

Code of Conduct and Ethics of Valley National Bank

including Valley National Bancorp and its subsidiaries (“Valley”)

Effective October 21, 2024



800-522-4100
www.valley.com

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A Message from Ira Robbins

Dear Colleagues:

Working for a company which prioritizes ethics and corporate responsibility provides great pride to myself and every employee, officer and director at Valley. Our desire “to do what is right” is not only a corporate value but a character trait that connects both current and prospective employees across our geography and business lines.

The Code has been revised to make it easier to understand the fundamental principles and policies set forth in the Code.

Please read the revised Code and join me in using it to inform the decisions we make.

Thank you,

A handwritten signature in black ink, appearing to read 'Ira Robbins', with a stylized, sweeping flourish at the end.

Ira Robbins
CEO and President

The Board of Directors of Valley National Bancorp, the holding company for Valley National Bank and its subsidiaries, has adopted this Code of Conduct and Ethics (the “Code”) to provide guidance on the expected standard of conduct of Valley’s employees, officers and directors. This Code covers a wide range of business practices and sets out basic principles to guide behavior. It is the responsibility of every employee, officer and director to read and understand this Code.

This Code cannot address every ethical issue or circumstance that may arise. Therefore, employees, officers and directors must not only comply with the letter and spirit of the Code but must also utilize common sense and a high personal standard of ethics, honesty and accountability even where the Code does not specifically address a given situation, and must avoid even the appearance of improper conduct. Failure to comply with this Code can result in discipline up to and including termination of employment, appointment or other engagement.

Valley expects all employees, officers and directors to promote a sense of commitment to this Code and foster a culture of transparency, accountability, honesty and fairness in all business dealings within Valley. This Code also should be provided to Valley’s agents and representatives, including consultants, who should be required to comply with it as part of their engagement.

Who We Are

Our Vision: Make a lasting impact on our communities by committing to the success of everyone we serve.

Our Mission: To give people and businesses the power to succeed. We do this by building lifelong relationships with our customers, ethically using our significant resources, and combining responsible financial guidance with our local knowledge and experience to deliver the appropriate financial products.

Our Values: We believe in being a trusted financial partner, generating innovative ideas and solutions, cultivating a collaborative and empowering culture, and advocating for our local communities.

1. CORPORATE CONDUCT

The following principles support Valley’s vision, mission and values, promote social responsibility, and guide our corporate conduct:

- Valley will treat its customers, employees, vendors and others fairly and with respect, professionalism and courtesy.
- Valley is committed to maintaining a level of earnings that yields an equitable return on investment for its shareholders, providing satisfying employment opportunities in its communities, and delivering financial services and resources that meet the needs of the customers and communities it serves.
- Valley will conduct its business ethically, in fair and open competition and will not enter into illegal arrangements with competitors affecting pricing or marketing policies.
- Valley will not cause or tolerate any violation of law or regulation in the conduct of its business or related activities.

- Valley will cooperate fully with its regulators and auditors and will disclose, on a timely basis, information required for judging the soundness of its condition and its merits as an investment.
- Valley will employ standards and procedures to safeguard the confidentiality of information about Valley, its customers and employees.

2. **PERSONAL CONDUCT**

We are evaluated by our performance and the public's perception of us. You should always act in a way that encourages public trust and confidence and is consistent with our brand, vision, mission and values. In general, you must:

- Engage in outside activities in a manner that support our principles of corporate conduct.
- Comply with applicable laws and regulations, and with Valley's policies.
- Perform your assigned duties to the best of your ability and in the best interests of Valley, its customers, shareholders and your fellow employees.
- Cooperate with investigations with confidentiality, honesty and candor, when requested by management or as required by law.
- Not retaliate against anyone who in good faith reports a violation of this Code.

Compliance with Laws, Rules and Regulations:

The foundation of our ethical standards is compliance with the letter and spirit of the law. All employees, officers and directors, agents and representatives must obey and respect all applicable laws, rules and regulations which could vary across the locations where we do business. Although you may not be expected to know every applicable law in detail, you are expected to know enough about these laws to determine when to seek advice from your supervisor, manager, the Legal Department or other appropriate personnel.

Personal Conflicts of Interest:

Our guiding principle is that you should use your best judgment to avoid conflicts between your personal interests and the business interests of Valley.

A conflict of interest, or the appearance of one, exists when your private interests (or those of a member of your family) interfere with or influence (or appears to interfere with or influence) your conduct with respect to the interests of Valley. Although it is not possible to describe every potential conflict of interest, conflict situations may arise as a result of activities such as other employment, relationships or investments that conflict with your duties to Valley or that could inappropriately influence your judgment or make it difficult for you to perform your Valley duties objectively, including because you or your family member receive personal benefits as a result of your position in Valley or your loyalties are otherwise divided. Direct or indirect business connections with our competitors, customers or suppliers (other than those made on our behalf) are likely to pose conflicts of interest.

The appearance of a conflict of interest often can be as harmful as a conflict itself. Exercise sound judgment and consult with your manager or People Resources before committing to an activity or participating in a transaction that could potentially be a conflict.

Do not act on behalf of Valley in any capacity without authorization, or in any bank transaction involving people or organizations where you have a personal relationship or a financial interest.

Do not use Valley property, information or your position for personal gain or take personal advantage of opportunities discovered through the use of Valley property or information or your position at Valley for personal gain.

Conflicts of interest may not always be clear. You need to consider whether an activity would appear improper to an outsider, whether Valley confidential information or influence over Valley resources will be used, the potential impact on Valley's business relationships with customers, service providers and others, and the extent to which an employee, officer or director may personally benefit, directly or indirectly.

If you become aware of or have questions about potential or actual personal conflicts or need advance written pre-approval for a unique situation, you must contact People Resources.

If you are a director or an executive officer, any conflict must comply with our Related Party Transaction Policy and any extensions of credit to you or your affiliates must comply with Regulation O.

Work Conflicts:

We encourage you to get involved in your community and live the Valley values. If you want to pursue additional employment, engage in a business venture, or perform services for another organization, you first must report the activity to People Resources and get written pre-approval to pre-clear conflicts and other potential issues. People Resources may need to consult with a lawyer from our Legal Department on such requests before providing a response.

To avoid interference with your job, unless you have prior written permission, do not conduct these activities during your normal Valley business hours when you are expected to devote your attention to your duties with Valley. The use of Valley resources (computers, office space, supplies, etc.) in your outside activities should only be done with proper written pre-approval.

If your outside activities are volunteer activities performed for a charity, civic or school organization, please consider if they qualify for paid time off under our Volunteer Time Off Policy, and please fill out our Community Involvement Survey for our CRA program.

Service on Outside Boards and Fiduciary Appointments:

Some outside activities might require significant time commitments away from Valley and interfere with your performance of normal duties. Other activities may create significant conflicts of interest. These issues can arise even in civic or personal situations. As a result, it is important that before you accept a directorship, even for a non-profit, or a fiduciary appointment for someone outside your family, you report the activity to People Resources for review and get written pre-approval.

Personal Financial Affairs:

You should conduct your financial affairs in a responsible and lawful manner.

You may not personally borrow from or lend money to current or prospective Valley customers, vendors or your co-workers unless the loan is to or from your family or is from a lending institution.

Exceptions may be made if you report the activity to and get written pre-approval from People Resources.

During our time together, we have many opportunities to help one another. As we encourage everyone to be collegial, you can make an occasional small value loan (such as for lunch) to another employee without charging interest.

Personal Investments:

You are required to disclose in writing to People Resources any “substantial ownership” in, or operational control or influence over, a customer or vendor of Valley or in a financial institution that you know competes with us.

A “substantial ownership” is defined as the ownership of more than

- (i) \$10,000 in stock or debt in a private company; or
- (ii) 1% of the common stock or debt of a publicly traded company.

This control or ownership information must be provided by new employees when joining us and annually when you acknowledge the Code of Conduct. If your ownership changes, promptly advise People Resources in writing. If you need to know whether a company is a customer or vendor, please contact the Legal Department.

Do Not Trade on Inside Information:

We have adopted a Securities Trading Policy and your purchases and sales of Valley securities must comply with that policy. Violation of the Securities Trading Policy could be illegal and subject to criminal penalties. Under that policy, you may not buy or sell Valley securities while possessing material nonpublic information, or improperly disclose such information, or suggest someone buy or sell Valley securities while you are aware of material nonpublic information. Material nonpublic information is information that is not generally known or available to the public (yet to be disseminated broadly to the marketplace) and which likely would be of interest to a reasonable investor making an investment decision.

Our Code establishes another rule: you may not buy or sell securities of any company when you know Valley is buying or selling such securities for its own account or is seeking to acquire that company. You also may not buy or sell securities of any company when you know Valley’s Trust Department or investment adviser is, or shortly may be, actively buying or selling such company’s securities if your transactions might affect the market in which the Trust Department or the investment adviser is trading. If you work for the Trust Department or our investment adviser, you must also comply with any additional restrictions imposed upon you by that area.

You also must not accept offers to buy any security at terms more favorable than those available to the public if those offers come to you because of your position with Valley.

The above rules apply to direct or indirect (e.g., through family and others) buying and selling of securities.

If you have any questions regarding the rules in this section or the Securities Trading Policy, please consult with the Legal Department.

Corporate Opportunities:

We are all working hard to expand our brand, develop new markets and grow our businesses. In doing so, do not take for yourself what could be an opportunity for Valley, and do not help others to do so.

Do not compete with Valley or help others compete with us. Employees, officers and directors owe a duty of loyalty to Valley to advance its legitimate interests in a legal and ethical manner. You may not compete with Valley during your employment or while serving as director, or in violation of any permissible post-employment non-compete obligation.

Vendor Relationships:

If you are authorized to approve or award orders, contracts or commitments to our vendors you must do so based on reasonable business standards and in compliance with all applicable laws, this Code, the Valley Third Party Code of Conduct and Ethics and other applicable Valley policies. You should take particular care and seek guidance before transacting with a family member.

Fair Dealing:

We conduct business with honesty and integrity and support free and fair competition. We gain advantage over our competitors through superior performance, not unethical or illegal business practices. You must deal fairly with all customers, partners, service providers, suppliers, competitors and other third parties with whom you come in contact in the course of performing your work.

You may not enter into or imply that we will enter into arrangements with our customers, vendors or competitors that violate laws or regulations regarding anti-trust or competition. Such laws are complex but generally prohibit making any type of agreement to restrict competition.

You also may not take advantage of anyone transacting business with Valley, through manipulation, concealment, abuse of privileged information, misrepresentation or any other unfair practice.

If you are responsible for or involved in procurement of goods or services, you must select suppliers based on commercial considerations such as cost, quality, availability, and reputation and not on the basis of receipt of any special favors.

Gifts and Entertainment:

The Comprehensive Crime Control Act of 1984 prohibits you from seeking or accepting anything of value in connection with any transaction or business of ours where there is intent to corruptly influence or reward you.

The Act also prohibits anyone from offering or giving anything of value to our employees, officers, directors, agents or attorneys with intent to corruptly influence or reward the person in connection with a transaction or business of Valley.

Valley's policies strongly discourage you from offering or accepting gifts or entertainment to or from our current or prospective customers or vendors. We recognize that certain gift giving and offers of entertainment may occur without intent to corruptly influence or reward you or others in connection with our business. Most gifts or entertainment from our current or prospective customers or vendors should be politely declined or returned. If a gift of nominal value cannot be returned then it should be shared with staff (example: a food gift basket) or donated to a charity.

Cash or cash-equivalent gifts may not be accepted under any circumstances and must be returned.

Generally, food and entertainment at business events should only be provided where the purpose of such an event is to hold bona fide business discussions. You may accept modest offers of food or entertainment if the following criteria are met:

- they are not excessive in value (alone or in combination with others) and cannot be construed as a bribe or payoff;
- the circumstances do not violate our Code or any law or regulation
- you have not accepted similar offers from the same source for up to \$500 within the previous 12 months;
- the purpose of the event is to raise funds for a charity, and they meet the above criteria as applicable.

In addition, you must not solicit entertainment or hospitality from our current or prospective customers or vendors. You must not accept unsolicited offers if they are:

- lavish or unusual; or
- not a normal or customary, given the size of the business relationship or stature of either Valley or the person making the offer; or
- an expense paid or reimbursed by a customer or vendor that we would not pay.

In general, if entertainment or hospitality is questionable for you to submit as an expense, then it is impermissible for you to accept. If you have any questions, you should talk to your manager, People Resources or the Legal Department in advance.

In any event, under no circumstance may you receive anything of value from our current or prospective customers or vendors if there is a corrupt intent or the appearance of one.

Bequests from Customers, Vendors or Co-Workers

You must not accept any bequest from our customers, vendors or your co-workers unless the bequest is from a family member. Exceptions may be granted in writing in advance by the Ethics Officer. If you receive a bequest without prior approval, you must immediately provide a written report describing pertinent facts to the Ethics Officer.

Exceptions to Gifts, Entertainment and Bequests:

We believe the following are exceptions to the prohibitions in the prior two sections:

- Gifts, entertainment or bequests from our customers, prospective customers, suppliers or your co-workers if you had a relationship or friendship with the person before becoming associated with Valley and the circumstances clearly indicate that it is these relationships rather than business matters which are the motivating factors.
- Awards given by charitable, civic, religious or similar organizations for your personal contributions or achievement.
- Golf outings and similar sporting or non-sporting events held for charitable purposes where the charity receives a substantial portion of the proceeds.

3. OUR WORKPLACE

It is important that the environment we work in reflects our principles. This section contains some of the principles we believe will help us achieve this goal. You will find further elaboration of these and other principles in our Employee Handbook. You must be familiar with the Handbook, understand

your obligations and abide by them.

Equal Employment Opportunity:

Discrimination is repugnant to our traditions and our culture. We are committed to making merit-based personnel decisions and to providing equal employment opportunity to all applicants and employees.

We will provide reasonable accommodation to qualified employees and prospective employees with a disability and to employees and prospective employees with needs related to their religious observance or practices.

Employees of Valley are employees-at-will. This means that both you and Valley have the unrestricted right to terminate the employment relationship, with or without cause, at any time. Nothing in our Code, Employee Handbook or in any policy of Valley is intended to establish a contract of employment.

Diversity:

Valley is committed to fostering an environment that recognizes and values diversity. We believe diversity is a profound asset to Valley and can help everyone reach their full potential.

Harassment and Violence:

Our policy is to promote and maintain a work environment in which all employees and customers are treated with respect and decency. Regardless of your position and the position of the other person, you should act professionally and treat your colleagues with fairness, courtesy and respect.

No form of discriminatory, harassing, threatening or violent conduct or communication by or toward our employees or customers will be tolerated. Conduct that violates our anti-harassment policy or workplace violence policy is prohibited.

Safe Workplace:

Valley is committed to maintaining a safe and healthy workplace and maintains a Drug-Free Workplace Policy. You must follow all health and safety rules and procedures and report promptly all accidents and conditions you believe to be unsafe to your manager, Property Management or People Resources.

No Retaliation:

You may not retaliate or discriminate against any employees or applicants for employment with Valley because they have engaged in any of the following activities:

- Making a report to the Audit Committee, the Ethics Hotline, the Ethics Officer or any manager about an activity that the reporter believes in good faith violates the provisions of this Code.
- Filing a complaint.
- Assisting with an investigation.
- Opposing any act which is unlawful.
- Exercising any other right protected by law.

4. CONFIDENTIALITY OF INFORMATION & INFORMATION PRIVACY

All of us have a responsibility to safeguard confidentiality and privacy.

Confidentiality is a fundamental principle of our business and is crucial to safeguarding the non-public information and personally identifiable information we have concerning our customers, vendors and associates, as well as our business. This includes oral and informal communications as well as written, printed, emailed, texted, or computer-generated information. We maintain policies regarding the use of information and adequate control of confidential, critical and secured information. You must be familiar with these policies, which can be found on Valley's intranet, and understand your obligations to protect the confidentiality and security of information about our business and our customers and abide by such policies.

Valley Information:

All non-public information regarding our business assets, operations, current and future business plans and our trade secrets, including but not limited to information regarding our customers and vendors, is proprietary and confidential information of Valley. Employees, officers and directors must maintain the confidentiality of such information entrusted to them by Valley or its clients or otherwise, except when you are instructed differently by an authorized member of management, or disclosure is authorized by applicable law or regulation.

You are only authorized to access, use and customer information for legitimate business purposes on a need-to-know basis. You are prohibited from accessing, disclosing or using customer information unless such access, use or disclosure is specifically necessary to conduct our business. You may not copy, remove or inquire from others customer or employee information that is not part of your job responsibilities. You may not attempt to access or use systems which contain customer or employee information in a manner beyond your authorization to use such systems.

You may disclose Valley's proprietary or confidential non-public information outside of Valley only if the disclosure is:

- approved in writing in advance by an officer of Valley;
- furthers a legitimate business interest of Valley;
- made on a need-to-know basis; and
- encrypted with methods acceptable under our policies, where applicable.

Permitted disclosures to third parties generally should be subject to a confidentiality agreement and delivered with written instructions that the information is confidential and can be used only for the limited purpose for which it was disclosed.

Valley Customer Information:

We maintain the highest standards of protection for personally identifiable confidential information we get from or about our customers. We recognize our obligation to keep that information secure and confidential. A few examples of such confidential information include customer names, addresses, phone numbers, social security numbers, account balances and transaction data, financial condition, anticipated changes in management, business plans, and financial projections.

Our Privacy Policy is provided to our customers as required by law and covers consumers' customer information. You may only use customer information as permitted by Valley's Privacy Policy.

We only provide customer information to outside companies to conduct our business, comply with applicable law, protect against fraud or other suspected illegal activity, provide products and services to our customers, provide a good customer experience or comply with a customer's request. Information shared will be limited to that needed or legally required and subject to confidentiality agreements, where applicable.

Valley will defend its rights in confidential information, including customer information, and will not tolerate the misuse of confidential information of other companies. Valley prohibits the inappropriate use of any such confidential information of your prior employer in performing your job at Valley, and requires that all associates return all confidential information of their former employer to them before beginning work at Valley.

Exception to Confidentiality:

While we encourage you to raise first with us issues about suspected violations of law or regulation, nothing contained in this Code or in any Valley policy or agreement prohibits or restricts you from voluntarily disclosing confidential information to any government, regulatory, or self-regulatory agency, including under Section 21F of the U.S. Securities Exchange Act of 1934 and the rules thereunder, or from disclosing confidential information, including trade secrets, to a government official or an attorney in connection with the reporting or investigation of a suspected violation of law or to an attorney or in a court filing under seal in connection with a retaliation or other lawsuit or proceeding, as permitted under Section 7 of the Defend Trade Secrets Act of 2016. You do not need prior permission from Valley to raise any such concerns, and you are not required to notify Valley that you have done so. Likewise, nothing in this Code or any agreement with or policy of Valley is intended to or should be construed to limit or prohibit you from (i) responding truthfully to a court or administrative agency order; (ii) initiating a claim or engaging in communications with any federal or state regulatory or enforcement agency or authority; (iii) providing information or documents as may be required in response to any inquiry from any federal or state regulatory or enforcement agency or authority regarding a possible violation of federal or state laws or regulations; or (iv) exercising your rights or engaging in activities protected under federal or state laws or regulations, such as discussing wages, benefits, or terms and conditions of employment, or raising complaints about working conditions.

5. COMMUNICATION SYSTEMS AND VALLEY ASSETS

Right to Monitor Information and Communication Systems:

Information and communications on our telephone or computer systems, or your telephones or computers used for your work, are the property of Valley and are subject to review, monitoring and recording without notice to you or permission from you. Additional information about your use of our internet, intranet and computer systems can be found in our Information Security policies. You are required to be familiar with and abide by those policies.

Protection and Proper Use of Valley Assets:

You are expected to use Valley assets with care and efficiency, and for legitimate business purposes only. You may not misuse, waste or remove from our facilities any of our furnishings, equipment,

technology or supplies unless specifically authorized.

Intellectual Property:

Valley respects intellectual property rights. We own all rights to our intellectual property including inventions, improvements, works of authorship, ideas, business processes, computer software programs, and related improvements or discoveries that you conceive or develop during your employment which relate to our actual or anticipated business or to our research or development.

All intellectual property you develop must be disclosed promptly to your manager, and you must execute all necessary documents and assist us, at our expense, to get protection for this intellectual property.

In addition, we own all right, title and interest in our copyrights, and their use is limited to our business purposes unless we grant prior written permission.

Corporate Communications and Brand Use:

Our brand is a very valuable asset. We all work hard to develop and protect it. You may not use the corporate brand, logo and our name for any personal or nonofficial purpose, since this might be interpreted to imply endorsement by us. This requirement includes your use on social media. You should review our Social Media Policy, and you must abide by it.

Business records and communications can become public. In the conduct of our business, we should all avoid exaggeration, derogatory remarks, guesswork and any other communications that could be misunderstood so as to negatively impact Valley’s reputation and integrity. In other words, we should expect that anything we write in business email, internal memos and formal communications could end up as “front page” news.

Documents and records should be retained and destroyed in accordance with Valley’s record retention policies, subject to extraordinary retention in cases of litigation or governmental investigation.

Access to Valley Assets with Personal Devices:

Valley systems, assets, and data (including customer data) should only be accessed and used by Valley’s computer systems and devices. You may only access Valley systems, assets, or data (including customer data) with your personal device as permitted by Valley’s applicable policies, where you have received approval from management and where the device you are using is compliant with Valley’s information security requirements. You must not transfer Valley data out of Valley systems (e.g., by using personal cloud storage or email accounts).

6. INVESTIGATIONS

You must cooperate fully with any Valley-related investigation, internal audit, external audit or regulatory examination. If you become aware that you are or have been the subject of any external investigation, you must immediately inform the Legal Department in writing unless otherwise prohibited by law, regulation or the investigating authority.

Valley promptly and thoroughly investigates allegations of wrongdoing brought to our attention. Investigations are kept confidential to the extent possible; information is only shared with those who

are required to be informed or who need to know, and then only in the level of detail necessary. As we strive to maintain confidentiality for employee privacy and other valid business reasons, you should also keep confidential the existence and details of any investigation.

7. FINANCIAL CONDUCT

Maintenance of Corporate Books, Records and Accounts:

Valley is committed to maintaining complete integrity of its books and records and public disclosures. All corporate and business records, including expense reports per Valley's expenses policy, must be completed honestly and accurately. Further, for time keeping and billing purposes, only the true and actual number of hours worked should be recorded and reported.

All books, records, accounts and financial statements must reflect transactions in appropriate detail and conform to Valley's system of internal controls as well as any applicable legal requirements. Unrecorded or "off the books" funds or assets are prohibited, and oral or written side agreements must be approved in advance.

Payments to third parties (including payments to vendors and refunds) made other than through normal banking channels or to "offshore" accounts require pre-approval. Valley does not provide loans of corporate funds to directors, officers or their relatives or guarantee their obligations other than through ordinary corporate programs.

Preferential Extensions of Credit:

You may not make any preferential extension of credit to any executive officer, director or principal shareholder of Valley.

Accounting:

To ensure the integrity and objectivity of our consolidated financial statements, we maintain an Audit Committee of the Board of Directors which has established internal accounting, operating and disclosure controls and procedures. If you are responsible for the preparation of our financial statements (which include our chief executive officer, chief financial officer and principal accounting officer), or you directly or indirectly provide information as part of that process, you must maintain and adhere to these controls so that all underlying transactions, within Valley and with third parties, are properly documented, recorded and reported.

In addition, all employees are responsible for promoting full, fair, accurate, timely and understandable disclosure in reports and documents that we file with or submit to the Securities and Exchange Commission, and in our other public communications with investors.

The Audit Committee has approved channels and procedures for the receipt, retention and prompt treatment of complaints regarding accounting, internal accounting controls, or auditing matters. These channels and procedures provide an important tool to support the accounting, operating and disclosure controls and procedures, and to deter wrongdoing and promote ethical conduct.

You may raise any such concerns to the Ethics Hotline at 888-924-0206 or by mail or to the Ethics Officer:

Valley Audit Committee
P.O. Box 2331
Wayne, NJ 07474-2331

For detailed information:
www.valley.ethicspoint.com

The channels and procedures, which are mandated by law and by the Audit Committee, ensure that the complaints can be submitted anonymously and in complete confidence, on a “need-to-know” basis.

Bribes:

You may not use our funds or property for any unlawful or improper purpose. You may not pay bribes or kickbacks, or give promises (including offers of employment), or anything of value to any person or entity, or accept anything of value from any person or entity to obtain or retain business or influence the performance of any official functions or engage others to do so on your behalf. This includes “commercial bribery,” or the furnishing of something of value to an intermediary (such as an employee of a customer) without that company’s knowledge, with the intent to inappropriately influence that company’s commercial conduct.

Foreign Corrupt Practices Act:

You must not give or promise to give money or anything of value to any foreign government official or employee of any foreign government or governmental agency if it influences a business relationship between us and that entity. Payments must not be made to obtain or retain such business or secure any improper advantage. A “foreign official” may be any officer or employee of a foreign (non-U.S.) government or any department, agency or instrumentality of a foreign government (including a foreign state-owned enterprise or international organization such as the World Bank, International Monetary Fund, United Nations and affiliated organizations) or a member of a royal family. In addition, anyone acting on behalf of a government, such as a consultant or negotiator representing a state-owned business, and a political party or candidate may be deemed “foreign government officials”. Restrictions on dealing with such individuals may extend to dealing with their family members as well as intermediaries such as distributors, sales agents, commercial representatives, consultants and contractors, with knowledge that some or all of a payment or benefit would be given to a foreign government official for an improper purpose.

State and local governments may have similar rules, and you are required to comply with all applicable anti-corruption and anti-bribery laws in conducting our business. Seek guidance from the Legal Department if you have any questions.

Money laundering, financing terrorist activities and trade sanctions

Valley is committed to complying fully with all applicable anti-money laundering and anti-terror laws. Employees, officers, directors, agents or representatives are prohibited from engaging in money-laundering (taking money from an illegal activity and running it through a legal activity to conceal criminal activity and any crimes that may have generated such money, including, but not limited to, illegal tax avoidance, drug trafficking or terrorism).

Valley does not support any terrorist organizations. Any use of Valley assets to finance or otherwise aid any U.S. government designated terrorist groups, terrorism-related activities or other criminal activity is strictly prohibited.

Additionally, Valley is fully committed to complying with all applicable trade laws, rules and regulations, including embargoes, sanctions, export controls and anti-boycott rules. No Valley assets may be used to illegally fund or facilitate any activities of or with, any person, group, country or territory subject to applicable trade or economic sanctions or in any other manner that will result in a violation of applicable trade or economic sanctions.

Political Contributions:

Valley encourages your informed participation in your community, including the governmental, regulatory and elective processes. You may choose to make individual personal political contributions, either directly or through political action committees, as permitted by local, state and federal laws.

Federal laws make it unlawful for us as a national bank to make any direct contribution or expenditure in connection with any federal, state or local election.

We do business with many state governmental entities in New Jersey, New York, Florida and Alabama. Because of that business governmental entities can require us to report contributions by you. For example, under New Jersey’s Pay-to-Play Disclosure Law, we are required to report to the State of New Jersey annual political contributions of over \$300 made by our directors and certain officers and their spouses and children. If, because of such laws, we ask you to fill out information about your political contributions, and persons related to you, you must answer honestly and completely.

8. OPERATION OF OUR CODE

Violation of our Code:

The intent of our Code is to inform and guide us so that we all are not only compliant with our legal obligations but also exhibit ethical behavior. Therefore, violation of any provision of this Code constitutes grounds for disciplinary action, up to and including termination of employment, appointment or engagement.

Waiver of our Code:

Some sections of our Code are rules of conduct and ethics that we expect all of us to follow, but other sections detail explicit legal requirements that apply to us and to our businesses. Some waivers may be made in writing for employees under our Code and under our other policies. Any waiver of this Code for a director or executive officer must be made by our Board of Directors and promptly disclosed.

Your Reporting Responsibility:

If you reasonably suspect or become aware of a possible violation of a law, regulation or this Code, you have an obligation to promptly report your concern.

Reports of these matters may be made in person or in writing to your manager, People Resources, or the Ethics Officer. If the situation cannot be resolved or if you feel uncomfortable reporting in person or in writing, you are encouraged to report the situation through the Ethics Hotline at 888-924-0206 or online at valley.ethicspoint.com. Your reports to the Ethics Hotline may be anonymous and confidential.

Resolution of Ethics Complaints:

The Audit Committee wants to ensure that proper attention and effort is made to resolve every ethics complaint. Therefore, the Committee has authorized the Ethics Officer to:

- Coordinate investigations of all allegations by involving appropriate internal resources from Legal, Audit, Fraud Risk Management, People Resources and executive management, as needed; and
- Serve as a necessary step in the escalation path for the reporting of significant violations of this Code which may result in escalation to management and the Audit Committee of the Board of Directors.

Escalation Path:

If you make a report, you will be advised when it has been investigated and resolved. If this does not happen in a reasonable amount of time (considering the complexity and seriousness of the report) you should follow up through your reporting channel (like the Ethics Hotline). If you believe your report was not investigated, or if you believe that the matter you reported reoccurs, you should escalate your report to the Ethics Officer or to our Audit Committee mailbox.

To be clear, even if we determine that discipline, process improvements or other remedial actions were necessary or recommended, for confidentiality reasons we cannot share with you or confirm any actions taken with respect to other employees.

Applicability:

This Code applies to our directors, officers and employees.

Other Policies:

Directors, officers and employees are subject to other policies not expressly identified in this Code. You must be familiar with the policies that apply to you, understand your obligations under those policies, and abide by those policies. All our policies can be found on our intranet. People Resources or the Legal Department can help you access these additional policies.

We also maintain a Third Party Code of Conduct and Ethics available on our internet site, which applies to our vendors.

9. CONCLUSION; OTHER RESOURCES

We all rely on each other's good judgment to uphold our standards and maintain our ethical culture. As a result, we expect you to be informed and guided by both the words and the spirit of our Code. So please remember that each of us has a personal responsibility to incorporate, and to encourage others to incorporate, the principles of our Code and our values into how we do our work.

Further Information:

In any written document like this, it is impossible to spell out every situation we might face. You may find you are unsure how to handle a situation under our Code. Additionally, identifying the right thing to do is not an easy decision sometimes; or, you may need help figuring out if some behavior is a violation that must be reported. The resources available for all such questions about our Code or its application are as follows:

For more information on:

Code of Conduct

Ethics

Workplace Violence incidents

Contact:

People Resources (973) 305-8800, ext. 5400

Ethics Hotline (888) 924-0206

Online valley.ethicspoint.com

by U.S. Mail: Valley National Bank
PO Box 2331
Wayne, NJ 07470

Ethics Officer: Jaclyn Kass, SVP
Associate General Counsel
70 Speedwell Avenue
Morristown, NJ 07960
(973) 686-5077

Manager, Bob Russell
Physical Security 70 Speedwell Avenue
Morristown, NJ 07960
(973) 872-5507

Online valley.ethicspoint.com