

# Anonymous Reporting Line (Whistleblower Reporting Line)

---

## Policy Statement

Berkshire Hills Bancorp, Inc., and all [direct and indirect subsidiaries](#), (collectively, the "Company") have adopted a [Code of Business Conduct](#) (the "Code") which formally sets forth the ethical standards which are expected of each of us - employees, officers and directors - in our dealings with each other and on behalf of the Company. This Code also gives instructions on how, and to whom, suspected violations of the Code can be reported. Those instructions have not changed and concerns and complaints can still be reported by following those instructions.

In addition, the Company has taken the next step required of all publicly traded companies, by establishing a method for anonymous reporting of complaints or concerns. We have arranged for an independent company, Telesentry LLC. to take anonymous reports from employees of any concern or complaint regarding the Company's accounting, auditing or other financial matters and any other serious matter which is covered by the Code (for example, discrimination or sexual harassment). You are encouraged to promptly report all such complaints or concerns. Telesentry will administer a 24-hour hotline, available every day of the year that will provide for the anonymous reporting of any such complaints and concerns.

## Policy Purpose

**Procedure for Use of the Anonymous Reporting Hotline - To report any such concerns or complaints, employees should follow this procedure:**

1. **Dial 1-888-883-1499 (toll free) to be connected to a trained intake specialist.**
2. **Give the intake specialist the Company name (Berkshire Hills Bancorp).**
3. **You will be asked to provide a personal information number (PIN) or password, which you will select.**
4. **Your report will then be assigned a unique "File ID," which you will need to record for future reference.**
5. **The intake specialist will ask you for a detailed description of the factual basis for your complaint or concern. This is necessary to ensure the Company has sufficient information to conduct an appropriate investigation, if necessary.**

The anonymous report will be forwarded by Telesentry to the Chairperson of the Company's Audit Committee for investigation and response by the Committee. If the Audit Committee deems it necessary and appropriate, the Committee may seek the assistance of the Internal Audit department in investigating the anonymous report; provided, however, that if the Internal Audit department or any member of such department is the subject of, or otherwise involved in or connected to any matter discussed or described in the anonymous report, the committee shall not refer the anonymous report to the Internal Audit department, but may seek assistance from the General Counsel in investigating the anonymous report.

## Oversight

The Audit Committee will prosecute its investigation of the anonymous report expeditiously and upon completion of its investigation will promptly report the results thereof and the Audit Committee's recommended response to the Company's Board of Directors. The Board of Directors will review the results of the Audit Committee's investigation and consider the Committee's recommended response and determine a final response to the anonymous report as soon as reasonably practicable upon receipt of the committee's report and recommended response. The Board of Directors may direct any appropriate senior executive officer of the Company to carry out the board's final response, including, but not limited to, administering any internal disciplinary action and making any appropriate regulatory disclosures required by law. You may call the toll free number again to provide additional information, or to inquire about status.

## Non-Retaliation Policy

While complaints and concerns regarding questionable accounting, auditing and other financial matters, as well as other suspected violations of the Code may be made on an anonymous basis, employees are encouraged to give their identity so that the Company can contact the employee in the event further information is needed to pursue an investigation. In any case, the identity of the employee making a report will be maintained in confidence in accordance with applicable legal requirements. The Company will not allow any form of harassment or retaliation to be made against any employee for any such reports made in good faith.

## Audit Committee Approval Date

10/26/2017

## BHLB Board of Directors Approval Date

10/26/2017