



JAMES RIVER GROUP HOLDINGS, INC.

WHISTLEBLOWER POLICY

All Company Personnel of James River Group Holdings, Inc. or its subsidiaries (the “Company”) may submit a good faith complaint regarding Potential Violations to the Company without fear of dismissal or retaliation of any kind. In order to facilitate the reporting of Potential Violations, the Audit Committee of the Board of Directors of the Company (the “Audit Committee”) has established the following procedures for (i) the receipt, retention, and treatment of complaints and (ii) the confidential, anonymous submission of concerns regarding Potential Violations. The purpose of this Policy is to ensure that all reports of Potential Violations are documented and thoroughly investigated in a timely manner.

1. Scope. This Policy applies to all employees of the Company, as well as all contractors and temporary employees (collectively, “Company Personnel”) and, as appropriate, external agencies who act on behalf of the Company or its subsidiaries.
2. Matters Covered by These Procedures. These procedures apply to any actual or suspected violation of a law or regulation, the Company’s Code of Conduct or any Company policy or procedure, or any applicable ethical standard (collectively, “Potential Violations”). Examples include, but are not limited to:
 - Complaints relating to accounting and financial reporting matters including, without limitation, the following types of conduct:
 - fraud, deliberate error, or gross negligence or recklessness in the preparation, evaluation, review, or audit of any financial statement of the Company;
 - fraud, deliberate error, or gross negligence or recklessness in the recording and maintaining of financial records of the Company;
 - deficiencies in, or noncompliance with, the Company’s internal accounting controls;
 - misrepresentations or false statements to management, regulators, the outside auditors, or others by a senior officer, accountant, or other employee regarding a matter contained in the financial records, financial reports, or audit reports of the Company; and
 - deviation from full and fair reporting of the Company’s results or financial condition.
 - Complaints relating to compliance matters, including, without limitation, the following types of conduct:
 - inappropriate activities related to the Company’s operations; and
 - any violation of the Company’s policies and procedures.

3. Responsibility. The Audit Committee is responsible for oversight of this Policy and all aspects of the Company's whistleblower investigations process. The Chief Legal Officer is responsible for administering this Policy. The Chief Legal Officer may also designate additional individuals to assist them in carrying out the duties of the Chief Legal Officer.
4. Receipt of Complaints. Company Personnel who become aware of a Potential Violation are not required, but are strongly encouraged to report the matter to the Company, including on a confidential or anonymous basis. They may report a Potential Violation to their supervisor, the Chief Legal Officer, by calling the designated Hotline at (855) 662-0131 or by accessing the following link: <https://www.whistleblowerservices.com/jrvr>. In addition, Potential Violations related to accounting matters may be reported to the Director of Internal Audit and Potential Violations related to employment matters may be reported to the Human Resources Department.

Supervisors and Company management who are notified of a Potential Violation must report the Potential Violation to the Chief Legal Officer for review per this Policy. This requirement helps ensure that concerns regarding potential misconduct are appropriately escalated and addressed.

5. Treatment of Complaints. Upon receipt of a complaint regarding a Potential Violation, the Chief Legal Officer or their designee will (i) review the report to determine the nature of the complaint and (ii) when possible, acknowledge receipt of the complaint to the sender. The Chief Legal Officer will determine if there is sufficient cause to initiate an investigation (i.e., does the alleged conduct violate the Company's Code of Conduct or any Company policy or procedure, law, regulation, or applicable ethical standard) and, if so, will appoint one or more internal or external investigators to promptly and fully investigate each viable claim. Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review.

Complaints involving the following issues or concerns must be immediately brought to the attention of the Audit Committee: (i) the Company's financial statements or other required SEC disclosures; (ii) accounting, internal, or disclosure controls; (iii) accounting matters; (iv) auditing matters or questions; or (v) potential misconduct by the Company's Board members, any directors or officers under Section 16 of the Securities Exchange Act of 1934, or employees required to sign sub-certifications in connection with the Company's financial statements. The Audit Committee may determine that the review of these issues or concerns must be conducted under Audit Committee direction and with oversight by the Chair of the Audit Committee, or such other persons as the Audit Committee determines appropriate.

If the investigation confirms that a violation has occurred, the Company will promptly take appropriate corrective action with respect to the persons involved, including training, coaching, or discipline up to and including termination and, in appropriate circumstances, referral to governmental authorities. The Company will also take appropriate steps to correct and remedy any violation through appropriate training or other actions.

6. Reporting and Retention of Complaints and Investigations. The Company takes comments and concerns by Company Personnel very seriously, and all Potential Violations will be properly investigated. The Chief Legal Officer will maintain a log of all complaints, tracking their receipt, investigation, and resolution. Copies of complaints and such log will be maintained for a period no less than seven (7) years from the date of receipt.

The Internal Audit Director and the Chief Legal Officer or their designees shall prepare a periodic report for the Audit Committee on a regular basis of the status of any investigations of matters that may impact the Company's financial statements or public company reporting and will provide the Audit Committee any additional information regarding investigations at the discretion of the Audit Committee.

7. Whistleblower Protections and Prohibition on Retaliation. The Company is committed to complying with all applicable laws and regulations to protect Company Personnel against unlawful discrimination or retaliation in connection with their reporting of, or participation in, investigations involving Potential Violations. If any Company Personnel believes that they have been subjected to any form of retaliation, including but not limited to harassment, threat, demotion, discharge, or discrimination by the Company or any of its agents for good faith reporting of a complaint or participating in an investigation, we strongly encourage them to notify the Chief Legal Officer or the Human Resource Department so that the Company may take appropriate corrective action. Company Personnel may also report retaliation via any of the channels described in this Policy.

Any employee, manager, or supervisor who engages in retaliation will be subject to disciplinary action up to and including termination of employment.

Additionally, under applicable laws, employees are entitled to report possible violations of the law directly to the government without first notifying the Company, and nothing in this Policy or any other Company policy restricts employees from exercising their rights under these applicable whistleblower laws.

8. Compliance. Company Personnel in violation of this or any Company policy, procedure, or the Code of Conduct, as well as applicable laws and regulations, may be subject to disciplinary action up to and including termination of employment.
9. Legally Protected Communications and Activities Not Impacted by This Policy. Nothing in this Policy or any Company policy shall prohibit or restrict an employee from, without prior notice to the Company:
- Voluntarily communicating with an attorney retained by the employee;
 - Voluntarily communicating with or testifying before any law enforcement or government agency, any state or local commission on human rights, or any self-regulatory organization, or otherwise initiating, assisting with, or participating in any manner in an investigation conducted by such government agency or organization, in each case, regarding possible violations of law;
 - Seeking and obtaining payment or an award from the SEC (and not from the Company), pursuant to Section 21F of the Securities Exchange Act of 1934, as amended, or obtaining any other "whistleblower" award;
 - Disclosing any information (including, without limitation, confidential information of the Company) to a court or other administrative or legislative body in response to a subpoena, court order, or written request;
 - Provided that, with respect to any subpoena, court order, or written request from a non-governmental entity, the employee first promptly notifies (to the extent legally permissible) the Company and uses commercially reasonable

efforts to cooperate with any effort by the Company to seek to challenge the subpoena, court order, or written request on behalf of any non-governmental person or entity or obtain a protective order limiting its disclosure, or other appropriate remedy; or

- Disclosing the underlying facts or circumstances relating to claims of discrimination, in violation of laws prohibiting discrimination, against the Company or making truthful statements or disclosures related to unlawful discrimination, harassment, or retaliation, or otherwise discussing or disclosing information about unlawful acts in the workplace, such as harassment or discrimination or any other conduct that the employee has reason to believe is unlawful.

Additionally, nothing in this Policy or any other Company policy restricts or limits an employee from enforcing the employee's rights under Section 7 of the National Labor Relations Act, participating in activity protected under Section 7 of the National Labor Relations Act (including the right to communicate with former coworkers or third parties about terms and conditions of employment or labor disputes), or cooperating through investigation, testimony, or otherwise with the National Labor Relations Board.