

**BANKWELL FINANCIAL GROUP INC  
CODE OF CONDUCT FOR  
SENIOR FINANCIAL OFFICERS**

**Updated by: Doug Woodworth and Courtney E. Sacchetti  
Reviewed by: Hinckley Allen**

**Bankwell Financial Group, Inc. Governance and Nominating Committee Approved:  
January 24, 2024  
Bankwell Bank Board of Directors Approved: January 24, 2024**

## **Introduction**

Bankwell Financial Group, Inc. and its subsidiary (the “Company”) are committed to the highest standards of ethical conduct in the fulfillment of our goals and values. Our reputation for integrity and honesty must be preserved and strengthened as we grow into new markets. Our reputation provides us with a competitive advantage in the financial services industry and it is fundamental to the way we do business.

This Code of Conduct for Senior Financial Officers has been adopted by the Board of Directors of Bankwell Financial Group, Inc. to promote honest and ethical conduct, proper disclosure of financial information in the Company’s periodic reports, and compliance with applicable laws, rules, and regulations by the Company’s senior officers who have financial responsibilities.

## **Applicability**

As used in this Code, the term Senior Financial Officer means the Company’s Chief Executive Officer, Chief Financial Officer, Director of Accounting and Financial Planning and Controller.

## **Principles and Practices**

In performing their duties, each Senior Financial Officer must:

- (1) maintain high standards of honest and ethical conduct and avoid any actual or apparent conflict of interest as defined in the Company’s Code of Conduct;
- (2) report to the Audit Committee of the Board of Directors any conflict of interest that may arise and any material transaction or relationship that reasonably could be expected to give rise to conflict;
- (3) provide, or cause to be provided, full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company files with or submits to the Federal Reserve Board, FDIC, Connecticut Department of Banking, when and if applicable, the Securities and Exchange Commission and in shareholder and public communications;

- (4) comply and take all reasonable actions to cause others to comply with applicable governmental laws, rules, and regulations; and
- (5) promptly report violations of this Code to the Audit Committee directly or through its whistle-blower process.

### **Waiver**

Any request for a waiver of any provision of this Code must be in writing and approved by the Board of Directors. Such waivers shall be disclosed to the shareholders of the Company, along with the reasons for such waivers, in accordance with applicable regulatory and listing requirements. When and if applicable, such waivers shall also be disclosed on Form 8-K or any other means approved by the Securities and Exchange Commission.

### **Compliance and Accountability**

The Audit Committee will assess compliance with this Code, report material violations to the Board of Directors, and recommend to the Board appropriate action.

Each Senior Financial Officer is required to complete an Annual Statement of Compliance with the Code which will be filed with the Corporate Secretary.

### **Providing Candor in Dealing with Auditors, Examiners, and Legal Counsel**

All officers, directors, and employees should be required to respond honestly and candidly when dealing with internal auditors, independent auditors, regulators and attorneys.

### **Implementing Appropriate Background Checks**

Financial institutions are encouraged to develop a risk-based approach in determining when pre-employment background screening is appropriate and the level of screening or review based upon the position and responsibilities of the subject employee. Institutions should also address the use of prescreening by subcontractors. See FIL-46-2005 "Guidance on Developing an Effective Pre-Employment Background Screening Process."

**ANNUAL REPORT OF COMPLIANCE WITH THE SENIOR FINANCIAL OFFICERS' CODE OF CONDUCT FOR BANKWELL FINANCIAL GROUP, INC. AND/OR SUBSIDIARIES**

I, \_\_\_\_\_, A SENIOR FINANCIAL OFFICER OF BANKWELL FINANCIAL GROUP, INC., HAVE REVIEWED THE CODE OF CONDUCT, AND HAVE COMPLIED, AND WILL IN THE FUTURE COMPLY, WITH THE CODE AS APPLICABLE TO ME.

\_\_\_\_\_  
SIGNATURE

\_\_\_\_\_  
DATE

\_\_\_\_\_  
NAME, PLEASE PRINT

**Please return signed statement to the Human Resources Department.**