basis. Results of initial and annual vendor risk assessments, quarterly risk profile reports, and performance reviews of technology vendors, as applicable, will be reported by the Vendor Management function in order for the Committee to ascertain and maintain an understanding of critical vendors.
- Approve and monitor major projects, priorities, standards, procedures and overall information systems and technology performance. Final approval of major projects is

subject to the approval authority as established by the Purchasing Policy as adopted by the Board; additionally, all IT-related projects with a projected spend greater than \$250,000 will be reviewed, and if not already completed, then approved by the Committee. Projects requiring expenditures beyond the authority of the Committee will necessitate a recommendation to the Board as established by the Purchasing Policy.

- Coordinate priorities between the IT department and user departments. The Committee should receive the appropriate management information from the IT department, Information Security department, Vendor Management department, user departments and Internal Audit department to coordinate and monitor the Company's information systems and technology resources.
- Review the adequacy and allocation of information systems and technology resources in terms of funding, personnel, equipment, and service levels.
- Ensure that the Company has a written information security program as required by the Gramm-Leach-Bliley Act.
- Ensure that the Company maintains a written contingency plan and tests critical components of this plan at least annually.
- Establish various advisory councils to further enhance oversight of IS-related activity.

The Committee shall review and reassess the performance of the Committee and the Committee's role and responsibility at least annually.