

Whistleblower Policy

Effective Date:	January 2005
Last Modified:	May 2014
Approved By:	QCRH Board Audit Committee
Date Approved:	May 2019
Next Review Date:	May 2020
Contact Person/Officer:	EVP– Director of Internal Audit, Tim Harding

Table of Contents

Purpose	1
Scope and Responsibilities	1
Policy and Practices	2
Regulatory Reference	3
Related Policies and Procedures	3
Renewal/Review	3
Modification History	3
Appendix (if applicable)	4

PURPOSE

As a publicly traded company, QCR Holdings, Inc. and its subsidiaries (the “Company”) are subject to corporate governance legislation within the Sarbanes-Oxley Act (the “Act”). The Act requires that the Company have a process in place for any employee to report actual or suspected corporate misconduct, with the ability to do so in an anonymous manner. The principle is that employees may be aware of these issues within their own department/business unit, but are reluctant to report them to their supervisor. This process is typically referred to as a “Whistleblower Policy”, and provides employees with alternative channels to register complaints. The law requires that each employee be informed of the Company’s policy and understand their obligation to report certain information if necessary.

SCOPE AND RESPONSIBILITIES

This policy applies to all employees, officers and directors of the Company. The Board of Directors (the “Board”) is responsible for the Company’s overall compliance with the Act. Several of these directors serve on the Board’s Audit Committee, which is responsible for implementing several of the Act’s requirements. This Audit Committee is made up entirely of independent, outside directors, meaning that they function separately from Company management. Ms. Marie Ziegler currently serves as the Chair of the Audit Committee. In addition, Executive Vice President Director of Internal Audit, Tim Harding is the person responsible for the

Company's Internal Audit program. Internal Audit is also an independent function that reports directly to the Board's Audit Committee.

The goal of this policy is to communicate to employees that they have the ability to provide information regarding misconduct directly to the Board's Audit Committee, or to the Executive Vice President Director of Internal Audit, and to do so without fear of reprisal, and in a confidential manner if they so choose. This policy does not replace nor override an employee's responsibility to report any issues to his/her supervisor. However, this reporting option is available if the misconduct involves the employee's supervisor, or the employee believes that for whatever reason, their supervisor is not the appropriate point of contact. In addition, an employee must know that he/she is not required to determine whether the conduct is appropriate. Rather they are simply giving an appropriate Company official a notification that something may not be right and needs further review.

POLICY AND PRACTICES

Below is a description of the procedures for this reporting:

What to report:

Corporate misconduct that should be reported includes false or inaccurate financial reporting, suspected fraud, accounting or auditing complaints. Examples of corporate misconduct may include the following:

1. You are aware of, or suspect, misstatements with regard to the financial reporting of the Company. This may include, but is not limited to, information reported in a quarterly call report, which is a financial report to banking regulators, or a SEC filing, such as a 10-K or 8-K filing.
2. You are aware of or suspect misapplication of bank funds, such as embezzlement.
3. You are aware of or suspect that improper payments are being made to a third party.
4. You are aware of or suspect that a company employee is receiving improper payments.
5. You are aware of or suspect that employees or management are disregarding internal controls.
6. You are aware of or suspect a violation of the Company's Code of Business Conduct and Ethics Policy or Anti-Bribery Policy.

How to report

You should complete the form entitled "QCR Holdings, Inc. Corporate Conduct Report", located at **Appendix A** at the end of this policy. In addition, the form and this policy are located under policies on the Company's Intranet website "Q News". Answer the questions on the form as completely as you can. You are not required to provide your name; however, if you do so, you may request that your identity be kept confidential, and your identity will be protected.

Where to submit the information

The form may be submitted directly to the Senior Vice President Director of Internal Audit, 3551, 7th Street, Suite 204, Moline, IL 61265.

To provide an alternative means of confidential reporting, you may mail the form to:

QCR Holdings, Inc.
Executive Vice President, Director of Internal Audit
P.O. Box 1534
Moline, Illinois 61266-1534

Or

Marie Z. Ziegler, Board Audit Committee Chair
2252 Saint Andrews Circle
Bettendorf, IA
52722

Any questions regarding this policy or any whistleblower procedures may be directed to the Executive Vice President Director of Internal Audit or the Board Audit Committee Chair.

REGULATORY REFERENCE

Sarbanes-Oxley Act

RELATED POLICIES AND PROCEDURES

Code of Business Conduct and Ethics Policy
Anti-Bribery Policy

RENEWAL/REVIEW

The Board's Audit Committee should review and approve this policy annually.

TRAINING

Employees will be trained annually along with the Code of Conduct and Ethics Policy and the Anti-Bribery Policy.

Modification History

Date:	Details:
11/02/04	Edited and placed into new format, which included adding regulatory reference, renewal/review, and training sections. Added verbiage of keeping identity protected. Attached the reporting form to the policy as Appendix A.
10/07/06	Updated titles.
7/3/07	Minor punctuation and text changes.
9/8/08	Updated QCRH logo.
5/2/14	Updated for Committee Chair change
5/14/18	Updated for title change



Whistleblower Policy
Appendix A – Corporate Conduct Report

Describe the suspected misconduct you are reporting as completely as possible. (Note: types of reportable misconduct are described in the Company’s Whistleblower Policy). If possible, provide the name(s) of any Company employee(s) that you suspect may be responsible for, or aware of this misconduct. Please use additional space and provide attachments if necessary. If you are reporting suspected accounting irregularities, please describe the reporting periods that may be involved.

What business unit/department is affected?

Have you previously attempted to report this conduct to any Company official? If so, who and when?

You are not required to provide your name. If you wish to provide your name, please tell us if it is acceptable to contact you and describe how we should do that to ensure your confidentiality.