

BUILDING TOWARD THE FUTURE

CORPORATE RESPONSIBILITY REPORT 2019





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BUILDING TOWARD A BRIGHT FUTURE

A LETTER FROM OUR CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The coronavirus pandemic has presented significant challenges since emerging earlier this year. And just as the country has grappled with the spread of COVID-19 and evolved its response, we at Citizens have worked to adjust our strategy in order to deliver well for our customers, communities and local economies while intensely focusing on the safety of our colleagues.

Challenging times often bring out the best in companies and in people. I believe that Citizens is rising to the occasion and meeting those challenges, while also making a difference and fulfilling our purpose. We are building a strong, sustainable franchise with a bright future.

NAVIGATING A TURBULENT PERIOD

The pandemic has clearly been an unsettling time, with significant and sweeping impacts. I am personally proud of the many ways that Citizens stepped up in the service of all of its stakeholders during this period. As the situation unfolded, U.S. policymakers took unprecedented steps to shore up the economy and quickly put aid into the hands of those who need it. Understanding that banks have a vital role to play in supporting these efforts, and in sync with governmental actions, Citizens mobilized on several fronts:

• For our **customers**, we offered loan forbearance and other forms of relief for those facing financial hardship. We also jumped into action to implement the U.S. Small Business Administration's Paycheck Protection Program, getting much-needed funds into the hands of businesses that are the lifeblood of local economies.

- For our colleagues, we acted quickly and effectively to ensure their safety and welfare, while enabling them to continue providing vital banking services. These steps included alternate work arrangements, such as remote working and social distancing, offering additional time off for family and self-care situations related to the coronavirus, and introducing additional pay for those who could not operate remotely.
- For our communities, we pledged more than \$5 million to provide both immediate relief and longer-term support to help those impacted by the pandemic get back on their feet. This commitment included charitable contributions and other assistance aimed at helping small businesses recover in the months ahead.

Just as Citizens has been with all of those we serve throughout the COVID-19 crisis, we will be there through the recovery to follow and beyond, backed by our strong financial position that enables us to deliver in meaningful ways with confidence. This commitment to service — in good times and in challenging ones — has been a Citizens cornerstone for more than 190 years.

CORPORATE RESPONSIBILITY PROGRESS

We continue to make strong progress in the area of corporate responsibility — serving our customers well, providing a great place to work and build a career, strengthening our communities, and operating responsibly. At all times this important work has been guided by the core values around which our Credo is built — exceeding customer expectations, doing the right thing, thinking long-term and working together.

Understanding that customer preferences and the financial services landscape are evolving quickly, we launched a broad-based program to transform key aspects of the way we operate. This effort will enable us to seize the significant opportunities presented by new technologies, digital business models, better use of data and new ways of working to serve our customers even more efficiently and effectively. We continue to enhance customer experience and are delivering more personalized service and value.

We have invested significantly over the past year in resources designed to help both our colleagues and the wider workforce in our communities keep pace with the change, disruption and innovation happening in the marketplace. Additionally, we added resources for colleague educational assistance and implemented new tools aimed at promoting wellness.

We've also continued to make strong progress building a more diverse and inclusive culture. Driven by initiatives including focused diversity recruitment and robust engagement in six active Business Resource Groups, we are moving the needle and increasingly being recognized for our work in this critical area.

Our commitment to the communities we serve continues to be central to our culture and during 2019 we again brought this spirit of service to life. We donated \$16 million to support programs and events across our service area from the bank and Citizens Charitable Foundation, and amplified colleague generosity with another \$1 million in matching gifts. Our colleagues also continued to give generously of their time, performing more than 144,000 hours of volunteer service in 2019 — a 144% increase over the past five years.

A key to realizing our vision of becoming a top-performing bank and delivering enhanced shareholder returns is a commitment to vigorous corporate governance based on a culture of strong ethics and transparency. Our work in this area has included building out a robust corporate governance framework with even stronger Board oversight and enhanced shareholder rights.

OUR PATH FORWARD

We view our Corporate Responsibility effort at Citizens as a journey. While we have made significant progress, we recognize there is more work to do. Earlier this year, the Nominating and Corporate Governance Committee of our Board was given formal responsibility for the oversight of our commitment to environmental, social and governance (ESG) matters and reporting. Looking forward, we will receive important direction from our recently commenced ESG materiality assessment, which will help identify the issues that represent our most significant risks and opportunities in driving strong corporate governance and responsible, sustainable growth.

The current environment continues to present considerable challenges. However, I believe our work to operate in a socially responsible fashion further strengthens our ability to help those we serve — both today and over the long term. I am proud of the progress we made in this area during 2019 and look forward to the many ways we will meaningfully connect our actions with our values in the years ahead. Successful execution will indeed position us for a bright future.

Kind regards,

Bruce Van Saun

Brug Van Laun

Chairman and Chief Executive Officer Citizens Financial Group, Inc.

ABOUT CITIZENS FINANCIAL GROUP, INC.

HIGHLIGHTS

\$165.7 billion assets

\$125.3 billion deposits

18,000 colleagues

1,100 branches

2,700 ATMs

Citizens Financial Group, Inc. is one of the nation's oldest and largest financial institutions, with \$165.7 billion in assets as of December 31, 2019.

Headquartered in Providence, Rhode Island, Citizens offers a broad range of retail and commercial banking products and services to individuals, small businesses, middle-market companies, large corporations and institutions. Citizens helps its customers each reach their potential by listening to them to better understand their needs in order to offer tailored advice, ideas and solutions.

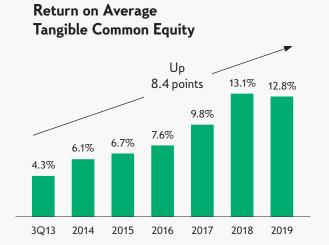
In Consumer Banking, Citizens provides an integrated experience that includes mobile and online banking, a 24/7 customer contact center and the convenience of approximately 2,700 ATMs and approximately

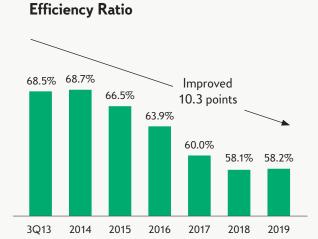
1,100 branches in 11 states in the New England, Mid-Atlantic and Midwest regions. Consumer Banking products and services include a full range of banking, lending, savings, wealth management and small business offerings.

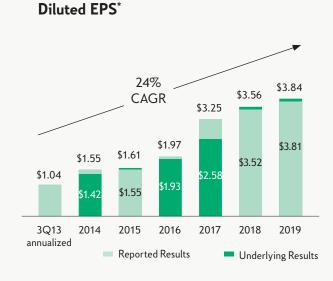
In Commercial Banking, Citizens offers a broad complement of financial products and solutions, including lending and leasing, deposit and treasury management services, foreign exchange, interest rate and commodity risk management solutions, as well as loan syndication, corporate finance, merger and acquisition, and debt and equity capital markets capabilities.

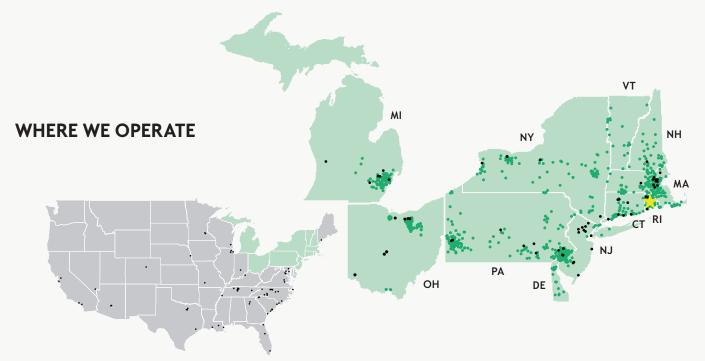
More information is available at www.citizensbank.com or visit us on Twitter, LinkedIn or Facebook.

Note: company data as of December 31, 2019









- ★ CFG Corporate Headquarters Providence, RI
- CFG branch location
- CFG non-branch location

^{*} CAGR is compound annual growth rate. For more information on Underlying Results, see the "Key Performance Metrics Used by Management and Non-GAAP Financial Measures" in our 2019 Form 10-K.

KEY METRICS SNAPSHOT

\$16 million

to support community programs and events across our footprint from Citizens Bank and the Citizens Charitable Foundation

12 million meals

donated through Feeding America and other local hunger partners

\$1 million

in matching gifts amplified the generosity of our colleagues in their charitable giving

2,900 colleagues

engaged in diversity & inclusion dialogue as members of our six Business Resource Groups

144,000 hours

volunteered by our colleagues to benefit our local communities

863 financial literacy sessions

taught by our volunteer community ambassadors reached 19,000 individuals

356,000+ people

reached through financial literacy programming at local nonprofits

432,000+ hours

of training for our colleagues

\$226 million

in loans to small businesses

\$620.8 million

in Community Development lending and investments

1,200 community boards & committees

across our communities benefited from the expertise of Citizens colleagues

\$1.2 million

in closing cost assistance to lowto moderate-income homebuyers

14,800+ loans

totaling \$2.8 billion for home purchases and home refinances to low- to moderateincome borrowers or for residences in low- to moderate-income census tracts

VISION, CREDO, VALUES

Our vision is to be a top-performing bank distinguished by its customer-centric culture, mindset of continuous improvement and excellent capabilities.

Our credo brings to life our internal values. These values drive our performance and help us perform our best every day, delivering more for all stakeholders and serving clients with a broad range of products and services.

OUR CREDO

We perform our best every day so we can do more for our:

- CUSTOMERS
- COMMUNITIES
- COLLEAGUES
- SHAREHOLDERS

We strive to always:

- EXCEED CUSTOMER EXPECTATIONS
- DO THE RIGHT THING
- THINK LONG-TERM
- WORK TOGETHER

CORPORATE RESPONSIBILITY FRAMEWORK

We are building toward the future across six dimensions of corporate responsibility:

- Serving our customers well
- Providing a great place for our colleagues to work and build a career
- Building an inclusive culture in which every colleague feels valued, respected and heard

- Investing our resources to strengthen our communities
- Managing our operations responsibly
- Ensuring strong governance of our business

CUSTOMERS

Our goal is to deliver an exceptional banking experience for all of our customers — from individuals to global corporations. We want to be a trusted advisor to our customers throughout their entire financial journey, and we do this by combining deep expertise with a genuine understanding of their needs. We are continuously innovating to deliver tailored advice, ideas and solutions to better serve them.



TRANSFORMATION AND INNOVATION

The banking industry is rapidly evolving, driven by increasing customer expectations for great experiences, simple solutions and innovative ideas. We have embarked on a company-wide Transformation effort to determine better ways to serve our customers — to anticipate their needs and support them at every stage of their unique journey. In order to do this, we must use the latest technology, develop simple processes and foster new ways of working.

We are embedding methods and training across our business to unleash the power of innovation. Through *Innovation @ Citizens*, we have established an Innovation Forum open to all bank colleagues with 1,100 participants. Monthly Forum meetings showcase bank-wide initiatives including proof-of-concept explorations, fintech partnership updates and prototypes in development.

We created an Innovation Fund to make targeted, venture capital-style investments in early stage ideas developed by colleagues to help us launch products and services for our customers more quickly. We have also made training available to all colleagues on innovation, design thinking and Agile working.

We are developing ways to better harness external innovation to improve customer service. We have created engagements with 19 fintechs and three accelerators, and in 2019 held our second annual *CitizensChallenge* Hackathon. This event was a platform for fintech startups, students, and tech enthusiasts to participate in a fast-paced, 24-hour challenge aimed at developing data-driven solutions to overcome daily operational challenges that ultimately impact our customers.

SAFEGUARDING OUR CUSTOMERS' INFORMATION AND PRIVACY

Our customers trust us with their financial well-being and we don't take that for granted — it's a trust we must earn every day. A key factor is ensuring our data security infrastructure can protect our customers' data against a constantly changing threat landscape.

Our Corporate Security & Resilience (CS&R) team continues to invest to make sure we continuously improve our cybersecurity and business resilience capabilities and have effective controls in place to safeguard our customers' information and privacy. We work with law enforcement, regulatory agencies, industry experts and trade organizations to ensure we are prepared for emerging threats, and regularly conduct full-scale exercises to test our capabilities to detect, respond and recover from security events.

We also participate in and support programs within the public and private sectors to enhance cybersecurity preparedness across the business community.

We continue to hire top industry talent into the organization and provide our CS&R team with the training and tools needed to build our capability. We partner with universities to cultivate a future cyber workforce through tailored curriculum and internships.

All of our colleagues serve as a critical first line of defense against cyber threats. Every colleague and contractor at Citizens is required to successfully complete an annual training program that includes coverage of cybersecurity, physical security, fraud, anti-money-laundering, and customer identification. This training program is in place so that every one of our colleagues is informed and prepared to safeguard customer information.

We also want to make sure that our customers are educated about emerging cyber threats and fraud trends. We utilize numerous communication channels such as e-mail, branch signage, online banking messages and social media channels to inform them about how to best protect themselves. Through our *Citizens for Customers* program, we provide briefings and presentations on timely cyber security and fraud topics to commercial clients and community groups.

Our Board of Directors is heavily engaged with our security programs, and regularly informed on the current state of any potential threats and our actions to protect customers' data and our business. We continually seek to enhance our layers of defense as cyber threats evolve.

PROTECTING OUR CUSTOMERS FROM FRAUD THREATS

Our comprehensive Fraud Prevention and Authentication programs leverage a layered technology approach to protect our customers from fraud threats. We continue to invest in authentication practices, monitoring tools and early identification practices to safeguard them from evolving fraud threats across channels including telephone interactions and online banking. We strive to balance customer experience and fraud prevention with technologies and processes that reduce friction, such as two-way text messaging and email communications. As the industry evolves, so does fraud. Citizens is committed to evolving fraud prevention practices across channels and products to protect our customers.

50% decrease

in ATM/Debit card and credit card fraud losses between 2016-2019

18% decrease

in combined product fraud losses between 2018-2019



In 2019, we made 5,700+ loans totaling \$226+ million to businesses with annual sales of less than \$1 million.

FUELING SMALL BUSINESS GROWTH

We view small businesses as economic engines of our local communities, and help to fuel their growth through a variety of specialized tools and products tailored to meet the customized needs of those we serve.

Citizens is a Preferred SBA Lender and leading participant in U.S. SBA loan programs, supporting the growth and development of small businesses. Compared with conventional loans, SBA loans provide more flexible terms, lower down payment requirements and an easier qualification process.

Our Business Banking division continues to streamline how we help small business owners with enhanced capabilities such as our fintech partnership with Fundation®, which augments our digital lending capability — the Citizens Bank VantageLink Loan™. Within this program, small businesses can apply for loans and lines of credit through a simple online application on our website. In most cases, approval is provided within minutes and loans are funded in as little as three business days.

Our goal is to help position small businesses for success and growth. In 2019, we made more than **5,700 loans** totaling more than **\$226 million** to businesses with annual sales of less than \$1 million.

ENABLING INFORMED HOME OWNERSHIP

Home ownership is a goal for many individuals and families. Through clear terms and sound advice, we help our customers determine if home ownership is right for them, obtain a loan to fit their budget, and make an informed decision. We focus on what's right for each borrower and offer an array of mortgage products that are helpful for first-time home buyers and low- to moderate-income families.

We provided more than 14,800 loans totaling more than \$2.8 billion for home purchases and home refinances to low- to moderate-income borrowers or for residences in low- to moderate-income census tracts.

More than 14,800 loans totaling \$2.8 billion

Our Portfolio Loan Program provides first-time homeowners with lower rates and more flexible underwriting requirements. Low- to moderate-income individuals, and/or those purchasing a home in low- to moderate-income neighborhoods, can qualify for the program, which allows a low down payment with no mortgage insurance. It can also be combined with approved community seconds, which are grants and subsidies provided by local organizations.

\$1.2 million in closing cost assistance to 500+ borrowers

In addition to offering innovative loan programs, we also help address a key element of the home purchase affordability gap by providing closing cost assistance grants to eligible low- and moderate-income home buyers. Through this program, we give eligible borrowers a grant of 3% of the purchase price up to \$2,500 to help defray the upfront costs associated with a home mortgage loan. We provided more than \$1.2 million in closing cost assistance grants to more than 500 borrowers.

GIVING CUSTOMERS FINANCIAL CONFIDENCE

We're committed to giving people resources and tools to make informed financial decisions and gain financial confidence. We want to help people and businesses get and stay on the path to financial security.

Through partnerships with community organizations that support low- and moderate-income individuals and small businesses across our footprint, we identified a growing need to provide financial education. Research consistently shows that many Americans are not adequately prepared to handle emergencies or retirement due to a lack of savings, and aren't effectively budgeting to live within their means. It also shows that increasing debt is making it more difficult for individuals to achieve homeownership or pay for higher education.

We know that the more people understand about saving, budgeting and effectively utilizing credit, the better prepared they are at managing their finances to achieve their goals. Our community partners know this too, but many lack the resources or expertise needed to effectively deliver financial

education to the low- and moderate-income individuals and small businesses they serve.

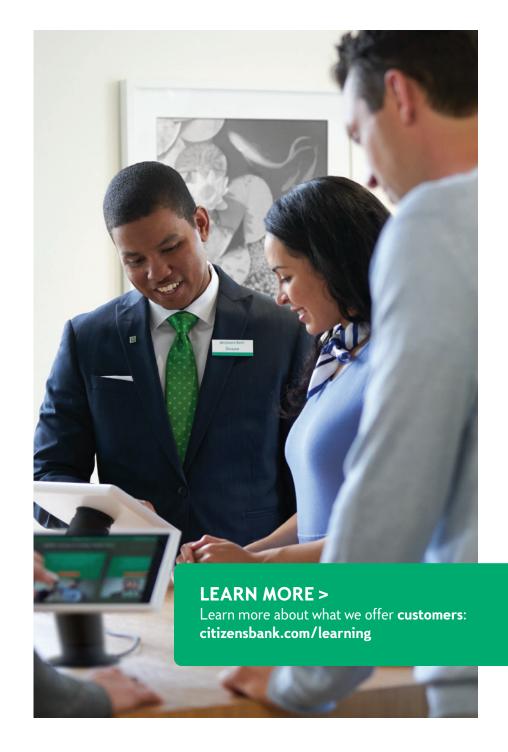
MOTIVATE
YOUTH PROGRAMMIG
PROACTIVE SUPPORT
TEAMWORK INTEGRATE BOULD HE BOURS
UPLIFT LUMBER EDUCATION
EMPOWER BUDGETH WIND FOR EDUCATION
EMPOWER BUDGETH WIND FOR EDUCATION
FUTURE PLANNIC, GUIDANCE
INTURE PLANNIC, GUIDANCE
INTURE PLANNIC, GUIDANCE
INTURE BUDGETH COLLABORATE
NUMBER CARRING
STRENGTHEN

COMMUNITY

AMBASSADOR

Our Community Ambassadors program was developed to address this need and continues to grow. The program is a corps of subject matter experts from across our bank who work with our community partners to help teach financial topics to individuals and small businesses interested in learning more about managing their finances. We now have

700 colleagues trained to teach financial education in the community. Together, they taught financial education through nearly 900 sessions — more than 4,000 hours of volunteer service — and **reached more than 19,000 individuals or small businesses,** helping them gain financial knowledge and confidence.



COLLEAGUES

Our commitment to customers, communities, shareholders, and each other is at the heart of our success, and we continue to build a culture where our colleagues live our values every day. A strong culture is critical to our long-term success and central to our strategy.

We aim to recruit diverse top talent and provide an inclusive environment that drives engagement and high performance. We believe our leaders and managers are the key levers for building this type of culture, and we've continued to invest in developing strong leaders.

We want Citizens to be a great place to work and build a career where colleagues have the tools for continued professional development, and we work to foster innovative work environments to fuel the spirit of continual improvement and growth. We support our colleagues with benefits and rewards that allow them to thrive — at work and at home.



The world in which our business operates is changing rapidly in nearly every dimension including the marketplace, technology, and innovation. The skills required of our colleagues are evolving at an accelerated pace. We must continually reshape our workforce and re-skill our colleagues so that our entire organization can keep pace with an ever-changing environment.

TalentUp is a set of initiatives designed to support the employability of talent at Citizens and in the communities in which we operate, and allow all stakeholders to thrive in the future. For our colleagues, we are accelerating development opportunities to ensure they have the right set of critical skills. In our communities, we are building partnerships with educational institutions and local organizations to ensure that individuals can obtain the skills that will make them highly employable for the most in-demand jobs.









TRAINING AND DEVELOPMENT

Our goal is to provide colleagues with opportunities to improve and acquire new skills and grow their careers. Through *myCAREER*, our centralized career development and performance management hub, they can access training courses and self-study materials. We also expanded our *Development Weeks* program, through which we offered 115 workshops on a variety of topics from Agile working to digital learning. More than 4,000 of our colleagues participated in these workshops to build their skills.

4,600+ colleagues were promoted or took on new roles

432,000 hours of colleague training

1,200+ leaders completed management and leadership training

ENHANCED EDUCATIONAL ASSISTANCE

As part of our commitment to help our colleagues build their skills, we enhanced our *Educational Assistance Program*. In addition to tuition reimbursement programs for undergraduate and graduate degrees, eligible colleagues can now receive reimbursement for study certificates related to business and career development.



DIGITAL CAREER COACH ROLLED OUT COMPANYWIDE

Partnering with IBM, we piloted and deployed the cuttingedge artificial intelligence of Watson Career Coach.

Myca is a cognitive career advisor that provides colleagues with personalized learning and career development recommendations. Colleagues create career profiles and chat online to get career information, tools, and resources. This tool leverages a comprehensive capabilities inventory in conjunction with colleague aspirations to offer career recommendations aligned to skills and interests. Myca empowers colleagues to acquire the skills and experience to remain relevant today and in the future.









PROMOTING WELLNESS & FLEXIBILITY

We are committed to our colleagues' overall wellness — physical, financial and personal. Research shows that healthy people are more productive, engaged, happier, have lower health care costs and live longer.

Our comprehensive total rewards package, which includes many work/life programs as well as competitive pay and benefits, is regularly evaluated to ensure it meets the needs of our colleagues.

Through our comprehensive myWELLNESS hub, we provide resources to help our colleagues get and stay healthy. We also provide incentives for completing wellness activities and being tobacco-free.

We provide our colleagues with multiple ways to stay active. Our Johnston, RI campus has a state-of-the-art fitness center where colleagues can work out and join classes. All Citizens colleagues have access to Gympass, a network that includes thousands of fitness centers offering a variety of activities across the country.

We encourage our colleagues to participate in corporate-wide walking challenges where teams compete for prizes. Through our two-week Walk with Friends challenge, more than 1,400 colleagues logged nearly 433 million steps.



BUILDING RESILIENCY

Citizens rolled out *meQuilibrium* — a personalized resiliency-building online tool that gives colleagues resources to avoid burnout, reduce stress, and boost their energy.

FLEXIBILITY

We recognize that our colleagues are unique and need different things to better integrate their personal and work lives. Where appropriate for an individual's role, we provide flexible work arrangements to enable this integration while improving engagement, productivity and retention.

RECOGNIZING & ENGAGING OUR COLLEAGUES

CREDOCHAMPIONS

Our *Credo Awards* program is a comprehensive, multi-layered approach to promote recognition and engagement, a key part of our culture.

The program includes real-time recognition for living our values and delivering for our customers through awards sent by managers or fellow colleagues.

Chairman's Credo Awards are announced by our Chairman and CEO during Town Hall meetings in our local markets to recognize colleagues that have demonstrated high levels of commitment to our company Credo. In 2019, we recognized 298 of our colleagues as Credo Award Champions. This is the pinnacle of recognition for a select group of individuals who have made the most significant contributions to our customers, colleagues, communities and shareholders.



At Citizens, we know it is important to have open dialogue between colleagues and senior leaders. Let's Connect sessions allow colleagues the opportunity to network with senior leaders, voice

ideas to help shape future initiatives and learn more about the company's current plans and progress. We held 300+ Let's Connect sessions and 5,000 colleagues participated.





MEASURING ORGANIZATIONAL HEALTH

ORGANIZATIONAL HEALTH IMPROVEMENT



As we continue to work toward our vision of being a topperforming bank, we use McKinsey & Company's Organizational Health Index (OHI) survey to track colleagues' perceptions of our progress. The OHI measures their viewpoints on a wide range of factors — levers that will drive sustained top-tier performance and growth.

Based on our past OHI survey results, we've prioritized five key areas where we focus our continuous improvement efforts: leadership, simplification, recognition, development, and innovation.

In our 2019 OHI Pulse survey, our overall score increased two points from 2018, and 14 points from 2015. We improved on five of the nine OHI outcomes over the past year, and saw our biggest improvements in *Innovation and Learning* and *Work Environment*.

McKinsey's research shows that public companies that score in the top quartile of OHI generate total shareholder returns three times higher than companies in the bottom quartile, and more than 60% higher than companies with "middle of the road" health profiles. Our overall score leaves us one point beneath this top quartile ranking. We aspire to be in the top quartile and will continue our efforts to strengthen our organizational health.



DIVERSITY & INCLUSION

A diverse workforce and inclusive culture are fundamental to Citizens' growth and success. To fuel innovation and meet the needs of customers,

we need a workforce that reflects dimensions of diversity beyond those of gender and race, and we must continue to build a culture of inclusion where every colleague shows up as their authentic self and is valued, respected and heard.

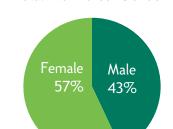
TALENT DIVERSITY

Citizens is committed to building a diverse workforce and inclusive culture to foster innovation, deep customer relationships, and meaningful community partnerships. We are proud of the progress we have shown since becoming a fully-independent bank in 2015; however, opportunity remains to increase the number of females and people of color in leadership roles.

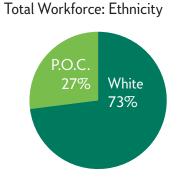
We have several initiatives in place to improve our talent diversity, including:

- *Diversity Recruitment Program* builds key internal and external partnerships to help identify diverse talent for opportunities at Citizens
- *Diversity Slate Commitment* ensures we have diverse representation in candidate pools for senior openings
- Six colleague-driven Business Resource Groups (BRGs) women, LGBTQ and allies, multicultural, disabilities, veterans, and rising professionals — partner with internal stakeholders and community partners on proactive recruiting strategies
- *Hi-touch Referral Program* prioritizes qualified diverse candidate referrals from our BRG network

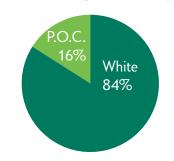
The charts below reflect our 2019 year-end employee demographics overall, as well as for officers and managers. A diverse workforce and inclusive culture are fundamental to Citizens' success and we are committed to continuing our progress on the representation of women and people of color (P.O.C.) as well as other underrepresented groups.



Total Workforce: Gender







Officers & Managers:* Ethnicity

^{*} Officers & Managers are calculated using the EEO-1 job categories: Executive/Senior Level Officials and Managers and First/Mid-Level Officials and Managers

BUSINESS RESOURCE GROUPS

Business Resource Groups give colleagues the opportunity to take an active role in our diversity & inclusion (D&I) agenda. BRGs are intended to drive business performance, enhance company culture, and help improve the colleague and customer experience. Members share insights on the expectations of today's workforce, perspectives on product development and multi-cultural marketing, and ideas for how to transform customer interactions. Equally important are transferable skills that BRG members gain to help them grow in their careers.

We have six active BRGs with more than 2,900 members. BRG efforts included 120 volunteer events for diverse communities and collection drives to support community partners, as well as colleague career development workshops and peer mentoring opportunities.

~2,900 members across six active BRGs

120 volunteer events for diverse communities





















INAUGURAL WOMEN'S SUMMIT

The Women's Impact Network (WIN) engages, inspires and empowers women at Citizens to thrive at work and in their personal lives. WIN encourages the advancement and engagement of women with opportunities to help them develop strong networks, by building a thriving talent pipeline and promoting professional development.

In collaboration with our D&I office and business lines, WIN hosted an inaugural *Women's Summit*. Under the theme "Climb, Lift, Thrive," 250 colleagues came together for a day of personal and professional development and networking opportunities. The agenda included prominent external speakers and internal thought leaders to engage, inspire and equip participants to maximize their potential and that of others. Sessions focused on progress and challenges in the workforce and explored relevant topics such as unconscious bias and how to embrace a growth mindset in an increasingly changing world.

CITIZENS RECOGNIZED FOR D&I PROGRESS



2nd Highest-Rated Financial Institution "Best Employer for New Grads" by Forbes



Included in DiversityInc's Noteworthy Companies



Named Military Friendly® Employer status that is "Better for Veterans"



Recognized as a "W" (winning) company for the representation of women on our Board of Directors

COMMITMENT TO PAY EQUITY

Part of our commitment to building a diverse, inclusive and highperforming culture includes ensuring our compensation and benefits are fair and competitive for all colleagues. We continuously evaluate our practices and are committed to identifying opportunities to help ensure all colleagues have equal opportunity to maximize their potential.

The following steps are taken to ensure that equal pay is received for equal work throughout our organization:

Pay for Performance: Compensation decisions are based on a "pay-for-performance" philosophy. This means annual compensation decisions are based on a blend of individual performance, business unit performance and Citizens' overall performance.

Manager Training: Managers receive annual training that includes tools and resources to help them make appropriate compensation decisions. Colleagues receive information explaining our compensation philosophy and practices.

Annual Review: Colleagues are assessed during an annual review process which considers performance across a number of dimensions including customer, risk and control, financial, and people. Manager assessments, including rating and compensation recommendations, are reviewed to ensure they are fair and equitable.

Analyze Regularly: We regularly review pay decisions to ensure all colleagues are compensated equitably, regardless of gender or race. This review considers factors such as performance, time in role, education, and more. In the rare case that job-related factors do not explain a disparity, a pay adjustment is made.

LEARN MORE >

See our Military Resources online: citizensbank.com/military

COMMITTED TO VETERANS

Citizens has a long-term commitment to provide support to military veterans through internal and external programs designed to aid those who served our country. Veterans represent a vast source of talent, and the unique strengths and experience military members acquire during their service — leadership, responsibility and teamwork, to name a few — translate well to many of our roles.

We attend recruiting events dedicated to service members and their families and have partnerships with nearly a dozen community organizations and universities in Massachusetts, Pennsylvania and Rhode Island that help veterans find new opportunities. These include **Hiring Our Heroes** and **Four Block**. Also, our Recruiting leaders regularly host community events for veterans focused on career readiness, résumé

building and networking. Once hired, we provide resources that help veterans grow their civilian careers and put their experience into action.

Our website now features a **Military Resource Center** to provide financial literacy and resources for veterans and deploying service members. The **Citizens Veterans** BRG was instrumental in the development of this new tool.



Colleague Spotlight JUSTIN HSU

Justin Hsu is the Head of Strategic Planning and Prioritization within the Business Transformation Office. He joined Citizens in 2017 after more than 20 years serving in the U.S. Navy. Justin flew F-14 and F/A-18 fighters and was deployed several times — most notably in 2003 when the Iraq War began and in 2005 during tsunami relief in Indonesia. He later led a Navy unit in Iraq and the planning of naval exercises between the U.S. and numerous countries in Europe and Africa.

Justin was stationed at the Naval War College in Newport, RI when he made the decision to look for a job in the private sector. "Admittedly, the process was long and challenging," he remembers. "I had the qualifications and determination to excel in many jobs, but initially found it difficult to translate my military skills into something that employers could understand." A fellow veteran who worked at Citizens had very positive things to say about the organization, particularly about its support for the military community and commitment to hiring veteran talent. Justin applied and was hired for the role of Senior Program Manager in the Business Transformation Office.

Justin serves as the Community Pillar Lead of the Citizens Veterans BRG and is also a member of the Veterans Recruitment Council.

In 2018, Justin started the **Rhode Island Veterans Network** — a forum for statewide veterans and current military members to connect and support each other as they pursue career and life goals.



Learn more about **D&I** at Citizens: citizensbank.com/diversity-and-inclusion

COMMUNITIES

Our corporate giving approach is built on collaboration. Across our communities we establish partnerships, volunteer time and expertise and support initiatives to strengthen resources. We join forces with public, private and nonprofit organizations to develop neighborhoods, transform lives and stimulate economic renewal. We roll up our sleeves and work alongside our neighbors to build stronger and more secure communities.

Citizens Helping Citizens is our community engagement platform through which we focus our corporate giving. We focus on three specific areas that we believe will fortify the overall well-being of our communities:



STRENGTHENING COMMUNITIES

Citizens partners with organizations that are working to revitalize our neighborhoods, foster economic development and create a well-trained and sustainable workforce.

The gap between jobs and a skilled workforce is one of the economic development issues we hear about most often from customers and community partners. Many employers report that they are unable to find workers with the relevant or required skills in fields such as technology, data analysis and advanced manufacturing.

As part of our comprehensive *TalentUp* initiative, we've become engaged in helping to address the skills gap. We have created new partnerships, funded existing programs that show promising results and provided funding for several pilot programs. We support organizations that train and re-skill workers to help them acquire and leverage skills so that they can attain employment and advance their careers.

LOCAL INITIATIVES SUPPORT CORPORATION

We have partnered with national nonprofit Local Initiatives
Support Corporation (USC) **Support Corporation** (LISC) to fund a range of employment services designed to help people find work, move up from minimum wage jobs and stabilize their financial outlook.

For the second year, Citizens Charitable Foundation provided more than \$500,000 in grants to support LISC's workforce programming. Our two-year investment of more than \$1 million supports programs that help connect unemployed and underemployed workers in Boston, Philadelphia and Providence, to the education, training and coaching needed to compete for jobs and advance their careers.

LEARN MORE >

Learn more about the **communities** we serve: citizensbank.com/community





ADDRESSING LOCAL WORKFORCE NEEDS

To address the need for workforce training in cities across our footprint, we've partnered with local organizations that have created collaborative public-private sector partnerships.



Citizens has long supported the **West Philadelphia Skills Initiative** (WPSI) in the University City District. WPSI is an employer-informed model that aligns the curriculum and training with local employment needs.

The organization provides workforce programming in consultation with its institutional partners including the University of Pennsylvania, Drexel University, Children's Hospital of Philadelphia, Philadelphia Fire Department and the Southeastern Pennsylvania Transportation Authority (SEPTA). Citizens Charitable Foundation provided a grant to help WPSI expand both its program offerings and reach. WPSI is now citywide in Philadelphia.



Skill Works In Boston, we became a corporate partner to **SkillWorks** — a nationally recognized

funder collaborative hosted by The Boston Foundation. SkillWorks acts as an intermediary combining public, private and corporate philanthropic funds to create resources that will drive innovation across community-based organizations, vocational training, community colleges, and employers. The collaborative helps low-income jobseekers and creates a pipeline of talent for high-demand businesses and industries in the region. It has assisted more than 100 employers seeking qualified candidates for jobs in healthcare, biotech, construction, financial services, hospitality, energy and the environment, as well as information technology.

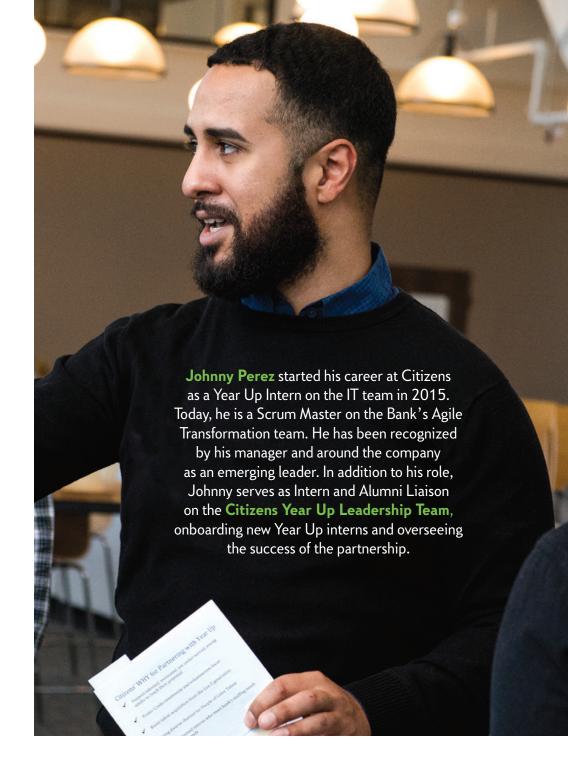


Yearup CITIZENS AND YEAR UP: DEVELOPING TALENT TOGETHER

Year Up is a national nonprofit focused on improving career outcomes for underserved 18-24 year olds. Its mission is to close the "opportunity divide" by providing urban young adults with the skills, experience, and support that will empower them to reach their potential through professional careers and higher education. Citizens has supported **Year Up Rhode Island** as a founding corporate partner since it opened in 2005, and we are proud to be its #1 partner in Rhode Island and a top 25 partner nationwide.

Citizens has **hosted 167 interns** and hired 160 graduates

Since the beginning of our partnership, Citizens has hosted 167 interns and hired 160 Year Up graduates — with an intern-to-hire conversion rate of 70% for the most recent class. We collaborate with Year Up to provide intern opportunities while building a pipeline of professional, skilled, motivated and diverse entry-level talent for the bank in areas such as Technology Services, Consumer & Commercial Operations, and customer-facing business units within the Contact Center and retail branches. We also partner with the organization to help them more efficiently provide skills training to more young adults and provide them with funding through the Citizens Charitable Foundation to develop new innovative training models.



FIGHTING HUNGER

Food insecurity is a common challenge across all of our communities, which is why we have made Fighting Hunger a corporate giving focus. For more than a decade, we have partnered with local food banks and other local nonprofits to provide meals to children during the summer months when school is not in session, provide funding for leased trucks to ensure food banks have the transportation capacity to meet needs across their service areas, and bring fresh produce mobile markets to members of our communities without access to a grocery store. We have supported a variety of other programs that improve food access, nutritional education and the overall health of our communities.



We are a Leadership Partner of **Feeding America**. Our total corporate giving through Feeding America and local food banks and food programs provided the equivalent of more than 12 million meals to those experiencing hunger in 2019.

In addition to funding local programs through Feeding America affiliates across our footprint, we also provided support to Feeding America's Ending Hunger initiative in several of our markets including Chicago, Cleveland and Atlanta. This program is part of Feeding America's substantial investment to address many of the root causes of food insecurity.

Citizens also partnered with Feeding America to participate in Hunger Action Month to help raise awareness about the fight against hunger in our local communities. Across our footprint, colleagues volunteered at local food banks, participated in on-site meal packing and collected non-perishable food items.

12,800+ hours
volunteered by colleagues
to help fight hunger
in our communities













COLLEAGUES GIVE BACK

Our colleagues are central to — and take great pride in — our commitment to our communities. In 2019, colleagues performed more than **144,000 hours of volunteer service** across our communities — an 8% increase over 2018. We also saw a **12% year-over-year increase** in the number of colleagues who volunteered.

The *Giving Portal* on our company intranet allows our colleagues to find volunteer opportunities in their communities and submit new ones so other colleagues can participate, and propose opportunities in their communities. The portal also includes resources and guides to help support colleagues in their efforts.

Our colleagues serve on the boards or committees of more than **1,200 community groups**, lending their expertise to organizations that provide vital services across our footprint. In 2019, Citizens, through its Charitable Foundation, provided **more than \$1 million in corporate matching gifts** — amplifying our colleagues' charitable giving.





COLLEAGUE VOLUNTEERISM HOURS: 144% INCREASE OVER THE PAST 5 YEARS





TURNING A HOUSE INTO A HOME

Since 2015, we have partnered with the **Military** Warriors Support Foundation (MWSF) to award fully furnished and renovated, mortgage-free homes to a combat-wounded veteran hero and their family. Through this partnership, we provide three years

of financial literacy and debt management coaching so that the heroes and their families can focus on settling back into their daily lives. The program gives hundreds of our local colleagues the opportunity to make a difference by assisting with renovations and welcoming the veteran's family home.

Citizens colleagues rolled up their sleeves and turned a house into a home in Cleveland Heights, OH. The home was presented to Sergeant First Class Charlie Pepinrivera, his wife, and their six children. During his 24-year military career, Charlie was deployed multiple times to Kuwait, Bosnia, Afghanistan, and Iraq. While overseas, Charlie displayed acts of bravery and leadership that earned him several military awards including: The Bronze Star Medal, Meritorious Service Medal, Army Commendation Medal, Army Achievement Medal, Army Good Conduct Medal, NATO Medal, and Combat Action Badge.



Citizens colleagues across
the footprint wrote 3,000+ notes
& letters of appreciation that
were included in care packages
sent to active, reserve and veteran
service members through the
"A Million Thanks" campaign.













TEACHING MONEY MANAGEMENT





As a bank, helping people better manage their money is central to our business. Our community partners may need to leverage that expertise to help make our communities, and their residents, more financially knowledgeable and secure.

We provided \$1.6 million to nearly 100 non-profit organizations across our footprint to support programs that help individuals, families and small business improve their financial acumen. The programs reached 356,000 people and provided them with skills to help manage their money and get on the path to achieve their financial goals.

Through our partnership with **Junior Achievement** (JA), we "adopted" classrooms in 24 locations where we helped to implement the JA Career Success program to equip students with the skills required for jobs in high-growth industries. Our colleagues provided financial literacy and career readiness training to help students prepare to earn and keep a job. We also sponsored the JA's Teens & Personal Finance survey, which provided insights on the preparedness of teens to pay for college as well as their consumer spending habits.

COMMUNITY DEVELOPMENT LOANS & INVESTMENTS

We work to strengthen communities by providing financial resources that enable development. Our capital allows organizations to advance their plans to expand affordable housing and community services, revitalize communities, and fuel economic development.

We provide financial resources in the form of equity investments. We support development opportunities sponsored by Community Development Corporations, Community Development Enterprises, Community Development Financial Institutions and other public welfare investments leveraging tax-advantaged tools like Low Income Housing and New Markets Tax Credits.

We provided \$621 million in total equity and loan commitments to Community Development initiatives, which helped provide more than 4,400 units of affordable housing and nearly 40,000 sq. ft. of commercial space in our communities.

Citizens offers a product for nonprofit organizations that are engaged in the preservation of multi-family affordable housing stock, providing up to 95% of the purchase price towards the acquisition of existing stabilized multi-family affordable housing developments. The product is intended to allow non-profits — in highly competitive real estate markets — to compete more aggressively with market rate developers to acquire existing developments and preserve affordable housing opportunities in the community.

FINANCING AFFORDABLE HOUSING





Citizens partnered with The Walters Group and provided financing and lending to enable the new construction of Evesham Senior Apartments in NJ. The development will create 68 new multi-family units of senior affordable housing, with five of the units reserved for tenants at or below 20% area median income (AMI); four units for tenants at or below 30% AMI; 25 units for tenants at or below 50% AMI; and 34 units for tenants at or below 60% AMI.

Citizens provided more than \$33 million of financing to Irving Community LLC for a new affordable housing development in Schenectady, NY, known as Renaissance Square Apartments. Our funding enabled construction of the 55 units of affordable housing, with 29 of the units reserved for tenants at or below 50% AMI; 17 units reserved for tenants at or below 60% AMI and nine units for tenants at or below 80% AMI.

Citizens Bank received a Community Reinvestment Act Rating of "Outstanding" from the Office of Comptroller of the Currency for its most recent examination period.¹

^{1.} Represents the rating of the most recent examination period: 2016 to 2018. This upgraded overall rating included an "Outstanding" rating on the Office of the Comptroller of the Currency's Lending and Investment tests and an "Outstanding" on the agency's Service test.

OPERATIONS & ENVIRONMENT

We know that environmental stewardship is not only a corporate responsibility but also yields dividends for both communities and shareholders. We are mindful of our impact on the environment and natural resources and we measure sustainability with a goal of continual performance improvement. We are working to reduce our energy consumption and the amount of waste that enters the landfill. And we manage our operations and facilities with the health and safety of colleagues and customers at the forefront of our focus.

CDP RESPONSE

Our environmental policy requires that we measure and track our environmental performance on our journey of continuous improvement. We have a comprehensive data-gathering program that covers energy, water, paper, waste/recycling, business travel and greenhouse gas emissions. We report our performance annually through a CDP response, which can be viewed on the CDP website: www.cdp.net.



Renovated branches feature all LED lighting, high efficiency HVAC systems, low VOC paints, and sustainably sourced wood

SUSTAINABLE BUILDING MATERIALS

Citizens partnered with **Environmental Defense Fund** (EDF) in 2016 on a multi-year engagement designed to help us better understand and manage our environmental footprint related to construction activities. Through its Climate Corp program, we worked with EDF to develop a building material lifecycle evaluation tool that gave us insight into the positive impact our branch renovation

program had on the environment. The following year, that lifecycle analysis tool was adapted and refined to make it simple to use by our construction project managers. This empowered the team to conduct analysis without specialist education. In 2019, we took it one step further, conducting the analysis of back office building materials. By doing so, we were able to establish a comprehensive set of baseline scores for building materials and furniture allowing future project managers to have a basis for comparison when expanding or changing our current building standards.

PAPER USAGE

Citizens recycles 100% of the paper we use.

This closed loop system helps to mitigate our environmental impact and also protects customer and company data through secure shredding. We started on a journey with Lexmark in 2018 to reduce paper use, and were able to achieve a 36% year-over-year reduction in paper usage within our Managed Print program.

INVESTING IN WIND ENERGY

Through Citizens Asset Finance, we have provided equity investments in renewable energy. We have participated in the funding of seven U.S. wind farm projects in since mid-2015, with our investments totaling more than \$355 million at the end of 2019.

V h

SUSTAINABLE DINING

We work with our food service partner, Eurest, to provide healthy, local, sustainably-sourced food options for colleagues in our facilities. We also collaborate to increase food compost and reduce post-consumer packaging waste.



GOVERNANCE & RISK

We are committed to developing and maintaining a strong corporate governance framework grounded in our Board of Directors. Our commitment to good corporate governance is based on our belief that a strong governance framework creates long-term value for our stockholders and strengthens Board and management accountability.

Our Board has adopted robust governance practices that support this commitment and are foundational to its role in providing effective oversight. The Corporate Governance Guidelines adopted by our Board govern how it directs our affairs, and establish a common set of expectations as to how the Board, its various committees, and individual directors should perform their functions.

To review our key corporate governance documents including our Bylaws, Certificate of Incorporation, Corporate Governance Guidelines, Code of Business Conduct and Ethics and Board committee charters visit the corporate governance section of our investor relations website: www.citizensbank.com/investor-relations.

BOARD OF DIRECTORS

STRONG BOARD GOVERNANCE PRACTICES

- Independent Lead Director;
 92% independent directors
- Robust director orientation and education program
- Annual Board and committee evaluation process
- Mandatory retirement age for directors

- Ongoing stockholder outreach program
- Stockholder right to call special meetings
- Proxy access
- Majority voting for director elections

DIVERSITY OF GENDER, ETHNICITY & TENURE

33%

Female/ Ethnically Diverse 7

Average Years of Tenure

67

Average Age of Director



2020 WOB AWARD

We have received recognition for having 25% women on our Board from the 2020 Women on Boards organization, which has a mission of encouraging U.S. companies to achieve a rate of 20% of women on corporate boards by the year 2020.

BOARD OVERSIGHT OF CYBERSECURITY

Both the Risk and Audit Committees have oversight of the management of our cybersecurity risk. The Audit Committee is responsible for overseeing our cybersecurity program under its risk oversight responsibilities as it relates to financial controls. The Risk Committee is responsible for oversight of management of cybersecurity risk consistent with the Company's enterprise-wide risk management governance framework.

BOARD'S ROLE IN RISK OVERSIGHT

The Board is responsible for oversight of the Company's internal controls and risk management framework. This oversight requires evaluation of management's systems of internal control, financial reporting and public disclosure, reviewing the accuracy and completeness of financial results, review and approval of the Company's enterprise-wide risk management governance framework and ensuring that risks to the Company are properly managed.

While the Board has delegated certain risk oversight duties to the Risk Committee, and with respect to financial controls, the Audit Committee, each of the Board's committees have risk oversight responsibilities. The Board receives independent reports from each committee at its meetings.

Under the oversight of the Risk Committee, the Company operates an enterprise-wide risk management framework that sets standards and provides guidance for the identification, assessment, monitoring and control of material risks that affect or have the potential to affect the value for our stockholders, customers and colleagues and the safety and soundness of the Company. The framework sets forth the risk governance model that operates within the Company and outlines the responsibilities of the Board and its committees, executive officers, colleagues and oversight committees with respect to risk governance, supervision and internal control systems.

BOARD OVERSIGHT OF ESG

The Board is committed to overseeing our corporate responsibility efforts. While environmental, social and governance (ESG) matters fall under the purview of each of the Board committees as it relates to their individual oversight responsibilities, in 2020 the Nominating and Corporate Governance Committee undertook formal responsibility for providing oversight of the Company's commitment to ESG matters, including providing strategic direction on corporate responsibility and reporting.

STOCKHOLDER ENGAGEMENT

Throughout the year, we interact and communicate with our stockholders through a number of forums, including quarterly earnings presentations, investor conferences, press releases, and SEC filings, stockholder dialogue, our annual letter to stockholders, proxy statement and the annual meeting of stockholders.

On an annual basis, we proactively reach out to our largest stockholders to solicit feedback on corporate governance, executive compensation and other matters which we use to enhance our current practices. We also hold discussions with additional stockholders at their request. Feedback received is shared with the Board, and follow-up actions are discussed, as appropriate.

EXECUTIVE COMPENSATION

Our compensation program is designed to attract, retain and motivate the Company's leaders to deliver long-term business performance in a manner that promotes risk management and accountability and is aligned with returns to stockholders.

Key design and governance features of our executive compensation program are included below. More information on our Executive Compensation program can be found in the Compensation Discussion & Analysis and related compensation tables in our proxy statement filed on March 9, 2020.

We have accomplished a great deal since our initial public offering and separation from our former foreign parent company and feel that our evolution to an executive compensation program aligned to U.S. practice is largely complete. That being said, we continue to evaluate peer and market practice and also solicit feedback on our program and related disclosure from stockholders in order to further enhance our program. Most recently, for example, we introduced a relative metric for our performance awards and enhanced our proxy disclosure with regard to performance awards, as well as our process for determining executive compensation.

KEY COMPENSATION DESIGN FEATURES

 Executive compensation is determined by the Compensation and Human Resources Committee based on a review of multiple dimensions of company and individual performance. Executive compensation decisions are made based upon a review of multiple dimensions of performance (including financial and business delivery, customer outcomes, strategic initiatives, human capital, and risk and control) as well as consideration of other relevant factors, which facilitates management's focus on performance overall and mitigates the risk of disproportionate focus on certain elements of performance.

- A meaningful portion of executive pay is delivered in the form of long-term awards. Our executive pay mix is aligned with stockholder interests by delivering 60-70% of variable compensation in the form of long-term awards, the value of which is ultimately dependent on our stock price movement.
- Performance awards are designed to focus executives on long-term performance. A significant portion (50-70%) of executives' long-term awards are granted in the form of performance stock units with a threeyear performance period, the payout of which depends on achievement against pre-established targets and performance relative to peers.
- No single trigger vesting of equity awards or cash payments.
 We do not provide for any single trigger vesting of equity awards or severance payments upon a change of control, unless there is a qualifying termination of employment.

KEY COMPENSATION GOVERNANCE FEATURES

- Annual risk performance evaluation of executives by the Chief Risk Officer. The risk performance of our executives is assessed annually by our Chief Risk Officer, with the results considered in determining pay.
- Pay is subject to clawback. We have a broad-based process through which events having a material adverse impact on the Company are reviewed for potential impact on compensation, including risk-based events.

- Robust compensation plan governance. Our compensation plans are subject to a robust governance process that involves review by control partners, including risk, legal, human resources, and finance. The plans are subject to a risk review by the Compensation and HR Committee on an annual basis and a risk review by an independent third party every three years.
- Our equity plan includes strong governance features. Our equity plan does not allow for repricing or buyout of underwater options or liberal share recycling, and generally imposes a minimum vesting period of 12 months for awards.

BUSINESS CONDUCT & ETHICS

Our successful business operation depends not only on the competence of our directors, officers and employees, but also upon having a reputation for honesty, integrity, and lack of bias in the conduct of our business affairs. We believe having an ethical culture that extends through every layer of the company is foundational to delivering the best possible banking experience for our customers and a great workplace for our colleagues.

Our Code of Business Conduct and Ethics, applicable to all of our directors, officers and employees, establishes the core standards of ethical conduct for our Company. Our Conduct Office, overseen by the Audit Committee of the Board, has oversight responsibility for monitoring the behavior of our colleagues in relation to our Code of Business Conduct and Ethics, Sales Practices and other key policy considerations on a company-wide basis.

The Code addresses:

- Protection of Company and Customer Assets
- Conflicts of Interest
- Outside Activities
- Personal Conduct
- Anti-Money Laundering and Sanctions Compliance
- Compliance with Antitrust laws
- Environment, Health and Safety
- Equal Opportunity
- Integrity of Reports, Disclosures and Investigations

REPORTING ETHICS CONCERNS

Colleagues that know of or suspect a violation of the Code of Business Conduct and Ethics must report it promptly. If they are not comfortable reporting a suspected violation in person, they may report it anonymously through our Right Call hotline or website.

Citizens has a strong commitment to protecting the integrity of our reporting system and the policy against retaliation. Reports are treated seriously and will be responded to appropriately. Retaliation against any individual who, in good faith, discloses an issue or concern is not tolerated.

ENTERPRISE RISK MANAGEMENT

We are subject to a number of risks potentially impacting our business, financial condition, results of operations and cash flows. As a financial services organization, certain elements of risk are inherent in our operations. We encounter risk as part of the normal course of our business and we have designed risk management processes to help manage these risks.

We have an independent Risk Management Division, led by a Chief Risk Officer, who reports directly to the Risk Committee of the Board of Directors. The Risk Division ensures that all risks are fully understood and managed within the firm's risk appetite.

To ensure that our code of conduct is understood and adhered to throughout the firm, there is a Chief Conduct Officer who reports directly to the Chief Risk Officer and provides regular updates to the Audit Committee of the Board. Customers can be assured that their interests are put first at Citizens, and our governance structures reinforce this core part of our Credo.

- We value our brand and our reputation and dedicate intensive effort to understanding and resolving customer complaints. We believe a strong risk culture is a competitive advantage in ensuring our colleagues always "do the right thing" for our customers.
- We ensure the risks we encounter as a result of dealing with suppliers and other third parties are managed rigorously.

- We have developed a strong ethics program and we train our people to comply with the law and all banking rules and regulations. The escalation of risk issues is encouraged and we take all violations of our Code of Conduct seriously.
- We focus heavily on the resilience and security of our technology platforms and the safeguarding of customer data.
- Our real estate lending policy and practices ensure we understand the environmental status of the properties on which we make loans.
- We have a very robust Anti-Money-Laundering program and various policies in place to ensure we are not lending to sanctioned countries or individuals.
- We monitor for suspicious activity and ensure we report that to authorities as required.
- All of our colleagues take our Anti-Bribery and Corruption training each year.
- Our Fair Banking Program ensures we are transparent about how our products and services work.

EXECUTIVE COMMITTEE

Bruce Van Saun Chairman and

Chief Executive Officer

Mary Ellen Baker

Head of Business Services

Brendan Coughlin

Head of Consumer Banking

Stephen T. Gannon

General Counsel and Chief Legal Officer

Malcolm Griggs

Chief Risk Officer

Beth Johnson

Chief Experience Officer

Susan LaMonica

Chief Human
Resources Officer

Donald H. McCree

Vice Chairman
Commercial Banking

Michael Ruttledge

Chief Information Officer

Ted Swimmer

Head of Corporate Finance and Capital Markets

John F. Woods

Vice Chairman Chief Financial Officer

BOARD OF DIRECTORS

Bruce Van Saun

Chairman and CEO Citizens Financial Group, Inc.

Christine M. Cumming

Retired First Vice President and COO, Federal Reserve Bank of New York

William P. Hankowsky

Former Chairman, President and CEO Liberty Property Trust

Howard W. Hanna III

Chairman and CEO Hanna Holdings, Inc.

Leo I. Higdon

Past President
Connecticut College

Edward J. Kelly III

Former Chairman, Institutional Clients Group, Citigroup, Inc.

Charles J. Koch

Retired Chairman, President and CEO, Charter One Financial

Robert G. Leary

Former CEO Olayan Group

Terrance J. Lillis

Retired Chief Financial Officer Principal Financial Group, Inc.

Shivan S. Subramaniam

Retired Chairman and CEO FM Global

Wendy A. Watson

Retired Executive Vice President, Global Services, State Street Bank & Trust Company

Marita Zuraitis

Director, President and CEO Horace Mann Educators Corporation



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