

## **CBM BANCORP, INC.**

### **CODE OF CONDUCT**

**Introduction.** This Code of Conduct shall apply to all directors, officers and other employees of CBM Bancorp, Inc. (the “Company”) and its principal subsidiary, Chesapeake Bank of Maryland (the “Bank”). This Code of Conduct shall also serve as the Company’s Code of Ethics for Senior Financial Officers. The Code of Conduct has been adopted by the Company’s and the Bank’s Boards of Directors and is effective as of June 20, 2018.

The Company and the Bank expect directors, officers and other employees, to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities, to comply with all applicable laws, rules and regulations, and to abide by the policies and procedures adopted by the Company and the Bank to govern the conduct of their employees. This Code of Conduct is intended to supplement the Bank’s Code of Ethics Policy.

**Duties.** Each director, officer and other employee shall:

- Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.
- Avoid conflicts of interest and potential conflicts of interest and disclose to the Ethics Officer or to the Audit Committee any transaction or relationship that reasonably could be expected to give rise to such a conflict.
- Produce full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company or the Bank files with the Securities and Exchange Commission (the “SEC”), the Board of Governors of the Federal Reserve System (the “Federal Reserve Board”), the Federal Deposit Insurance Corporation (the “FDIC”), the Office of the Comptroller of the Currency (the “OCC”) and other regulators and in other public communications made by the Company or its subsidiaries.
- Act on behalf of the Company and the Bank in a manner that complies with, and take all reasonable measures to ensure compliance with, all applicable governmental laws, rules and regulations.
- Take all reasonable measures to protect the confidentiality of non-public information about the Company, the Bank or any subsidiaries, and their customers and consumers, to prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory process, and to comply in full with the Bank’s Privacy and the Customer Security Policies.
- Promptly report any violation of this Code of Conduct to the Audit Committee or the Ethics Officer. A director, officer or other employee may choose to remain anonymous in reporting possible violations of this Code of Conduct. No adverse action will be taken against any person reporting such matters as the result of making such report.

**Accountability.** The directors, officers and other employees of the Company and the Bank are on notice that they will be held accountable for their adherence to this Code of Conduct and that their continued employment by the Company or the Bank depends on their full compliance with the policies stated in this Code. Violations of this Code of Conduct may also constitute violations of law and may result in civil and criminal penalties for the officers, the Company and/or the Bank.

**Internal Accounting Controls.** Directors, officers and other employees are prohibited from directly or indirectly taking any action to fraudulently influence, coerce, manipulate or mislead the Company's independent public auditors for the purpose of rendering the financial statements of the Company misleading.

A director, officer and other employee who becomes aware of inadequate controls or a failure or circumvention of controls, or that transactions, or other items, are improperly recorded on the Company's books or records, must promptly report the situation to the Company's Auditor, Dixon Hughes Goodman, LLP, or to the Audit Committee.

A director, officer and other employee who is concerned about an accounting or auditing matter involving the Company or the Bank that he or she believes is questionable may report such matter either to the Ethics Officer or by written report (which may be anonymous) to one of the non-employee members of the Company's Audit Committee. No adverse action will be taken against any person reporting such matters as the result of making such report.

**Loans to Directors and Executive Officers.** The Company will not make any loans to directors or executive officers. All Bank loans to directors or executive officers will comply strictly with the provisions of Section 22(h) of the Federal Reserve Act, Regulation O of the Federal Reserve Board, and applicable regulations of the OCC.

**Waivers.** Waivers of any provision of this Code of Conduct shall be granted only by the Company's Board of Directors. The nature of any such waiver granted for directors or executive officers and the reasons therefor shall be disclosed promptly to the Company's stockholders by filing a Current Report on Form 8-K with the SEC or by providing such disclosure on the Company's Internet website in a manner that satisfies the requirements of Item 5.05(c) of Form 8-K.

**Amendments.** This Code of Conduct will be periodically reviewed at least annually and revised, if necessary, to reflect changes in applicable law or regulation and to cover new ethical issues as they arise. The nature of any amendment to the Code of Conduct shall be disclosed to the Company's stockholders by filing a Current Report on Form 8-K with the SEC or by providing such disclosure on the Company's Internet website in a manner that satisfies the requirements of Item 5.05(c) of Form 8-K.

**Ethics Officer; Interpretation.** The Boards of Directors of the Company and the Bank have appointed a joint Ethics Officer (referred to herein as the "Ethics Officer"), who will be responsible for the administration of the Code of Conduct for the Company and the Bank. Any person who has questions regarding the appropriate course of action in a particular situation should promptly contact the Ethics Officer.

**COMMITMENT OF COMPLIANCE WITH THE  
CBM BANCORP, INC.**

**CODE OF CONDUCT**

I acknowledge that I have received and read the CBM Bancorp, Inc. Code of Conduct, dated June 20, 2018, and understand my obligations as an employee to comply with the Code of Conduct.

I understand that my agreement to comply with the Code of Conduct does not constitute a contract of employment.

Date: June 20, 2018

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(printed name and title)

This signed and completed form must be returned to the Ethics Officer.