

**Charter of the Cybersecurity Oversight Subcommittee  
of the  
Risk Management Committee of the Boards of Directors of  
U.S. Bancorp and U.S. Bank National Association**

**Purpose:**

The Cybersecurity Oversight Subcommittee (the “Subcommittee”) is established by the Risk Management Committee of the boards of directors (the “Board” or the “Board of Directors”) of U.S. Bancorp (the “Parent”) and U.S. Bank National Association (the “Bank,” and together with the Parent, the “Company”) in order to assist the Risk Management Committee in its oversight of the Company’s cybersecurity risk management program.

**Powers and Responsibilities:**

Management is responsible for the Company’s cybersecurity risk management program, including establishing appropriate policies, practices, controls and procedures.

The Subcommittee will have the following responsibilities in carrying out its stated purpose. The Committee will also carry out any other responsibilities and duties delegated to it by the Risk Management Committee from time to time related to the purpose of the subcommittee outlined in the “Purpose” section of this Charter or as required by applicable laws, rules or regulations.

1. Oversee the effectiveness of the Company’s cybersecurity program and its practices for identifying, assessing and mitigating cybersecurity risks across all business functions, including monitoring and analysis of the threat environment, vulnerability assessments, and third-party cybersecurity risks.
2. Oversee the Company’s controls to prevent, detect and respond to cyber attacks, cybersecurity incidents, or information or data breaches.
3. Oversee the Company’s cyber resiliency, including cybersecurity crisis preparedness, incident response plans, and business continuity and disaster recovery capabilities.
4. Review and oversee Company investments in cybersecurity infrastructure and program needs.

It is management’s responsibility to ensure that the Company’s program complies with applicable standards or legal or regulatory requirements, and the Subcommittee has an oversight role with respect to management’s performance of these duties. The Subcommittee will rely on information and reports from management in

order to conduct its oversight work. Each member of the Subcommittee is entitled to rely, to the fullest extent permitted by law, upon the integrity of those persons within and outside the Company from whom it receives information, and the accuracy of that information.

**Membership:**

The Subcommittee will consist of at least two directors who are members of the Risk Management Committee and such other directors as the Board determines to be in the best interest of the Company to further the purpose and responsibilities of the Subcommittee. The members of the Subcommittee will be appointed by the Board, and the Board will appoint one of the members of the Subcommittee to act as the Subcommittee Chair.

**Resources and Authority:**

The Subcommittee will have the resources and authority it deems appropriate to discharge its responsibilities, including the authority to engage external consultants, including legal, accounting or other advisors, such as cybersecurity firms, and will have sole authority to retain and terminate any such external consultants and to approve the fees and other retention terms related to the appointment of such consultants. The Subcommittee will have full access to the books, records, facilities and personnel of the Company, and may ask any members of management or others to attend all or any portion of any meeting.

**Meetings:**

The Subcommittee will meet at least four times per year, and otherwise as determined by the Subcommittee or the Risk Management Committee. The Subcommittee will report regularly on its activity to the Risk Management Committee. In lieu of a meeting, the Subcommittee may act by unanimous written consent.

**Adoption of Charter:**

This charter was adopted by the Boards of Directors of U.S. Bank National Association on January 13, 2021, and of U.S. Bancorp on January 22, 2021.