



SHAREHOLDER COMMUNICATIONS POLICY

POLICY 456

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Holding Company Board Approval:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Related Documents	
Title	Link
Policy for Handling Complaints regarding Accounting, Internal Control and Auditing Matters and other Reports of Concern	[link]

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1. INTRODUCTION

This Shareholder Communications Policy is an internal policy of PacWest Bancorp (“Bancorp”) and its subsidiaries including Pacific Western Bank (collectively referred to as the “Company”). The Company believes that communication between the Bancorp Board of Directors (the “Board”), shareholders and other interested parties is an important part of the Company’s corporate governance process. To this end, the Company has established this Shareholder Communications Policy by which interested parties may communicate with the Board.

This Shareholder Communications Policy does not create rights or obligations to the Company’s current or future customers or its shareholders. It is an internal document adopted in accordance with applicable laws and regulations. In accordance with these laws and regulations, this Shareholder Communications Policy may be modified, restated and/or amended at any time at the discretion of the Company. The Bancorp Corporate Secretary has authority to make non-material amendments to this Shareholder Communications Policy in her sole discretion and shall promptly report any such amendments to all employees whose responsibilities are affected by this Shareholder Communications Policy.

2. SCOPE

All employees of the Company whose responsibilities are affected by this Shareholder Communications Policy are required to maintain familiarity with the requirements of the regulations discussed herein and to comply with the procedures outlined in this Shareholder Communications Policy and any other policies, procedures or regulations referenced herein.

3. POLICY OBJECTIVE

The objective of this Shareholder Communications Policy is to ensure written communications from shareholders and other interested parties are promptly addressed by the Bancorp’s Corporate Secretary and the Board, as appropriate.

4. GOVERNANCE AND STRATEGIC OBJECTIVES

The Bancorp Corporate Secretary is responsible for the administration of this Shareholder Communications Policy and for posting this Shareholder Communications Policy to the Corporate Governance section of the Company’s website (www.pacwest.com).

This Shareholder Communications Policy will be reviewed and approved by the Board’s Compensation, Nominating and Governance Committee and the Board no less than annually.

5. POLICY

A. ADDRESSING SHAREHOLDER COMMUNICATIONS

Shareholders and other interested parties may send written communications to:

PacWest Bancorp Board of Directors
Attention: Corporate Secretary
9701 Wilshire Boulevard
Suite 700
Beverly Hills, CA 90212

All written communications should contain the name and address of the author and indicate whether the author is a shareholder of the Company.

B. REVIEW AND REFERRAL OF SHAREHOLDER COMMUNICATIONS

The Board has determined that it would be appropriate for communications to be received and reviewed first by the Bancorp Corporate Secretary. The Board has instructed the Bancorp Corporate Secretary to:

- Refer good faith allegations of improper accounting, internal accounting controls or auditing matters affecting the Company to the Bancorp General Counsel and to the Chairman of the Audit Committee for processing under the Company's Policy for Handling Complaints Regarding Accounting, Internal Control and Auditing Matters and Other Reports of Concern.
- Refer good faith allegations of other improper conduct affecting the Company to the Chairman of the Board and to the Bancorp General Counsel.
- Refer questions concerning the Company's services and human resources issues to the Bancorp General Counsel, who will coordinate with the appropriate department in the Company for a response.
- Refer comments concerning the Company's general corporate governance, as well as similar communications, to the Chairman of the Board, the Chairman of the Compensation, Nominating and Governance Committee and the Bancorp General Counsel.

The Bancorp Corporate Secretary will advise the Board, or a Committee thereof, as determined by the Board, at its regularly scheduled meetings as to the number of communications (other than administrative requests relating to stock certificates, copies of public filings and other such matters) received from shareholders and other interested parties and the status of any follow up communications, as may be appropriate.

C. COMPANY EMPLOYEE AND AGENT COMMUNICATIONS

Communications from an employee or agent of the Company will be considered shareholder communications under this Shareholder Communications Policy if made solely in such person's

capacity as a shareholder. Communications from a director or officer of the Company are not shareholder communications under this Shareholder Communications Policy.

D. PROXY STATEMENT PROPOSALS

Proposals submitted by shareholders for inclusion in the Company's annual proxy statement, and proposals submitted by shareholders for presentation at the Company's annual shareholders meeting but not in the Company's proxy statement, will not be considered shareholder communications under this Shareholder Communications Policy, and will be handled by the Bancorp Corporate Secretary.

6. AUDIT

This Shareholder Communications Policy will be audited in accordance with the Internal Audit Plan and/or the external auditor and is subject to regulatory examination.

7. TRAINING

All employees of the Company whose responsibilities are affected by this Shareholder Communications Policy are responsible for maintaining familiarity with this Shareholder Communications Policy and its requirements.