

**Frost Bank**

**2026 Resolution Plan**

**Public Section**

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Resolution Plan  
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## **Forward-Looking Statements and Factors that Could Affect Future Results**

Certain statements contained in this Public Section of Frost Bank’s 2026 Resolution Plan that are not statements of historical fact constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 (the “Act”), notwithstanding that such statements are not specifically identified as such. In addition, certain statements may be contained in Cullen/Frost Bankers, Inc.’s (“Cullen/Frost”) future filings with the Securities and Exchange Commission (“SEC”), in press releases, and in oral and written statements made by Cullen/Frost or with Cullen/Frost’s approval that are not statements of historical fact and constitute forward-looking statements within the meaning of the Act. Examples of forward-looking statements include, but are not limited to: (i) projections of revenues, expenses, income or loss, earnings or loss per share, the payment or nonpayment of dividends, capital structure and other financial items; (ii) statements of plans, objectives and expectations of Cullen/Frost and Frost Bank as well as their respective managements or Boards of Directors, including those relating to products, services or operations; (iii) statements of future economic performance; and (iv) statements of assumptions underlying such statements. Words such as “believes,” “anticipates,” “expects,” “intends,” “targeted,” “continue,” “remain,” “will,” “should,” “may,” and other similar expressions are intended to identify forward-looking statements but are not the exclusive means of identifying such statements.

Forward-looking statements involve risks and uncertainties that may cause actual results to differ materially from those in such statements. A discussion of factors that could cause actual results to differ from those discussed in the forward-looking statements can be found in the section captioned “Forward-Looking Statements and Factors that Could Affect Future Results,” included in Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations, and in Item 1A. Risk Factors in Cullen/Frost’s Annual Report on Form 10-K for the year ended December 31, 2025 filed with the SEC on February 5, 2026.

Forward-looking statements speak only as of the date on which such statements are made. Cullen/Frost and Frost Bank do not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made, or to reflect the occurrence of unanticipated events.

### **Introduction**

Frost Bank is pleased to submit its first resolution plan under the resolution plan rule of the Federal Deposit Insurance Corporation (“FDIC”), which requires certain insured depository institutions (“CIDI”) to periodically submit a resolution plan (“Resolution Plan”) to help enable the FDIC, as receiver, to resolve Frost Bank if ever necessary to do so (the “CIDI Rule”). The CIDI Rule is codified at 12 CFR 360.10 and applies to insured depository institutions (“IDIs”) with total assets of \$50 billion or more.

The CIDI Rule divides CIDs into two groups based on total consolidated assets. CIDs with total assets between \$50 billion and \$100 billion (“Group B CIDs”), like Frost Bank, are required to periodically submit a full Resolution Plan containing all of the elements described in the CIDI Rule as applicable to Group B CIDs subject to waivers of certain requirements granted by the FDIC on April 18, 2025. Frost Bank’s Resolution Plan should be viewed in the context of a prescribed regulatory requirement and not as an expectation of the described scenarios or outcomes. Further, the Resolution Plan is not binding upon Cullen/Frost, Frost Bank, the FDIC, a bankruptcy court, or other resolution authority.

Information in this Public Section is provided as of September 30, 2025.

### **1. Summary Overview of Frost Bank’s Full Resolution Plan Submission**

Frost Bank is committed to robust and responsible resolution planning and is incorporating its resolution planning activities into its ongoing corporate governance structure and processes. Key stakeholders and senior management are involved in preparing and producing the Resolution Plan and related resolution capabilities.

The Resolution Plan includes information that supports the development of strategic options for resolution by the FDIC. The Resolution Plan helps ensure the FDIC has access to material information and analysis needed to resolve Frost Bank efficiently in the highly unlikely event of its failure.

Frost Bank believes that the Resolution Plan complies with the applicable requirements of the CIDI Rule and is credible. Frost Bank supports the information and analysis in the Resolution Plan with observable and verifiable capabilities and data and reasonable projections. Frost Bank has the capabilities to timely provide the FDIC with the information it would need to efficiently resolve Frost Bank if ever necessary to do so.

Frost Bank, the principal operating subsidiary and sole banking subsidiary of Cullen/Frost Bankers, Inc. (“Cullen/Frost”), is a Texas-chartered bank primarily engaged in the business of commercial and consumer banking through over 200 financial centers across Texas in the Austin, Dallas, Fort Worth, Gulf Coast, Houston, Permian Basin, and San Antonio regions. As of

September 30, 2025, Frost Bank had consolidated total assets of \$52.6 billion and total deposits of \$42.9 billion and was one of the largest commercial banks headquartered in the State of Texas. Frost Bank represents nearly all of the consolidated total assets of Cullen/Frost.

As required by the CIDI Rule, the remainder of this Public Section provides a summary overview of the CIDI Plan and covers:

- The names of material entities (“MEs”)
- A description of core business lines (“CBLs”)
- Consolidated financial information regarding assets, liabilities, capital and major funding sources
- A description of derivative and hedging activities
- A list of payment, clearing, and settlement (“PCS”) service providers
- A description of foreign operations
- The identities of material supervisory authorities
- The identities of principal officers
- A description of the corporate governance structure and processes related to resolution planning
- A description of material management information systems

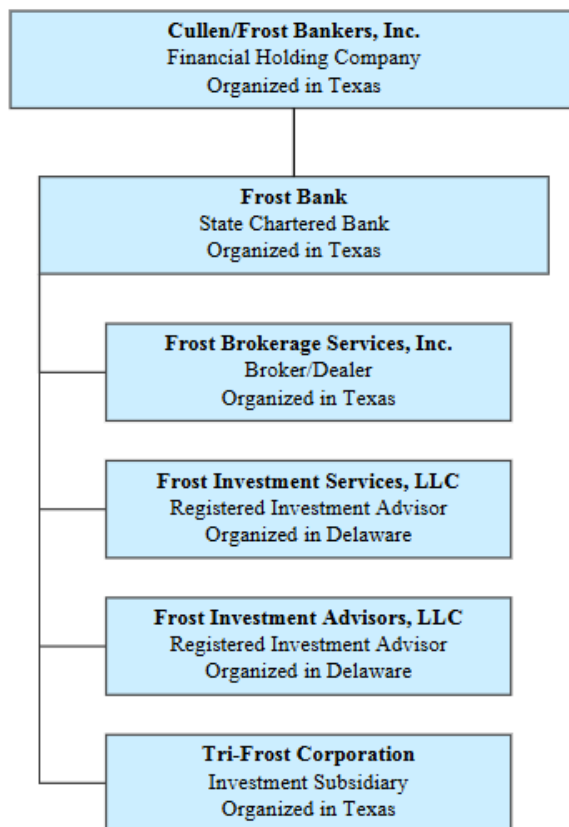
## 2. Material Entities

The CIDI Rule defines an ME as a company, domestic branch, or foreign branch that is significant to the activities of a “critical service”, as that term is defined in the CIDI Rule, or CBL of the CIDI, including all IDIs that are subsidiaries or affiliates of the CIDI. The CIDI Rule defines critical services as services and operations, including shared and outsourced services, which are necessary to continue the day-to-day operations of the CIDI. Frost Bank has identified five MEs utilizing a repeatable methodology based on both quantitative and qualitative screening criteria.

- *Frost Bank*. Frost Bank, the principal operating subsidiary and sole banking subsidiary of Cullen/Frost. As of September 30, 2025, Frost Bank’s total consolidated assets accounted for nearly all of Cullen/Frost Bankers, Inc. total consolidated assets.
- *Frost Brokerage Services, Inc.* Frost Brokerage Services, Inc. (“Frost Brokerage Services” or “FBS”) is a registered broker-dealer and a wholly owned subsidiary of Frost Bank that provides brokerage services and performs other transactions or operations related to the sale and purchase of securities of all types. FBS is registered as a fully disclosed introducing broker-dealer under the Securities Exchange Act of 1934 and, as such, does not hold any customer accounts.
- *Frost Investment Services, LLC*. Frost Investment Services, LLC (“Frost Investment Services” or “FIS”) is a registered investment advisor and a wholly owned subsidiary of Frost Bank that provides investment management services to individuals primarily across Frost Bank’s Texas geographic area.
- *Frost Investment Advisors, LLC*. Frost Investment Advisors, LLC (“Frost Investment Advisors”) is a registered investment advisor and a wholly owned subsidiary of Frost Bank that provides investment management services to Frost-managed mutual funds, institutions and individuals.
- *Tri-Frost Corporation*. Tri-Frost Corporation (“Tri-Frost”) is a wholly owned subsidiary of Frost Bank that primarily holds securities and receives cash flows related to principal and interest on the securities until the securities mature.

Figure 2.-1 below presents a simplified organizational chart showing only the MEs and the parent company, Cullen/Frost.

**Figure 2.-1 Simplified Organizational Chart as of September 30, 2025**



### 3. Core Business Lines

The CIDI Rule defines CBLs as business lines, including associated operations, services, funds, and support, that, upon failure, would result in a material loss of revenue, profit, or franchise value to the CIDI. Frost Bank has identified two CBLs utilizing a repeatable methodology based on business activity identification as well as quantitative and qualitative screening criteria.

- *Banking.* The Banking CBL includes both commercial and consumer banking services and Frost Insurance Agency, Inc. (“FIA”). Commercial banking services are provided to corporations and other business customers and include a wide array of deposit, lending and cash management products. Consumer banking services include direct lending and depository services. FIA provides insurance brokerage services to individuals and businesses covering corporate and personal property and casualty products, as well as group health and life insurance products.
- *Frost Wealth Advisors.* The Frost Wealth Advisors (“FWA”) CBL is Frost Bank’s wealth management division. FWA provides comprehensive financial planning, investment management, and advisory services to individuals, families, businesses, and institutions. FWA offers a suite of fee-based services that include trust services, securities brokerage, investment management, personal wealth management, retirement planning, estate planning, and financial planning, among other services.

### 4. Consolidated Financial Information Regarding Assets, Liabilities, Capital, and Major Funding Sources

*Assets and Liabilities.* Figure 4.-1 presents Frost Bank’s condensed consolidated balance sheet as of September 30, 2025. The condensed consolidated balance sheet was prepared in accordance with generally accepted accounting principles. (“GAAP”).

**Figure 4.-1 Frost Bank Condensed Consolidated Balance Sheet (in Thousands)**

	September 30, 2025
<b>Assets:</b>	
Cash and cash equivalents	\$ 7,956,696
Investment securities	20,431,694
Loans, net of unearned discounts and allowance for credit losses	21,165,565
Goodwill and intangible assets	693,764
Other assets	2,350,869
Total assets	<u>\$ 52,598,588</u>
<b>Liabilities:</b>	
Deposits	\$ 42,943,439
Repurchase agreements, federal funds purchased, and other borrowed funds	4,595,524
Other liabilities	653,999
Total liabilities	48,192,962
<b>Shareholder’s equity:</b>	4,405,626
Total liabilities and shareholder’s equity	<u>\$ 52,598,588</u>

*Capital.* Frost Bank is required to comply with the BASEL III capital adequacy standards adopted by the federal banking agencies. These standards, as well as additional prompt corrective action regulations included in the Federal Deposit Insurance Corporation Improvement Act of 1991 (“FDICIA”), involve quantitative measures of assets, liabilities, and certain off-balance-sheet items calculated under regulatory accounting practices. Capital amounts and classifications are also subject to qualitative judgments by regulators about components, risk weighting and other factors. Failure to meet minimum capital requirements can result in certain mandatory, and possible additional discretionary, actions by regulators, including restrictions on capital distributions and redemptions. Frost Bank’s regulatory capital ratios as of September 30, 2025 are presented in Figure 4.-2 below. Minimum capital required under BASEL III includes the capital conservation buffer. Capital levels required to be considered “well capitalized” are based upon prompt corrective action regulations defined in FDICIA.

**Figure 4.-2 Regulatory Capital Ratios as of September 30, 2025**

	Actual Capital Amount	BASEL III Minimum Capital Required	Required to be Considered “Well Capitalized”
CET1 to risk-weighted assets	14.35 %	7.00 %	6.50 %
Tier 1 capital to risk-weighted assets	14.35 %	8.50	8.00 %
Total capital to risk-weighted assets	15.36 %	10.50	10.00 %
Leverage ratio (Tier 1 capital to adjusted average assets)	8.84 %	4.00	5.00 %

As of September 30, 2025, Frost Bank’s capital levels exceeded all capital adequacy requirements under the Basel III capital rules. Based on the ratios presented above, Frost Bank’s capital levels as of September 30, 2025 exceeded the minimum levels necessary to be considered “well capitalized” under prompt corrective action regulations.

Frost Bank manages capital on a consolidated basis, with all MEs included in its capital planning processes. Capital levels, capital planning, and capital projections are reviewed at least quarterly to ensure that a sufficient level of capital exists to fully support current and future operational needs.

*Major Funding Sources.* Frost Bank’s funding is predominantly provided by customer deposits. As of September 30, 2025, deposits totaled \$42.9 billion, or approximately 89.1% of total liabilities. Nonetheless, Frost Bank also has access to various other funding sources and other liabilities including repurchase agreements, Federal Home Loan Bank (“FHLB”) advances, the Federal Reserve discount window, federal funds purchased, and other short-term and long-term borrowings. These funding sources offer a wide range of term structures to meet immediate, short-term, and long-term liquidity needs arising from deposit maturities and withdrawals, loan funding, pledging needs, wholesale transactions, regulatory requirements, and other cash needs. Frost Bank also has significant balances held at the Federal Reserve and unpledged securities.

Frost Bank’s Asset/Liability Management (“ALM”) Policy establishes the framework within which liquidity risk is monitored and managed. Frost Bank’s liquidity management is performed on a consolidated basis and liquidity is not allocated by business lines or entity. Liquidity and funding needs for MEs are captured in the liquidity monitoring performed by Frost Bank. Frost Bank has identified alternative sources of funding to strengthen its capacity to withstand a variety of severe institution specific and market wide liquidity shocks. Frost Bank has documented contingency funding procedures that establish roles and responsibilities, identify key plan elements, address stress testing requirements, and establish communication and documentation requirements.

## **5. Description of Derivative and Hedging Activities**

### *Derivatives and Hedging Activities*

Frost Bank utilizes various derivative financial instruments, including (i) interest rate derivatives, (ii) commodity derivatives, and (iii) foreign currency derivatives. How Frost Bank uses each of these derivative financial instruments is described below.

*Interest Rate Derivatives.* Frost Bank utilizes interest rate swaps, caps and floors to mitigate exposure to interest rate risk and to accommodate the needs of its customers. From time to time, Frost Bank has entered into interest rate derivative contracts, and designated such contracts as hedging instruments, to hedge the risk of changes in the fair values of or cash flows related to certain commercial loans and leases due to changes in interest rates. Frost Bank did not have any interest rate derivatives designated as hedging instruments as of September 30, 2025.

Frost Bank also enters into certain interest rate derivative contracts that are not designated as hedging instruments to accommodate the needs of its customers. These derivative contracts relate to transactions in which Frost Bank enters into an interest rate swap, cap, or floor with a customer while at the same time entering into an offsetting interest rate swap, cap, or floor with a third-party financial institution. As a result, Frost Bank acts as an intermediary for its customers and effectively maintains a net neutral position as changes in the fair value of the underlying derivative contracts largely offset each other and do not significantly impact Frost Bank’s results of operations.

*Commodity Derivatives.* Frost Bank enters into certain oil and natural gas commodity derivative contracts that are not designated as hedging instruments to accommodate the business needs of its customers. Upon the origination of a commodity derivative contract with a customer, Frost Bank simultaneously enters into an offsetting contract with a third-party financial institution to mitigate its exposure to fluctuations in commodity prices. As a result, Frost Bank acts as an intermediary for its customers and effectively maintains a net neutral position as changes in the fair value of the underlying derivative contracts largely offset each other and do not significantly impact Frost Bank’s results of operations.

*Foreign Currency Derivatives.* Frost Bank enters into foreign currency derivative contracts that are not designated as hedging instruments to accommodate the business needs of its customers and to mitigate its exposure to foreign currency. Upon the origination of a foreign currency derivative contract with a customer, Frost Bank simultaneously enters into an offsetting contract with a third-party financial institution to mitigate its exposure to fluctuations in foreign currency exchange rates. As a result, Frost Bank acts as an intermediary for its customers and effectively maintains a net neutral position as changes in the fair value of the underlying derivative contracts largely offset each other and do not significantly impact Frost Bank’s results of operations. Frost Bank also uses foreign currency derivative contracts that are not designated as hedging instruments to mitigate the effects of fluctuations in foreign currency exchange rates on foreign currency holding and certain short-term, non-U.S. dollar denominated loans.

*Repurchase Agreements*

Frost Bank uses securities sold under repurchase agreements to facilitate the needs of its customers and to facilitate secured short-term funding needs. Securities pledged as collateral under repurchase agreements are maintained with Frost Bank’s safekeeping agent, the Federal Reserve Bank of Dallas.

**6. Payment, Clearing, and Settlement Service Providers**

Frost Bank maintains direct relationships with a diverse array of PCS service providers which are instrumental in delivering secure, efficient, and scalable cash transaction capabilities to support the needs of its customers and affiliates. A list of PCS service providers is shown in Figure 6.-1.

**Figure 6.-1 PCS Service Providers**

PCS Providers
Federal Reserve Bank of Dallas:
FedACH
FedNow
Check Services
FedWire
FedWire Securities
The Clearing House Payments Company L.L.C.
Viewpointe Archive Services, LLC
Visa, Inc.
PULSE Network LLC
SWIFT/Northern Trust Company
Barclays Bank PLC
JP Morgan Chase Bank, N.A.
Matrix Trust Company
National Finance Services, LLC
Citibank, N.A.
Bank of New York Mellon
Standard Chartered Bank
Bank of America, N.A.

**7. Foreign Operations**

Frost Bank does not have any operations that are based or located outside of the United States. There are no foreign subsidiaries, branches or offices located outside of the United States or any cross-boarder operations associated with the activities of any core business line. As a result, there are no foreign regulatory or supervisory authorities with oversight responsibilities related to any Frost Bank’s operations.

**8. Material Supervisory Authorities**

Frost Bank is a Texas-chartered bank subject to the regulation and supervision of, and to examination by, the Texas Department of Banking. Frost Bank has chosen to be a member of the Federal Reserve System and, as a result, the Federal Reserve is Frost Bank’s primary federal banking regulator. Frost Bank is insured by, and subject to regulation by, the FDIC and is subject to regulation, in certain respects, by the Consumer Financial Protection Bureau (“CFPB”).

Frost Bank has four regulated subsidiaries, three of which were identified as MEs. Frost Investment Advisors and FIS are subject to the disclosure and regulatory requirements of the Investment Advisors Act of 1940, as administered by the SEC. FBS is regulated by the SEC, the Financial Industry Regulatory Authority (“FINRA”) and state securities regulators. FIA is regulated by the Texas Department of Insurance, though it is not a designated ME.

## 9. Principal Officers

Figure 9.-1 presents the principal officers of Frost Bank.

**Figure 9.-1 Principal Officers of Frost Bank**

Name	Position Held
Phillip D. Green	Chairman of the Board, Chief Executive Officer
Daniel J. Geddes	Group Executive Vice President, Chief Financial Officer
Annette Alonzo	Group Executive Vice President, Chief Human Resources Officer
Robert A. Berman	Group Executive Vice President, Research and Strategy
Paul H. Bracher	President, Group Executive Vice President, Chief Banking Officer
Howard L. Kasanoff	Group Executive Vice President, Chief Credit Officer
Ericka L. Pullin	Group Executive Vice President, Culture and People Development
Coolidge E. Rhodes, Jr.	Group Executive Vice President, General Counsel and Corporate Secretary
Carol J. Severyn	Group Executive Vice President, Chief Risk Officer
Jimmy Stead	Group Executive Vice President, Chief Consumer Banking and Technology Officer
Kenny Wilson	Group Executive Vice President, Chief Wealth Officer

## 10. Corporate Governance Structure for Resolution Planning

Frost Bank has established a governance structure that provides a comprehensive process for decision-making, accountability, and oversight to provide a transparent and sustainable resolution planning process. Governance is conducted through Frost Bank’s Board of Directors, Risk Committee of the Board of Directors (“Risk Committee”), Resolution Planning Oversight Team (“RPOT”), Core Resolution Team (“CRT”), and various workstream leads. This governance structure helps ensure that key stakeholders within the organization are engaged throughout the process and provide input to relevant subject matter areas.

Frost Bank’s RPOT is responsible for overseeing Frost Bank’s resolution planning efforts. The RPOT is comprised of Frost Bank’s Chief Financial Officer (“CFO”), Chief Risk Officer and General Counsel. Though not part of the RPOT, other members of Frost Bank’s senior executive management including the Chief Human Resource Officer, the Chief Consumer Banking Officer, and the Chief Audit Executive also attend the RPOT meetings. The RPOT reviews and approves key decision points during the plan development, receives updates and provides feedback on key plan elements, and reviews the final plan prior to presenting to Frost Bank’s Risk Committee and Board of Directors.

The RPOT is supported by Frost Bank’s CRT. The CRT is a cross-functional group that coordinates resolution planning efforts across multiple project workstreams. The CRT manages plan development, tracks progress, and escalates issues to the RPOT, as needed. Group Executive Vice President and CFO Daniel J. Geddes is the senior management official responsible for the Resolution Plan development, maintenance, filing, and compliance with the CIDI Rule requirements. He, along with other members of the RPOT ensure that Frost Bank meets the CIDI Rule expectations and integrates resolution planning into Frost Bank’s corporate governance structure and processes. Frost Bank’s Board of Directors, following the recommendation from the Risk Committee, is responsible for approving the final Resolution Plan.

## 11. Material Management Information Systems

Frost Bank’s key management information systems (“MIS”) consist of systems and applications that are deemed material to support the critical services that are necessary to continue the day-to-day operations of Frost Bank during a resolution event. These systems and applications include those used for accounting; financial and regulatory reporting; asset management; deposit management; human resources; loans; or risk management, as well as those used to provide the information included in the Resolution Plan. Frost Bank maintains the capability to collect, maintain, and produce the information and other data underlying the Resolution Plan.

Frost Bank’s MIS is governed by policies and procedures that provide controls for managing MIS systems and applications.