

BANK OZK
INFORMATION SYSTEMS STEERING COMMITTEE CHARTER
As Revised Effective November 18, 2019

Introductory Statement and Purpose

The Board of Directors (the “Board”) of Bank OZK (the “Company”) has appointed an Information Systems Steering Committee (the “Committee”) to assist the Board in fulfilling its oversight responsibilities relating to the Company’s information systems and technology performance, including supervising the Company’s major systems and technology projects on behalf of the Board to enable the Board to make informed decisions without becoming overly involved in daily operations.

Committee Membership and Meetings

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 and the Committee’s chairperson shall be appointed annually by the Board. Committee members may be replaced or added by the Board.

The Committee shall meet at least four (4) times annually, or more frequently as circumstances dictate. The chairperson shall preside at each meeting. In the event the chairperson is not present at a meeting, the members present at that meeting shall designate one of such members as the acting chair of the meeting.

Committee Authority and Responsibilities

1. The Committee shall monitor and maintain an understanding of critical vendors, including monitoring their financial condition and reviewing initial and annual vendor risk assessments, quarterly risk profile reports, and performance reviews of technology vendors, as applicable, provided by the Third Party Risk Management function.

2. The Committee shall 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 Guidelines adopted by the Board; additionally, all IT-related projects with a projected spend greater than \$250,000 will be reviewed and approved or ratified by the Committee. Projects requiring expenditures beyond the approval authority limit of the Committee established by the Purchasing Guidelines require approval by the Board or the Executive Committee.

3. The Committee shall coordinate priorities between the IT department and user departments. The Committee should receive the appropriate management information from the IT department, Information Security department, Third Party Risk Management department, user departments and Internal Audit department to coordinate and monitor the Company’s information systems and technology resources.

4. The Committee shall review the adequacy and allocation of information systems and technology resources in terms of funding, personnel, equipment, and service levels.

5. The Committee shall ensure that the Company has a written information security program as required by the Gramm-Leach-Bliley Act.

6. The Committee shall ensure that the Company maintains a written contingency plan and tests critical components of this plan at least annually.

7. The Committee may form and delegate authority to subcommittees or councils when appropriate to the extent permitted by law and receive periodic reports from such subcommittees or councils.

8. The Committee shall submit the minutes of all meetings of the Committee to the Board and make regular reports to the Board.

9. The Committee shall, at least annually: (i) review this Charter and recommend any proposed changes to the Board for approval and (ii) conduct an annual evaluation of the performance of the Committee and its members.

10. The Committee may take any other actions consistent with this Charter, the Company's governing documents, and applicable law, as the Committee or the Board deems necessary or appropriate.