

CHAIN BRIDGE BANCORP, INC.
RISK COMMITTEE CHARTER
Approved by the Board of Directors
January 21, 2025

Committee Membership:

The Risk Committee (the “Committee”) of the Board of Directors (the “Board”) of Chain Bridge Bancorp, Inc. (the “Company”) shall be comprised of at least three directors.

Members shall be appointed by the Board based on the recommendations of the Governance and Nominating Committee and serve at the pleasure of the Board for such term or terms as the Board may determine. Candidates to fill subsequent vacancies in the Committee shall be nominated by the Committee as set forth below and appointed by the Board. Members shall serve at the pleasure of the Board and for such term or terms as the Board may determine. Committee members shall be generally acquainted with relevant risk-management principles and practices and have experience in one or more of the areas of the Committee’s responsibilities.

Committee Purpose:

The purpose of the Committee is to assist the Board in its oversight responsibilities relating to:

1. The risk-management policies of the Company’s operations, including the enterprise risk management framework for the Company and Chain Bridge Bank, N.A. (the “Bank”) (the “Enterprise Risk Management framework”) through its oversight of the Company’s and the Bank’s Enterprise Risk Management Committee (“ERMC”).
2. The Company’s financial and operational risks, including, without limitation, capital adequacy, compliance, credit, liquidity, market, operational, strategic, asset, and reputational risks and the control processes with respect to such risks.
3. The Company’s risk appetite and tolerance (*i.e.*, the level and type of risk the Company is able and willing to assume in its exposures and business activities, given its business objectives and obligations to stakeholders).
4. The performance of any other related tasks that the Board shall, from time to time, assign.

The function of the Committee is oversight. Risk assessment and risk management are the responsibility of the Company’s management and Bank level committees.

Committee Duties and Responsibilities:

The duties and responsibilities of the Committee are to:

1. Annually review and approve the charter of the ERMC, including material amendments thereto, that are commensurate with the Company’s risk profile,

appetite, complexity, activities, and size.

2. Oversee the operation of the ERM (including with respect to the ERM's oversight of the development and maintenance of the Enterprise Risk Management framework) and the Company's risk management processes and methodologies, and require management to take reasonable steps to ensure that such Enterprise Risk Management framework, processes and methodologies satisfy all regulatory requirements and are appropriate for the Company in light of its capital structure, business strategy, risk appetite, risk profile, complexity, culture, activities, size and other appropriate risk-related factors.
3. Review and approve other risk management policies, as appropriate.
4. Review (at least annually) the Company's risk appetite statement and recommend to the Board any revisions the Committee deems necessary or desirable.
5. Oversee, together with the Audit Committee and the Bank's Information Technology ("IT") Committee, the Company and its subsidiaries' program, policies and procedures related to artificial intelligence and cybersecurity. The Committee shall at least annually assess how these risks align with the Company's overall risk appetite and Enterprise Risk Management framework.
6. Monitor the quality and effectiveness of the Company's information technology security, and periodically review, appraise, and discuss with management the quality and effectiveness of the Company's information technology security, data privacy, disaster recovery capabilities and cybersecurity and related risks.
7. Review and concur with the appointment and any replacement, performance, and structural position of the Chief Risk Officer.
8. Receive and review regular reports on not less than a quarterly basis from the Company's Chief Risk Officer, who, as appropriate, shall be available for Committee meetings at which such reports are discussed.
9. Evaluate the independence and authority of the Company's risk management functions.
10. Require management to foster a risk-aware culture throughout the Company, including by outlining a process for escalating significant risk-related issues to the Committee.
11. Review and discuss with management the Company's:
 - (i) capital plan, regulatory capital ratios, capital management policy and internal capital adequacy assessment process;
 - (ii) liquidity risk metrics, management, funding strategy and controls and contingency funding plan;

- (iii) market risk management strategy;
 - (iv) credit risk management policies and controls;
 - (v) operational risk strategy and operating risk policies and controls, including in each case with respect to information security and cybersecurity risk; and
 - (vi) model risk strategy and model risk policies and controls to include oversight of the Model Risk Management framework and policy.
12. Review with the Chief Risk Officer the adequacy of budget and staffing resources of the Company's risk management functions.
 13. Receive, as and when appropriate, reports from the internal audit function and members of management on the results of risk management reviews and risk assessments.
 14. Periodically assess the Committee's need for continuous education or external advisory support to stay abreast of emerging risks and trends affecting the Company or its subsidiaries.

The Committee may discharge any other duties or responsibilities delegated to the Committee by the Board from time to time.

In fulfilling its duties and responsibilities, the Committee shall consider, among other things, the potential effect of any matter on the Company's reputation.

Committee Structure and Operations:

The Board, after considering the views of the Chairman of the Board, shall designate one member of the Committee as its chairperson (the "Chairperson"). The Committee shall meet at least four times per year at a time and place determined by the Chairperson with further meetings to occur, or actions to be taken by unanimous written consent, when deemed necessary or desirable by the Committee or the Chairperson. Two members of the Committee shall constitute a quorum.

The Committee, including through the Chairperson (as appropriate), shall coordinate with other committees of the Board, Company, Bank, and management, as necessary or desirable, on risk-related matters. This may include liaising with the Company's Audit, Compensation, and Governance & Nominating Committees, the Bank's Asset-Liability, Information Technology, Loan, and Trust Oversight Committees, and the Bank's management-level Compliance Management Committee and Disclosure Committee.

The Committee may invite such members of management and other persons to its meetings as it may deem desirable or appropriate. The Committee shall report regularly to the Board summarizing the Committee's actions and any significant issues considered by the Committee. Such reporting shall not be required if all directors are present at the Committee meeting at which such actions or issues are considered or if individual directors not present are otherwise informed with respect to such actions or issues as appropriate.

The Chief Risk Officer of the Company shall report directly to both the Committee and the Chief Executive Officer of the Company. The Committee will meet separately with certain members of management, including the Chief Risk Officer, when and as it deems appropriate.

Performance Evaluation and Review of Charter:

The Committee shall, in consultation with the Governance and Nominating Committee, conduct a self-evaluation of the Committee's performance at least annually to determine whether it is functioning effectively. The performance evaluation shall also include any improvements to the Committee's charter deemed necessary or desirable by the Committee.

Delegation to Subcommittee:

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.

Resources and Authority of the Committee:

The Chairperson shall liaise with the chairperson of the Audit Committee as the Chairperson may deem appropriate. The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate, and approve the fees and other retention terms of special or independent counsel, accountants, or other experts, as it deems appropriate, without seeking approval of the Board or management.