

Summary of Policy

Policy Statement Summary	This policy provides guidelines and information about legal, regulatory and ethical standards of behavior and conduct for employees.
Scope of Policy Coverage/ Applicable Parties	This policy applies to employees of SVB Financial Group.
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Date of last review	July 17, 2009
Owner / Contact	Preethi Krishnan, Director of HR Operations
Approver	Steering Committee
Approve Date	March 10, 2006
Dept. Shared Drive	\\Tasman41\hr\Staffing\New Hire Package\New Hire Forms



SVB▶Financial Group



Code of Conduct

Code of Conduct

As employees of SVB Financial Group and its subsidiaries (collectively, “SVB”), our behavior reflects on the reputation of the Company in the eyes of our clients, shareholders, business associates and communities. As representatives of the Company, it’s essential that each of us exhibit the highest standards of ethical conduct since the success of any financial services operation depends on the public’s trust.

SVB’s Code of Conduct provides a set of ethical principles to help guide our professional and personal conduct. While it cannot cover every circumstance that might raise ethical questions, it offers a framework for assessing and responding to a broad array of business situations.

Complying with the Code of Conduct and all other SVB policies, procedures and guidelines is a condition of employment with, or service to SVB. We ask that you read this document carefully, considering the spirit, as well as the letter of the policies laid out here. Since even the mere appearance of unethical behavior may be damaging to you and to SVB, we strongly encourage you to interpret this code in the broadest possible sense and apply it in everything you do.

We also acknowledge that business environments are dynamic and that we may need to change the Code of Conduct from time to time. As a result, you should periodically review the Code of Conduct, which is located on the Human Resources Intranet.

You should refer to both the Employment Guidelines and the Company Intranet for more specifics on each policy noted here in the Code of Conduct.

A handwritten signature in black ink, appearing to read "Alex Hart".

Alex “Pete” Hart
Chairman

A handwritten signature in black ink, appearing to read "Ken Wilcox".

Kenneth P. Wilcox
President and Chief Executive Officer

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The logo for SVB Financial Group, featuring the letters "SVB" in a bold, blue, sans-serif font, followed by a blue right-pointing chevron symbol, and then the words "Financial Group" in a smaller, blue, sans-serif font. The logo is positioned in the upper right quadrant of the page, partially overlapping a dark blue curved shape and a thin blue horizontal line.

CODE OF CONDUCT OBJECTIVE

The objective of this Code of Conduct is to ensure that we communicate SVB’s expectations of ethical conduct to all employees of SVB. It is vital that as an employee of SVB you conduct yourself in a manner that exemplifies our Guiding Principles.

The Human Resources department is responsible for communicating and interpreting this Code. As an SVB employee, you are also responsible for maintaining this Code with the support of management.

SVB recognizes that extraordinary situations may occur that are beyond the scope of the Code of Conduct. These situations may require action which conflicts with this Code in order to preserve the safety of an employee or family member, or in order to protect the Company. Other than instances where immediate action is required to preserve personal safety or the assets of the Company, any exceptions to this Code of Conduct must be approved in advance by the Head of Human Resources or, in his/her absence, by the CEO.

The Code of Conduct is not intended to be a comprehensive guide to all of SVB’s employment and administrative policies. Please see the “Links to Other Policies” section at the end of this document for references to other policies on the Company Intranet.

GUIDING PRINCIPLES

While the Code of Conduct deals primarily with legal and ethical matters, it is important to recognize its intrinsic relationship to SVB’s Guiding Principles of Respect, Trust, Integrity, Ownership, Empathy, Teamwork, Innovation and Excellence. The Code of Conduct should be considered an extension of these principles, which were designed as a working guide for SVB employees in their everyday actions and attitudes.

POLICY ADMINISTRATION

Reporting Violations. You may report violations of this Code of Conduct to your immediate Supervisor, your Group Manager, your Human Resources Business Partner, the Head of Human Resources, the General Counsel or any member of the Steering Committee. Additionally, you may make anonymous and confidential reports of unethical conduct by logging onto www.ethicspoint.com from any computer with access to the Internet or by calling their toll-free Hotline at 866-ETHICSP (866-384-4277). All reports are taken seriously and are promptly investigated.

SVB “EthicsPoint” Hotline

Calls Within the U.S.
866-ETHICSP (866-384-4277)

Calls Outside the U.S.
Dial Country Access Code and 866-ETHICSP (001-866-384-4277)

Web site Submission: www.ethicspoint.com
Available 24 hours a day, 7 days a week

ALL CONTACTS ARE CONFIDENTIAL

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SVB Financial Group

Investigation of Violations. Upon notification, SVB coordinates a timely, objective and thorough investigation. We keep complaints as confidential as possible given the circumstances of each matter. We expect employees to cooperate fully in any investigation. It is SVB's policy that no one may retaliate against any employee who provides information about possible violations. If you are in doubt regarding potential violation of the Code, contact your Group Manager or your Human Resources Business Partner for clarification.

Disciplinary Measures. Failure to comply with this Code of Conduct will result in disciplinary action that may include reprimand, suspension, demotion or dismissal. Managers who condone such illegal or unethical conduct by those reporting to them, and who do not take immediate measures to correct the same will also face disciplinary measures.

DISCRIMINATION AND HARASSMENT

Discrimination. SVB prohibits discrimination based on race, color, age, religion, religious creed, national origin, ancestry, sex, gender identity, marital status, veteran status, military service, medical condition, pregnancy, childbirth and related medical conditions, disability, sexual orientation or any other classification protected by federal, state, and local laws and ordinances. This policy extends to all dealings with clients, visitors, independent contractors, and providers of services or products to SVB.

Harassment and Sexual Harassment. SVB prohibits harassment and sexual harassment. Harassment includes but is not limited to unwelcome verbal, visual or physical conduct creating an intimidating, offensive, or hostile work environment that interferes with work performance. Harassment can be verbal (including slurs, jokes, insults, epithets, gestures or teasing), graphic (including offensive posters, symbols, cartoons, drawings, computer displays, or e-mails) or physical conduct (including physically threatening another, blocking someone's way, etc.) that denigrates or shows hostility or aversion towards an individual because of any protected characteristic. Such conduct violates this policy, even if it is not unlawful. Sexual harassment includes, but is not limited to, unwanted sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature that creates an intimidating, offensive or hostile work environment. Sexual harassment will not be tolerated, regardless of whether it is from co-workers, managers, or persons doing business with SVB.

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Defining Harassment and Discrimination. It is not possible to provide a definitive list of prohibited behaviors. However, examples of inappropriate behavior include: disparaging remarks or jokes directed at ethnicity, gender or other personal characteristics; displays of offensive objects or pictures; and threatening harm to someone. Consider the following guidelines if you have questions about what is acceptable conduct:

- o Treat everyone with respect, dignity and courtesy.
- o Ask yourself if you would say or do the same thing if a loved one were standing next to you.
- o Do not make a comment, tell a joke, or behave in a way unless you know it will not be offensive to co-workers who can observe you.
- o Do not assume that your behavior is acceptable simply because no one has objected to it.

Responding to Harassment or Discrimination. Many potentially uncomfortable situations can be resolved quickly by communicating directly with the person whose behavior you believe is inappropriate. If you feel able to do so, tell the other person that their conduct makes you feel uncomfortable and ask them to stop. If you are uncomfortable speaking to the person directly or if the behavior continues after you have spoken to them, you must immediately report their behavior to any of the following individuals:

- o Your immediate Supervisor
- o Your Group Manager
- o Your Human Resources Business Partner
- o The Head of Human Resources
- o The General Counsel
- o A member of the Steering Committee

In the event any such behavior involves an Officer of the Company, you should consider reporting the matter directly to the Head of Human Resources or to the Board of Directors. All such reports will be investigated and appropriate action will be taken to prevent any further harassment or discrimination. Refer to “POLICY ADMINISTRATION - Reporting Violations” for further information.

Retaliation. SVB does not tolerate any retaliatory behavior against anyone who has reported perceived harassment or discrimination, or who participates or cooperates in any way in an investigation of such a violation.

OTHER PROHIBITED CONDUCT

Compliance with Laws. SVB requires that employees comply with all applicable laws and regulations in the conduct of the Company's business. SVB is required by law to report violations of criminal laws to law enforcement agencies.

Dishonest and fraudulent acts by SVB employees, officers, or directors may be crimes punishable by fines and/or imprisonment. Examples of activities prohibited by law include, but are not limited to, the following:

- Accepting anything of value over \$150 in gifts or \$300 per person in entertainment (except an employee's salary or other compensation paid by SVB) in connection with the business of SVB. (Refer to the "CONFLICTS OF INTEREST – Gifts and Entertainment" section of this policy for international monetary limits.)
- Intentionally failing to make Currency Transaction Reports.
- Structuring a transaction to evade reporting currency transactions.
- Stealing, embezzling, or misapplying corporate funds or assets.
- Using threats, physical force or other unauthorized means to collect money.
- Issuing unauthorized obligations (such as certificates of deposit, notes, or mortgages) or making false entries.
- Making a loan or giving a gift to a regulator who has the authority to examine SVB.
- Using a computer or any other means to gain unauthorized access to the records of a client or employee.
- Concealing or misapplying any of SVB's assets or funds.
- Loaning funds to, or depositing funds with, third parties with an understanding that the party receiving such funds will make a loan or pay any consideration to the employee.
- Participating in fraudulent insolvency.
- Making or delivering any guaranty or endorsement on behalf of SVB, whereby SVB becomes liable upon any of its discounted notes, bills or obligations in an amount that is greater than SVB's legal lending limit.
- Making or maintaining (or attempting to make or maintain) a deposit of SVB's funds with any other corporation where there is a condition or understanding (either express or implied) that the corporation receiving the deposit would make a loan or advance, directly or indirectly, to any director, trustee, officer or employee of SVB.
- Any person willfully or knowingly making, circulating, or transmitting to another/others any statement or rumor (written, printed or by word of mouth), which is untrue in fact, and is directly or by inference derogatory to the financial condition, of SVB, or that affects the solvency or financial standing of SVB, or who knowingly counsels, aids, procures, or induces to start, transmit or circulate any such statement or rumor.
- Arranging and/or paying bribes, including any prohibited under the Foreign Corrupt Practices Act.

In cases where criminal activity results in conviction, SVB reserves the right to pursue full restitution as a remedy.

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Personal Political Activity. SVB believes that it is important for every person to take an active interest in political affairs. However, personal political activities must not be conducted during work hours (other than voting) and must not involve the use of SVB equipment, supplies, or facilities. If you are engaged in personal political activity, you must make it clear that your participation is not as a representative of SVB. You may not make personal political contributions (whether in cash, goods, or services) on behalf of SVB. If SVB deems it appropriate to take a public position on issues, it will designate specific individuals to speak on its behalf.

Personal Solicitations. SVB supports the right of all employees to have and discuss their religious and political views but SVB requires that employees refrain from soliciting fellow employees on Company premises. SVB also requires that employees do not solicit other employees on behalf of a profit-oriented business while on Company premises. However, it is permissible to sell items in support of children's, community or charitable groups as long as fellow employees do not feel pressured, and as long as doing so does not interfere with SVB's business.

CONFLICTS OF INTEREST

Ethical Conduct. You may encounter situations that require you to make an ethical judgment and in such situations, SVB requires you to conduct yourself in a manner that is fair, reasonable, and honest. SVB requires you to act within the following boundaries:

Interests in Competitors, Suppliers and Customers. In order to avoid real or perceived conflicts of interest, you may not obtain a financial interest in a privately-held client, prospective client, company, competitor, or supplier in the business niches that SVB serves, or a venture capital or private equity fund in the business niches that SVB serves. You may not obtain more than a 2% equity or other financial interest in a publicly-traded company in the business niches that SVB serves or that is a competitor (e.g. another bank) or supplier. If you are on a client's or prospective client's account management team (including, but not limited to, relationship managers, regional managers and credit officers) or if in the normal course of your job duties you make decisions regarding a client or supplier such as procurement or account management decisions you are considered a "Client Decision-maker" and may not obtain a financial interest in such client, prospective client or supplier. In addition, if you are a Client Decision-maker and have a pre-existing investment in a company that becomes a client or supplier, you must contact your manager and the Head of Human Resources and may need to either divest your interest in such company or cease handling any business for SVB involving such company. Under some circumstances, the foregoing types of investments may be permitted on a case-by-case basis, but only with the advance written approval of your manager and the Head of Human Resources. You are encouraged to address any questions or requests for approval of an exception to this standard to the Head of Human Resources.

Related Employees or Conflict of Interest. You must avoid initiating or approving personnel actions affecting rewards or discipline of employees or applicants where there is a family relationship or a personal involvement.

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Use of Bank Property. You may not use SVB property, facilities, or equipment for personal gain. You may not operate a private business from Company grounds, on Company time, or with Company materials. You may not knowingly receive or take any SVB property with the intention of defrauding SVB. This includes causing entries to be omitted or making additional entries into SVB books and/or accounts. No Director, Officer, or Employee of SVB may purchase or sell (either directly or indirectly), or be interested in the purchase or sale, from SVB of any of SVB's assets or obligations, without the prior written approval from the Head of Corporate Compliance, for an amount less than market or book value.

Loan Applications. Loan applications submitted to lending officers by relatives or close personal friends (or entities controlled by relatives or close personal friends) should be submitted to other lending officers of equal or higher position for processing and approval. This Code of Conduct also applies to processing and approving overdrafts and waiver of service fees.

Personal Investments. You may not make an investment as a result of an opportunity that arises out of your professional relationship with a client, prospective client or venture capital fund.

Perception of Impropriety. You must avoid any actions that can be perceived as improper or unfair in dealing with customers, suppliers or any other person.

Business Courtesies. Giving or receiving common courtesies (such as business meals) usually associated with accepted business practice is acceptable. However, in any such dealings, you should not request, accept, offer to give or give anything of value, the express or implied purpose or result of which is to influence the bona fide business relationships between SVB and such person or entity.

Gifts and Entertainment

U.S. – Giving or receiving occasional gifts (except to regulators) having a maximum retail value of \$150 as a gesture of goodwill is acceptable. Gifts in the form of cash payments are not allowed, regardless of amount. Gifts in the form of tickets to sporting events and other forms of entertainment are not subject to the \$150 limit. However, all entertainment with a value in excess of \$300 per person requires prior notification to the Steering Committee member in charge of the operating unit in which the employee works. Any gifts given by you or an agent for you in connection with Company business must not violate restrictions against bribes under the Foreign Corrupt Practices Act (see Compliance with Laws section above).

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International – These limits apply to gift and entertainment practices worldwide, including in SVB’s international locations, other than gifts and entertainment purchases in the United Kingdom (U.K.). Due to the U.K.’s cost of living, the U.K. limits are stated in local currency (e.g. £150 and £300, respectively). When representing SVB internationally, employees should exercise appropriate local discretion in gift and entertainment practices. The attached Appendix provides additional information on local laws, business practices and customs in each of SVB’s international locations.

Outside of the current compensation structure for Officers, Directors and Employees, you may not request or receive (or consent to receive) any commission, gratuity, emolument, property or anything of value for your own benefit in return for procuring (or seeking to procure) for any person any product or service offered by SVB. Furthermore, you may not request or receive any commission, gratuity, emolument, property or anything of value for your own benefit in return for permitting an SVB client to overdraw an account with SVB or to receive any other form of preferential treatment.

Outside Employment. You are expected to devote full-time attention and energy to your career with SVB. While your participation in social, educational, and charitable activities is encouraged, you should avoid significant outside employment or employment in positions or establishments that may result in adverse public reaction. SVB’s policy requires that you obtain the prior written consent of your Group Manager and the Head of Human Resources before accepting outside employment that would require a significant amount of your time.

Other Outside Positions. You may not serve as an officer, director, advisory director, honorary director, committee member, or in any management position of an outside business organization without the prior written approval of your Group Manager and the Head of Human Resources. You may not serve as an officer, director, advisory director, honorary director, committee member, or in any management position for an SVB client without also obtaining the prior written approval of the CEO.

NETWORK USER RESPONSIBILITY

Internet Use. Current technology permits Web page providers to record the network address of any party viewing their Web page and consequently, you must not view Web pages using SVB’s network or computers in a manner that would reflect badly upon SVB. You may not use SVB computers to post on Web sites or chat rooms unless specifically authorized to do so. If you wish to express personal opinions on the Internet, you must obtain a personal account and access the Internet on non-work time without using Company resources. Pirating software, stealing passwords, hacking other machines on the Internet, participating in the viewing or exchange of pornography or obscene materials, sending discriminatory or harassing e-mail, or engaging in any other illegal activities while using an SVB computer or network is strictly forbidden. You should not send e-mail or other communications that either mask your identity or indicate that someone else sent them.

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Network Security. All data and software downloaded from non-SVB sources via the Internet must be screened with virus detection software prior to being installed, opened, or executed. You may not establish web sites, Internet, or other external network services that could allow non-SVB users to gain access to SVB systems and information without the permission of the Chief Information Officer or his/her designee. Alternate Internet service provider connections to SVB's internal network are not permitted unless approved by the Chief Information Officer or his/her designee. All information flow in and out to the Internet from SVB must cross a firewall, which the Information Technology group (IT) has established.

COPYRIGHTED MATERIALS

You may not copy or distribute copyrighted material (e.g. software, computer files, documentation, articles, graphics) unless you have confirmed that SVB has the right to copy or distribute the material. Failure to observe a copyright may result in legal action by the copyright owner. When in doubt about whether you may copy copyrighted material, consult SVB's Legal Department.

INSIDER TRADING

Any SVB employee in possession of "material nonpublic information" (also known as "inside information") about SVB or another Company must not trade in or recommend the purchase or sale of the stock or other securities of that Company until the information is made available to the public. Inside information includes any material information, written or oral, that is not generally available to the public. Not only are you prohibited from buying or selling securities based upon inside information, the law also imposes liability upon anyone who discloses inside information to an outsider who uses that information to trade in securities or passes the information along to someone else who does. For additional information please review the SVB Insider Trading Policy.

You are not permitted to sell "puts" in or "sell short" any publicly traded SVB security, regardless of whether inside information is used.

CONFIDENTIAL INFORMATION

SVB Confidential Information. You must not release financial or other information regarding SVB to any outside person unless it has been published in reports to shareholders, or otherwise made available to the public through authorized news releases. Many SVB manuals, such as the Credit Policy Manual and the Loan Documentation Guidebook, contain confidential information about how we run our business. Just as you may not take confidential information or trade secrets from SVB to a new employer, you may not bring confidential information or trade secrets to SVB from a former employer. Contact the appropriate Steering Committee member or the Legal Department with any questions about the disclosure of confidential information.

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Customer Confidential Information. Safeguarding confidential financial information concerning our customers is essential in maintaining client trust. It is the policy of SVB that confidential information acquired from a client must be held in the strictest confidence. You must never use such information for personal gain. You must be sensitive to the risk of inadvertent disclosure resulting from open doors, speaker phones, cellular phones, and when transmitting confidential information by fax or other electronic media. You should not take confidential information home unless it is necessary to do so for SVB's business.

STATEMENTS TO THE MEDIA

Refer all media inquiries regarding SVB and its subsidiaries to the Director of Public Relations. Only the CEO, CFO or the Director of Public Relations are authorized to make or approve public statements pertaining to SVB or its operations. No employees, unless specifically designated by the Director of Public Relations, are authorized to make statements to the media. If you wish to write and/or publish an article, paper, or other publication on behalf of SVB, you must first obtain approval from the Director of Public Relations before publication. For further detail and information, refer to the Corporate Communications policy.

ACCURACY AND COMPLETENESS OF SVB'S BOOKS AND RECORDS

As an SVB employee, you must be honest in dealing with the Company's books and records. You must adhere to the following guidelines:

- o Do not make false, intentionally improper, or misleading entries in the books and records of the Company.
- o Provide complete and accurate information in response to inquiries from SVB's regulators and auditors, both internal and external.
- o Do not establish or maintain undisclosed or unrecorded funds or assets of the Company for any purpose except when obsolete or surplus.
- o All payments made by, or on behalf of the Company, for any purpose will be fully defined and are to be made only for the purpose described in the documents and records of the Company supporting the payment.
- o Submit all documents reflecting a binding element of a contract with a customer that is not reflected in the final transaction documents (such as "side letters" including those made by e-mail) to the Finance department.
- o If you participate in the development or the review of SVB's financial reports, you must provide full, fair, accurate, timely and understandable disclosure in reports and documents that SVB files with, or submits to, the Securities and Exchange Commission and in other public communications made by SVB.

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SPECIAL REQUIREMENTS AS A REGULATED BUSINESS

As a bank, SVB is regulated by a number of different Federal and State laws. With this in mind, as an employee of SVB, you must make yourself familiar with a number of different requirements that would not exist at a non-regulated Company. If you have questions, please contact SVB's Head of Compliance.

Cooperation with Regulators. SVB and its employees, officers and directors must cooperate with appropriate government inquiries and investigations. Refer all government requests for information, documents, or investigative interviews to SVB's Compliance Department.

Personal Financial Responsibility. You must demonstrate an ability to manage personal finances properly, particularly to use credit intelligently. If you work in certain areas of SVB handling items such as accounts, cash, wire transfers, or negotiable instruments, you may jeopardize your position and be subject to disciplinary action for imprudent handling of your personal financial matters. Levies against your salary or negative credit ratings are examples of imprudent handling of financial matters.

Fidelity Coverage. As an employee of SVB, you must be covered by SVB's fidelity bond. SVB is not legally permitted to employ anyone who is not eligible for coverage. Coverage under our fidelity bond ceases for anyone who has been convicted of a dishonest or fraudulent act. This includes misdemeanors as well as felonies.

Reporting of Suspicious Activities. You must report all known or suspected illegal activity on the part of any employee, officer, director, agent, or client of the Company to SVB's Compliance Officer. If you are uncertain about the propriety of an individual's actions, contact the Compliance Officer. Failure to report suspected illegal activities may subject you to disciplinary action, up to and including termination. SVB is required by law to report violations of criminal laws to law enforcement agencies.

Examples of activities prohibited by law for which you have a duty to report include those activities set forth above in "OTHER PROHIBITED CONDUCT – Compliance with Laws."

Dishonest and fraudulent acts by SVB employees, officers, or directors may be crimes punishable by fines and/or imprisonment. Examples of activities prohibited by law include:

- o Accepting anything of value over \$150 in gifts or \$300 per person in entertainment (except an employee's salary or other compensation paid by SVB) in connection with the business of SVB.
- o Intentionally failing to make Currency Transaction Reports.
- o Structuring a transaction to evade reporting currency transactions.

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- Stealing, embezzling, or misapplying corporate funds or assets.
- Using threats, physical force or other unauthorized means to collect money.
- Issuing unauthorized obligations (such as certificates of deposit, notes, or mortgages) or making false entries.
- Making a loan or giving a gift to a regulator who has the authority to examine SVB.
- Using a computer to gain unauthorized access to the records of a client or employee.
- Concealing or misapplying any of SVB's assets or funds.
- Loaning funds to, or depositing funds with, third parties with an understanding that the party receiving such funds will make a loan or pay any consideration to the employee.

Anti-Money Laundering. You need to “know your client” and alert SVB to any dangers should the client, even unwittingly, become involved in receiving or laundering (related to hiding the criminal activity) the proceeds of crimes. Banks are required to report any suspected criminal activity, such as money laundering or structuring of transactions to evade Bank Secrecy Act reporting requirements. Contact the Compliance Officer immediately if you know of or suspect any criminal activity or transaction.

LINKS TO OTHER POLICIES

Please see the following additional policies on the SVB Intranet for additional information:

- [Insider Trading Policy](#)
- [Accounts Payable](#)
- [Employee Expense Reimbursement](#)
- [Business Travel](#)
- [Corporate Communications Policy](#)
- [Corporate Governance](#)
- [Facilities](#)
- [Information Technology \(IT\)](#)
- [Legal](#)
- [SVB Securities](#)
- [SVB Employment Guidelines](#)
- [Guidelines for Bank Employees Dealing With Products and Services Offered Through SVB Securities](#)
- [Policy for Silicon Valley Bank Employees Concerning Buying Stock or Any Interest in Any Bank Client or a Venture Capital Fund](#)
- [Financial Information Integrity Policy](#)



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Neither this document, nor the plans or benefits described in this document, creates a contract of employment, nor a guarantee of employment, between SVB Financial Group and any employee, or alters an employee's at-will employment status with SVB Financial Group. The complete details of each plan are in the legal documents under which the plans are administered. The legal documents will prevail in case of conflict between anything written here and the legal documents. SVB Financial Group reserves the right to add, amend or discontinue any policy or program at any time with or without notice and as in its sole judgment may be necessary or advisable. Should any provision of this document be declared illegal or unenforceable by any court of competent jurisdiction and cannot be modified to be enforceable, such provision shall immediately become null and void, leaving the remainder of this document in full force and effect.



SVB Financial Group

APPENDIX A

Key SVB Contacts and Telephone Numbers

President and CEO

Ken Wilcox

408.654.7488

President, Silicon Valley Bank

Greg Becker

408.654.7345

General Counsel of SVB Financial Group

Mary Dent

408.654.3433

Chief Financial Officer

Michael Descheneaux

408.654.7437

Head of Human Resources

Chris Edmonds-Waters

408.654.7191

Vice Chairman of Silicon Valley Bank

Head of Relationship Management of SVB Financial Group

Harry Kellogg

650.233.4229

President, SVB Capital

Mark MacLennan

650.855.3013

Chief Strategy Officer

Marc Verissimo

408.654.5582

Chief Operations Officer

David Webb

408.654.5533

SVB "EthicsPoint" Hotline

Calls Within the U.S.
866-ETHICSP (866-384-4277)

Calls Outside the U.S.
Dial Country Access Code and 866-ETHICSP (001-866-384-4277)

Web site Submission: www.ethicspoint.com
Available 24 hours a day, 7 days a week

ALL CONTACTS ARE CONFIDENTIAL

APPENDIX B

Gift and Entertainment Guidelines – China

General Overview

Chinese law prohibits gift giving that amounts to commercial or criminal bribery. Chinese law distinguishes between bribery of government officials and bribery of private individuals. Gifts, cash or entertainment for the purposes of bribery are prohibited.

Governing Statute

PRC Criminal Law 1997, PRC Anti-Unfair Competition Law 1993, Article 8 of the Provisional Rules Regarding Prohibition of Acts of Commercial Bribery.

In addition to local laws, SVB Financial Group's employees and affiliates are subject to U.S. laws, including the Foreign Corrupt Practices Act (FCPA).

Monetary Limits

The general position is that offerings of gifts, advantages and entertainment (which also covers tours or other similar treatments) to public officers, governmental officials and regulators should be avoided due to recent prosecutions for bribery in Shanghai and other major cities. The Communist Party Rules restrict Communist Party members and civil servants from receiving gifts or entertainment worth more than RMB 100 (approximately \$14), or gifts received in a year with an aggregate sum over RMB 600. Gifts of cash, securities or gifts made of gold, silver or other precious stones should be turned over to the State Treasury. SVB employees should keep these limits in mind when interacting with Communist Party members and Chinese government employees so as to avoid putting them in an uncomfortable or inappropriate position.

Recommended Business Gifts and Practices

- o A gift to a "company" should be given to the most senior person, as they represent the company. Gifts given to people at the same level should be of similar value.
- o Recommend gifts displaying the SVB logo; location-related gifts (e.g. coffee table book about California); good Cognac or other fine liqueur; fine pen (not red ink); solar calculator.
- o Gifts should always be wrapped, ideally in red paper.
- o Reference the book "Kiss, Bow or Shake Hands" for more context on international business practices and norms. You can find a copy at your local bookstore.

Inappropriate Business Gifts and Practices

- o Watches; sharp-edged items (e.g. scissors, knives); black or white wrapping paper; handkerchiefs.
- o Anything in multiples of 4 (#4 is considered unlucky).
- o Giving a valuable gift to one person versus giving something to the whole group is considered inappropriate.

Gift and Entertainment Guidelines – India

General Overview

Gifts, cash or entertainment for the purposes of bribery are prohibited by Indian law.

Governing Statute

The Central Civil Services (Conduct) Rules 1964.

In addition to local laws, SVB Financial Group's employees and affiliates are subject to U.S. laws, including the Foreign Corrupt Practices Act (FCPA).

Monetary Limits

Government employees are restricted in the gifts they may receive. These restrictions vary according to the value of the gift and the level of the government employee's position. Gifts valued between Rs. 500 – 7000 (approximately \$10 – \$140) are restricted. Acceptance of a gift by certain categories of government employees, the value of which exceeds Rs. 500 (approximately \$100), shall require the prior sanction of the government. SVB employees should keep these limits in mind when interacting with government officials and employees so as to avoid putting them in an uncomfortable or inappropriate position.

Recommended Business Gifts and Practices

- o Ties, pens, clocks; gifts representing your country (e.g. Swiss chocolate, French perfume); gifts with the SVB logo.
- o If visiting someone's home, bring chocolates, Indian sweets or flowers. If your host drinks, Scotch whisky is a favorite.
- o Wrap gifts in red, green or yellow, as these are all considered lucky colors.
- o Reference the book "Kiss, Bow or Shake Hands" for more context on international business practices and norms. You can find a copy at your local bookstore.

Inappropriate Business Gifts and Practices

- o Serving alcohol or pork to a Muslim; serving beef or giving a leather item to a Hindu.
- o Refusing an offer of coffee or tea, especially in someone's home.
- o Black or white wrapping paper is considered unlucky.
- o India is a large, diverse country. Customs vary by region, so ask one of our employees in India or another local contact for advice.

Gift and Entertainment Guidelines – Israel

General Overview

Gifts, cash or entertainment for the purposes of bribery are prohibited by Israeli law. There is a strict distinction between gifts within the private sector and gifts to members of the public sector.

Governing Statute

Takshir (rules governing conduct of public officials); Investment Advisory Law; Circular 19/90 (Israeli Tax Authority).

In addition to local laws, SVB Financial Group's employees and affiliates are subject to U.S. laws, including the Foreign Corrupt Practices Act (FCPA).

Monetary Limits

The Takshir prohibits the giving of cash to public officials; public officials are not allowed to receive gifts valued at more than NIS 300 (approximately \$77). SVB employees should keep these limits in mind when interacting with public officials and employees so as to avoid putting them in an uncomfortable or inappropriate position.

Under the Investment Advisory Law, investment advisors and employees of other regulated entities (usually financial entities) are prohibited from receiving gifts or benefits, directly or indirectly, in connection with investment advice or marketing, or the carrying out of investment-related transactions.

Recommended Business Gifts and Practices

- o Dinner, tickets to sporting events; gifts (flowers, wine chocolates) on major holidays (Jewish New Year, Passover).
- o Invitations to newly opened international offices; invitations to events with famous musicians/actors.
- o Reference the book, "Kiss, Bow or Shake Hands" for more context on international business practices and norms. You can find a copy at your local bookstore.

Inappropriate Business Gifts and Practices

- o Non-kosher food.
- o Anything Holocaust-related.
- o Scheduling events/activities on religious/national holidays (e.g. Yom Kippur, National Memorial Day).

Gift and Entertainment Guidelines – United Kingdom

General Overview

There are various restrictions under both U.K. common law (non-statutory) and statutory law surrounding the giving of corporate gifts or entertainment. Gifts, cash or entertainment for the purposes of bribery are prohibited.

Governing Statute

Public Bodies Corrupt Practices Act 1889; Prevention of Corruption Act 1906 and 1916; Political Parties, Elections and Referendums Act 2000.

In addition to local laws, SVB Financial Group's employees and affiliates are subject to U.S. laws, including the Foreign Corrupt Practices Act (FCPA).

Monetary Limits

U.K. companies are limited to political party donations of £200 (approximately \$300). Non-U.K., non-European Union companies cannot make political donations in the U.K.

Recommended Business Gifts and Practices

- o Giving gifts is not a normal part of British business culture. Some British business colleagues may feel embarrassed to receive any gift at all. The only exception would be at the conclusion of a deal when it might be appropriate to give a unique commemorative item to mark the occasion. Such items might be gold, silver, or porcelain, with a suitable inscription. Alternatively, other small gifts such as a pen or a book, again suitably inscribed, would be acceptable.
- o Drinks, meals, invitations or tickets to events (sports, theater, musical) are all acceptable forms of gifts.
- o Business gifts are never exchanged at Christmas but it may be appropriate to send a card, particularly as an expression of thanks to business associates but also as a means of maintaining valuable contacts. In the unlikely event that you yourself receive a gift, you should be sure to reciprocate.
- o Reference the book "Kiss, Bow or Shake Hands" for more context on international business practices and norms. You can find a copy at your local bookstore.

Inappropriate Business Gifts and Practices

The U.K. has similar norms to the U.S. in the giving of business gifts.

SVB▶ *Find a way*

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