

# **AMERIS BANCORP**

## **ENTERPRISE RISK COMMITTEE CHARTER**

### **I. Purpose**

The purpose of the Enterprise Risk Committee (the “Committee”) of the Board of Directors (the “Board”) of Ameris Bancorp, a Georgia corporation (the “Company”), is to assist the Board in fulfilling its oversight responsibilities relating to risk management practices, including the risk management framework of the Company. In so doing, it is the responsibility of the Committee to maintain free and open communication between the Company’s directors, risk management and governance functions and management, and encourage continuous improvement of, and foster adherence to, the Company’s policies, procedures and practices.

The Committee shall ensure that this Enterprise Risk Committee Charter, as it may be amended from time to time (this “Charter”), is made available on the website of the Company.

### **II. Membership**

The Committee shall be comprised of three or more directors as determined by the Board, each of whom shall be independent and free from any relationship that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment as a member of the Committee. At all times, at least one member of the Committee shall be a “risk management expert” within the meaning of Section 165(h)(3)(C) of the Dodd-Frank Wall Street Reform and Consumer Protection Act. Each member of the Committee shall be appointed by the Board and shall serve for such term or terms as the Board may determine, or until his or her earlier resignation or death. The Board may remove any member from the Committee at any time with or without cause.

### **III. Meetings**

The Committee shall meet as often as necessary to carry out its responsibilities, but not less frequently than quarterly. The Board shall designate a member of the Committee as the chairperson of the Committee. The chairperson of the Committee shall report on any Committee meeting held at the next regularly scheduled Board meeting following such Committee meeting. Appropriate minutes of the meetings and actions taken by the Committee shall be kept, with the advice of counsel. The Committee shall be governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice and quorum and voting requirements as are applicable to the Board, except as otherwise modified by this Charter.

Special meetings of the Committee may be called by, or at the request of, the Chairman of the Board, the Company’s Lead Independent Director, any member of the Committee or any of the Company’s executive officers, in each case upon reasonable notice to each member, and may be held at such place or places as the Committee shall determine.

The Committee will determine who, if anyone, other than Committee members may be present during its deliberations or voting. The Committee may meet separately and independently,

as necessary or advisable, with management and outside legal counsel. The Committee will also meet periodically in executive session.

In particular, as part of its job to foster open communication, the Committee may meet with the Board and/or management in separate executive sessions to discuss any matters that the Committee or any such person or group believes should be discussed privately.

#### **IV. Responsibilities and Duties**

To fulfill its responsibilities and duties, the Committee shall:

##### **A. Risk Management**

1. Review summary results and reports of the Company's consolidated risk profile as provided through the Enterprise Risk Management group by the Chief Risk Officer of the Company ("CRO"), and review and discuss with the CRO and other members of executive management, as well as other appropriate officers, all key risks and management's planned course of action for addressing such risks.

2. Review and approve at least annually the Company's Risk Appetite Statement and any modifications, including any tolerances and key risk measures based upon changes to the Company's business model, strategy, risk profile or market conditions.

3. Review and approve key policies establishing risk management governance, risk management procedures and risk control infrastructure for the Company's operations and, as appropriate, provide feedback to management on the proposed structure and content of such policies.

4. Review with the Company's CRO, Chief Legal Officer or other appropriate legal personnel any legal matters that may have a material impact on the Company's financial statements, compliance policies and Code of Business Conduct and Ethics (or equivalent policy) and any material reports or inquiries received from regulators or governmental agencies.

5. Review annually the performance of the CRO and determine whether there are scope or resource limitations that are impeding or may in the future impede the ability of the Company's risk management and governance functions to execute their responsibilities.

6. Review the remediation efforts and status of any issues identified by risk management and governance groups or business units.

7. Review the annual plans for and significant risks and relevant reports from the Company's Compliance Review program.

8. Review the annual plans for and significant risks and relevant reports from the Company's Credit Risk Review program.

9. Receive regular reporting on risk management topics that the Committee deems relevant including, but not limited to:

- a. Regulatory Compliance;
- b. Bank Secrecy Act/Anti-Money Laundering;
- c. Information Security/Cybersecurity;
- d. Credit Risk;
- e. Market Risk;
- f. Capital Risk
- g. Liquidity Risk
- h. Operational Risk;
- i. Information Technology;
- j. Fraud (Internal and External);
- k. Mergers & Acquisitions/Integration Risk; and
- l. Sustainability and Environmental, Social and Governance Risk.

10. Review and approve the results of any stress testing processes not otherwise delegated to another committee of the Board.

11. Review the status and adequacy of management action plans related to examination reports issued by any regulatory body.

## **B. Other Responsibilities**

1. Provide to the Audit Committee of the Company (the “Audit Committee”) any information and reports prepared for and reviewed by the Committee that may relate to the Audit Committee’s responsibilities and duties as deemed appropriate by the Committee.

2. Provide to the Compensation Committee of the Company (the “Compensation Committee”) any information and reports prepared for and reviewed by the Committee that may relate to the Compensation Committee’s responsibilities and duties as deemed appropriate by the Committee, including, without limitation, to ensure that incentive compensation structures discourage unnecessary and excessive risk taking.

3. Investigate matters brought to its attention within the scope of its duties.

4. Obtain or perform an annual evaluation of the Committee’s performance and make applicable recommendations to the Board.

5. Review this Charter at least annually and recommend any proposed changes to the Board for approval.

## **V. Authority**

The Committee is authorized to perform each of its duties and responsibilities set forth in this Charter and to undertake such other duties, responsibilities and activities consistent with this Charter, the Company's articles of incorporation and bylaws and governing law, with full access to all books, records, facilities and personnel of the Company, as the Committee or the Board deems necessary or appropriate.

The Committee is also authorized, as it considers appropriate, to:

1. Delegate any of its responsibilities to subcommittees or individual members of the Committee to the extent not inconsistent with other sections of this Charter or applicable laws or regulations.

2. At its discretion and without the prior approval of management or the Board, retain or obtain the advice of outside consultants or advisors (including legal counsel and other advisors) in accordance with procedures established from time to time by the Committee, and oversee and approve all terms of the engagement of such consultants or advisors, including their fees or other compensation.

3. Conduct such investigations and request and consider such information (from management or otherwise) as the Committee shall consider necessary, relevant or helpful in its deliberations and the formulation of its recommendations. In connection with any such investigation, the Committee may rely on information provided to it by management without further verification.

4. Consult to the extent it deems appropriate with the Chairman of the Board, the Chief Executive Officer, other officers or employees of the Company, the Lead Independent Director, the other committees of the Board and other members of the Board.

5. Disclose this Charter as may be required by the U.S. Securities and Exchange Commission, The Nasdaq Stock Market LLC or any other regulatory body or stock exchange having authority over the Company, and review and make recommendations regarding the description of the Committee and this Charter included in the Company's proxy statement or otherwise disclosed.

The Committee shall receive appropriate funding from the Company, as determined by the Committee in its capacity as a committee of the Board, for the performance of the duties and responsibilities set forth in this Charter, including, but not limited to, the payment of fees, compensation and expenses to any outside counsel and any other consultants or advisors to the Committee.

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*Board of Directors approval on June 5, 2025.*