

**FIDELITY D & D BANCORP, INC.**  
**CODE OF ETHICS**

<b>Policy Title:</b> Fidelity D & D Bancorp, Inc. Code of Ethics	<b>Editor:</b> Human Resources
<b>Board Approval Date:</b> October 21, 2025	<b>Previous Board Approval Date:</b> May 16, 2017

The Directors, Officers, and Employees of Fidelity D & D Bancorp, Inc. and its subsidiaries (the “Company”) hold an important and elevated role in corporate governance. They are vested with both the responsibility and authority to protect and preserve the interests of all of the Company’s constituents, including shareholders, customers, and citizens of the communities in which we conduct business. The maintenance of extremely high standards of honest, ethical, and impartial conduct is essential to assure the proper performance of the Company’s business and the maintenance of the public’s trust. This Code of Ethics prescribes the policies and procedures to be employed and enforced in the Company’s operations. This Code augments the Fidelity D & D Bancorp, Inc.’s Employee Handbook.

- It is your responsibility to comply with the law and behave in an ethical manner. This responsibility cannot be delegated or assumed by the Company.
- This Code cannot anticipate every possible situation or cover every topic in detail. Most of the topics covered in this Code are explained in greater detail in the Fidelity D & D Bancorp, Inc. Employee Handbook. From time-to-time the Company may establish compliance programs to address specific subjects. If you are unclear about a situation, seek guidance before taking action.
- The standards in this Code do not necessarily take into account all legal requirements. Where more restrictive local laws or requirements exist that conflict with the terms of this Code of Ethics, those more restrictive standards take precedence.
- You must comply with all applicable governmental rules and regulations. Failure to obey laws and regulations violates this Code and may expose both you and the Company to criminal or civil prosecution. Any violation of this Code or other compliance programs may result in corrective action, up to and including termination. The Company may also seek civil remedies from you and even refer criminal misconduct to law enforcement agencies.
- You are responsible for reporting suspected violations of this Code. Violations should be reported according to the terms of the “Whistle Blower” Policy. Bankers should report their concerns to the Corporation’s management on a confidential and/or anonymous basis through ComplianceLine, a secure,

electronic issue intake and integrated case management system, at 800-713-8340 or by email to <http://www.mycompliancereport.com/> and entering the Corporation's access ID: **FDB**.

- If you have a question about a topic covered in this Code, please review the Fidelity D & D Bancorp, Inc. Employee Handbook. If you still have a concern regarding any unethical or illegal conduct, please follow the guidelines in the “Whistle Blower” section of the Company Employee Handbook and as outlined above.

## Conflicts of Interest

A “conflict of interest” exists any time you face a choice between what is in your personal interest (financial or otherwise) and the interest of the Company. These situations are not always easy to avoid. When an actual, potential, or perceived conflict of interest arises, it is important that you act with great care to avoid even the appearance that your actions were not in the best interest of the Company. If you find yourself in a position where your objectivity may be questioned because of individual interest or family or personal relationships, notify the Chairperson of the Audit Committee, immediately.

## Ownership Interests

Board of Directors approval is required for the Company to do business with a company in which a member of the Board of Directors, an officer, an employee or a family member of a director, officer or employee owns – directly or indirectly – an interest. For this policy, a family member is a parent, spouse, child, grandparent, grandchild, sister, brother, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, or other individuals residing in the same household. If you or a family member own or acquire an interest that is greater than 5 % in any company, Board approval is needed:

- If that company has more than \$1,000 in deposits or loans, or does more than \$1,000 in annual sales of goods or services to the Company or its affiliates; or
- If you help make that company’s purchasing or lending decisions or have a part in payment for the goods and services.

If your ownership interest does not meet any of the above criteria, Board approval is not needed, but you remain obligated to keep the Company’s interests first in mind.

## Gifts, Meals, Services and Entertainment

You should not request or accept anything that might be used as a means to influence, or even appear to influence, you against the Company’s best interests. Personal gifts should not be accepted other than those considered common business courtesies within the normal course of business, and for which one would reasonably expect to exchange something similar in return within the normal course of business.

## Safeguarding Company Assets/Accuracy of Books and Records

The Company maintains internal controls to provide direction on protecting Company assets and financial accountability. The controls are based upon the following principles.

### **Do not:**

- Make personal use of Company assets that creates any additional costs for the Company, interferes with work duties or violates any Company policies;

- Allow Company property to be used to help carry out illegal acts;
- Manipulate any financial accounts, records or reports for personal gain;
- Maintain any off-the-book accounts to facilitate questionable or illegal payments;  
or
- Violate any law or regulation applicable to Company or your work for Company.

**Do:**

- Ensure effective internal controls and procedures are designed and implemented;
- Prepare project budget proposals with accurate information;
- Maintain books, accounts and records according to generally accepted accounting principles, using enough detail to reflect Company transactions accurately and fairly;
- Record transactions in a timely manner, so that no misleading financial information is created. (These transactions include, but are not limited to, income, expense, indebtedness, obligation, reserves and acquisition or disposition of assets, etc.); and
- Give full, fair, accurate, timely, and understandable disclosure in any and all periodic reports filed with the Securities Exchange Commission.

Safeguarding Confidential Information

Trade secrets and other proprietary information of the Company and its customers and suppliers, confidential employee data, information about the Company's customers and suppliers, and all other nonpublic information that might be of use to the Company's competitors or harmful to the Company or its customers, if disclosed, is confidential information. Confidential information should be protected by all directors, officers and employees and, except to the extent legally required or specifically authorized by an appropriate representative of the Company, should not be disclosed to persons inside or outside the Company who do not have a legitimate, work-related need to know such information. The loss of this information through inadvertent or improper disclosure could be harmful to the Company and its customers and suppliers.

Insider Trading

Insider trading is a crime that can carry severe penalties. If you know material, confidential information about the Company or any company with whom we have a business relationship and you trade Company securities, such as stocks or bonds, while in possession of

that information or tell others about it before it is made public, you may have violated the insider trading laws. Fidelity Bank's Insider Trading Policy can be found on the intranet under the Policies tab.

Material information is the type of news that would affect a reasonable investor's decision on whether or not to invest in the Company's stock. Examples include, but are not limited to, plans to issue securities, sharp changes in earnings patterns, changes in dividend rates, changes in key management personnel, mergers, acquisitions, and important regulatory actions affecting the Company. This policy forbids you from trading not only in Company stock, but also in stock of our suppliers, customers or other companies with whom we have a business relationship, while in possession of material inside information, learned in the course of your employment at our Company.

We encourage all members of the Board of Directors, officers, and employees to invest in our stock. However, if you have access to any information not readily available to the public, you must be very careful when trading stock to be sure you have not traded while in possession of material non-public information. When you have such information:

- Do not tell anyone not authorized to have the information. A casual remark to a friend may find its way to a broker and eventually to the entire financial community thereby requiring the Company to make a premature or unplanned public announcement. This "tipping" may be illegal and damaging to the Company.
- In compliance with the Sarbanes-Oxley Act of 2002, do not trade and trading is prohibited in the Company's stock (or that of an applicable outside company) until the subject information has been made public for at least two full business days. Circumstances suggesting the possibility of insider trading may result in an investigation by governmental authorities of the Company and stockbroker records of stock trading transactions. This investigation could damage our Company's reputation and result in liability or penalties, including criminal charges and fines against the individual.
- This policy against insider trading also covers transfers into and out of the Company stock or savings plans and changes in patterns involving purchases of our stock within the plans. However, generally, regular scheduled purchases of the Company stock within plans are not prohibited.

If you are planning to affect a transaction in our securities, you must contact our Investor Relations Officer or Chief Financial Officer, in advance.

### Bribery, Kickbacks and Other Improper Payments

The Company, our Board of Directors, Officers, and Employees must maintain high ethical and professional standards in all dealings.

- Do not directly or indirectly promise, offer or make payment in money or anything of value to anyone, including a government official, agent, or employee of a government or quasi-governmental agency, political party, labor organization or business entity or a candidate of a political party, with the intent to induce favorable business treatment or to improperly affect business or governmental decisions.
- Our Code does not take into account all local legal requirements, or state and federal legal updates that may take place after this Code is published. Where applicable laws exist that differ from the terms of this Code, those laws take precedence. In general, the Company does not consider ordinary and reasonable business entertainment or gifts of insubstantial value that are customary and legal in the local market to be improper.
- Records of any entertainment and or gifts to customers and potential customers should be retained and should not exceed anything that may not be considered common business courtesies within the normal course of business.
- Loans are not made by the Company to its Board members, officers, or employees. Loans may be made by our banking subsidiaries and will comply with all federal and state laws, statutes, and regulations.

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

All directors, officers and employees are required to respond honestly and candidly when dealing with the Company's independent and internal auditors, regulators and attorneys.

#### Discipline

The Company reserves the right to take any and all disciplinary action it deems appropriate in response to violation of this Code. Disciplinary action may include, without limitation, warning, suspension, or immediate termination of employment, as well as civil and/or criminal prosecution when appropriate.

#### Accountability and Adherence to the Code

With regard to alleged violations of this Code by any director or executive officer, it shall be the duty of the Audit Committee of the Board of Directors of the Company, excluding any person accused of violating this Code, to determine the veracity of any alleged breach of this Code and any penalty or consequences. Any other alleged violations of the Code shall be addressed by Executive Management and shall be reported to the Audit Committee of the Board of Directors.

#### Waivers and Amendment

No waiver of any provision of this Code for the benefit of a director or executive officer shall be effective unless (1) approved by the Board of Directors or, if permitted by the Board of Directors, a committee of the Board of Directors, and (2) if applicable, the Company promptly discloses the waiver to the Company's shareholders in accordance with appropriate U.S. securities laws and regulations and/or the rules and regulations of the exchange or system through which the Company's securities are traded or quoted, as the case may be. Any other waivers of this Code shall be made by Executive Management with reporting to the Audit Committee of the Board of Directors.

If required by applicable U.S. securities laws and/or the rules and regulations of the exchange or system the Company's securities are traded or quoted, the Board of Directors shall approve amendments to this Code and disclose the amendment to the Company's shareholders.

**ACKNOWLEDGMENT**

I, the undersigned, hereby acknowledge that I have received a copy of the Fidelity D & D Bancorp, Inc. Code of Ethics. I further certify that I have reviewed the Code of Ethics, and that I understand its provisions and what they require of me. I understand that a violation of this Code of Ethics may result in the termination of my employment and/or a request to resign.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

\_\_\_\_\_  
PRINT NAME