



WHISTLEBLOWER POLICY

This Policy is applicable to Capital City Bank Group, Inc. and its subsidiaries (collectively, the “Company”). The Company has adopted this Policy to encourage compliance with, and prevent possible violations of, laws and regulations, to protect shareowners, and to provide a means whereby employees and independent contractors can safely report to the Company concerns of suspected violations without fear of retaliation or reprisal. The Company is committed to handling suspected violations and employee concerns in the most effective and expedient manner. To that end, employees and independent contractors should initially report issues concerning suspected violations by following the procedures outlined in this Policy. This will provide the Company the necessary opportunity to undertake an investigation and remedy those suspected violations and employee concerns.

Nothing contained in this Policy is intended to or shall limit an employee’s ability to communicate with any federal, state or local regulatory body or otherwise participate in any investigation or proceeding that may be conducted by any federal, state or local regulatory body, including providing documents or other information to a federal, state or local regulatory body.

This Policy does not constitute a contractual commitment of the Company. This Policy does not change the at-will employment status of a Whistleblower (as defined below), if applicable. Specifically, absent a written employment agreement with the Company, employment is for an indefinite period of time and is terminable at any time with or without cause.

1. Reporting Alleged Violations or Concerns

If any person (a “Whistleblower”) reasonably believes that a violation of a law or regulation relating to the Company’s securities or our accounting, internal accounting controls, corporate reporting, or auditing or financial disclosure matters (“Legal Matters”) may have occurred, is ongoing, or may occur in the future, the Whistleblower should immediately report the possible violation to his or her immediate supervisor, Human Resources or via the Company’s contracted outside vendor, NAVEX Global, using the toll-free number of 844-927-2236.

The Company will endeavor to maintain the confidentiality of all reports submitted by a Whistleblower regarding an alleged violation or concern to the extent possible or practical. Whistleblower reports should provide as much specific information as possible to allow for proper assessment of the suspected violation. The report describing an alleged violation or concern should be candid and set forth all of the information that the Whistleblower knows regarding the allegation or concern. In addition, all reports should, to the extent possible, contain corroborating information to support the commencement of an investigation. The Company takes all reports of alleged violations very seriously. However, the Company may, in its reasonable

discretion, determine not to commence an investigation if a report contains only unspecified or broad allegations of wrongdoing without sufficiently specific information or documentary or other support that would otherwise assist the Company in undertaking an appropriate investigation.

2. Investigation of Reports

Once the Company receives a report, our Internal Audit Manager will make a determination, in his or her judgment, whether a reasonable basis exists for recommending that the Audit Committee undertake a formal investigation into the report. To assist in making this recommendation, the Internal Audit Manager may conduct an initial, informal inquiry. Other parties may become involved in the inquiry based upon their oversight responsibility or expertise.

To the extent possible or practical, the Company and its agent will endeavor to treat reports in a confidential manner, except as may be reasonably necessary under the circumstances to facilitate the investigation, take remedial action, or comply with applicable law. In no event will information concerning the report be released to persons without specific need to know. Investigations of reports will be prompt. The resultant determination by the Internal Audit Manager will be communicated to the Audit Committee and to relevant Company management, as appropriate.

Regardless of whether the Internal Audit Manager recommends a formal investigation, the Internal Audit Manager will promptly notify the Audit Committee Chairman of the nature of each report and the Internal Audit Manager's recommendation as to whether a formal investigation should be undertaken. The Audit Committee will then determine, in its judgment, whether a reasonable basis exists for commencing a formal investigation into each report, regardless of the Internal Audit Manager's recommendation. If the Audit Committee determines to commence a formal investigation, then it shall determine, in its reasonable judgment, to proceed with the formal investigation itself or to instruct the Internal Audit Manager to proceed with the formal investigation under the authority of the Audit Committee. The Audit Committee shall ensure coordination of each investigation and shall have overall responsibility for implementation of this policy.

The Audit Committee shall have the authority to retain outside legal, accounting, or other relevant expertise in any investigation as it deems necessary to conduct the investigation in accordance with its charter and this policy.

At each meeting of the Audit Committee, the Internal Audit Manager shall prepare a detailed summary to the Audit Committee stating the nature of each report submitted since the date of the preceding meeting of the Audit Committee, whether or not the report resulted in the commencement of a formal investigation, and the status of each investigation.

The Company will advise the Whistleblower (unless anonymous) when the report has been addressed and, if possible, of the specific resolution. However, due to confidentiality obligations, there may be times when the Company cannot provide the details regarding the specific corrective or disciplinary action taken.

3. Corrective Action

The Audit Committee, with the input of the Internal Audit Manager and Company management, if requested, will determine the validity of a report and any corrective action, as appropriate. It is the responsibility of the Audit Committee to report to Company management any noncompliance with legal and regulatory requirements and to ensure that management reports any violation to the relevant federal, state, or local regulatory authorities, if required. Any director, officer, or associate that is found to have violated any laws, governmental regulations or Company policies will face appropriate, case specific disciplinary action, which may include demotion or discharge.

4. No Retaliation for Submitting Reports, Providing Information or Participating in Investigation

The Company will not tolerate any retaliation or discrimination against a Whistleblower who: (a) lawfully provides information regarding any conduct that the Whistleblower reasonably and in good faith believes may constitute a violation of a law or regulation relating to any Legal Matters, even if after investigation the Company determines that there has not been a violation; or (b) participates in or otherwise assists with a proceeding relating to potential violations of a law or regulation relating to Legal Matters by the Company or its Whistleblowers. If any Whistleblower has been subject to conduct that the Whistleblower reasonably believes to be retaliation in violation of this policy, the Whistleblower shall immediately report the alleged retaliation to the Company's human resources department or NAVEX Global.

5. Retention of Reports and Documents

All reports submitted by a Whistleblower, all written statements, and applicable documentation of the results of any investigations relating thereto, shall be retained by the Company for a minimum of seven years. It is against the Company's policy to prematurely destroy any corporate audit records that may be subject to or related to an investigation by the Company or any federal, state or regulatory body.

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