

TRISTATE CAPITAL HOLDINGS, INC.

CODE OF BUSINESS CONDUCT AND ETHICS FOR PRINCIPAL EXECUTIVE AND SENIOR FINANCIAL OFFICERS

The Board of Directors (the “*Board*”) of TriState Capital Holdings, Inc. (“*TriState Holdings*”) has adopted the following Code of Business Conduct and Ethics for Principal Executive and Senior Financial Officers (this “*Code of Ethics*”), applicable to TriState Holdings’ chief executive officer, vice chairman, vice chairman/chief financial officer, chief principal accounting officer or controller (or persons performing similar functions) and such other persons who are designated by the Board or an appropriate committee thereof (together, “*Senior Officers*”), setting forth specific policies to guide you in the performance of your duties. TriState Holdings is committed to conducting its business in accordance with applicable laws, rules and regulations and the highest standards of business conduct, and to full and accurate financial disclosure in compliance with applicable law.

As a Senior Officer, in addition to complying with applicable law, you also have a responsibility to conduct yourself in an honest and ethical manner and must abide by TriState Holdings’ Code of Business Conduct and Ethics for Officers and Employees and other TriState Holdings’ policies and procedures that govern the conduct of our business. Your leadership responsibilities include creating a culture of high ethical standards and commitment to compliance, maintaining a work environment that encourages employees to raise concerns, and promptly addressing employee compliance concerns.

I. COMPLIANCE WITH LAWS, RULES AND REGULATIONS

You are required to comply with the laws, rules and regulations that govern the conduct of our business and to report any suspected violations in accordance with the section below entitled “Compliance with Code of Ethics.”

II. CONFLICTS OF INTEREST

A conflict of interest occurs when your private interests interfere in any way, or even appear to interfere, with the interests of TriState Holdings. A conflict situation can arise when you take actions or have interests that make it difficult for you to perform your work objectively and effectively. Your obligation to conduct TriState Holdings’ business in an honest and ethical manner includes the ethical handling of actual, apparent or potential conflicts of interest between personal and business relationships. You must always respect the confidentiality of TriState Holdings’ customer information and related rights of privacy, except when authorized or otherwise legally obligated to disclose such information. Before making any investment, accepting any position or benefits, participating in any transaction or business arrangement or otherwise acting in a manner that creates or appears to create a conflict of interest, you must make full disclosure of all facts and circumstances to the General Counsel, and obtain the prior written approval of the Audit Committee.

Further, you are required to comply with any regulatory restrictions, notice, approval, and/or recordkeeping requirements that are determined to apply to any transaction between you and TriState Holdings and any of its subsidiaries.

III. DISCLOSURES

It is corporate policy to provide public disclosure regarding TriState Holdings in a manner consistent with legal and regulatory requirements. It is the responsibility of each Senior Officer to promptly bring to the attention of the Board any material information of which he or she becomes aware that affects or could affect the disclosure made or contemplated by TriState Holdings in its public filings or other public communications.

Each Senior Officer engaged in the preparation and maintenance of TriState Holdings' financial records must endeavor to prepare and maintain financial records that are accurate and reliable and comply with generally accepted accounting principles. Each Senior Officer engaged in the production of disclosure in reports filed or submitted to the Securities and Exchange Commission, as well as any other public communications, must endeavor to produce reports, documents and communications that are full, fair, accurate and timely.

Each Senior Officer shall promptly bring to the attention of the Audit Committee and the General Counsel any information that he or she has concerning significant deficiencies in the design or operation of internal controls which could adversely affect TriState Holdings' ability to record, process, summarize and report financial data, or any fraud, whether or not material, that involves management or other employees who have a significant role in TriState Holdings' financial reporting, disclosures or internal controls over financial reporting. All Senior Officers shall ensure that books and records accurately and fairly reflect TriState Holdings' transactions. No Senior Officer shall knowingly misrepresent or cause others to misrepresent facts about TriState Holdings to others, whether within or outside TriState Holdings, including TriState Holdings' independent or internal auditors, governmental regulators and self-regulatory organizations or knowingly conceal a mistake in TriState Holdings' financial reports.

IV. COMPLIANCE WITH CODE OF ETHICS

As a Senior Officer, you are required to promote compliance by all other Senior Officers with this Code of Ethics, and to abide by TriState Holdings' standards, policies and procedures designed to promote compliance with this Code of Ethics.

If you know of or suspect a violation of applicable laws, rules or regulations, this Code of Ethics or other TriState Holdings' policies, you must immediately report that information to the General Counsel or any member of the Audit Committee, as appropriate. After reporting such information, TriState Holdings may conduct an investigation in which you may be asked to participate. TriState Holdings' policy prohibits retaliation against employees because of a good faith report of a suspected violation.

Violations of this Code of Ethics may result in disciplinary action, up to and including discharge. The Audit Committee shall determine, or shall designate appropriate persons to determine, appropriate action in response to violations of this Code of Ethics.

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Adopted by the Board of Directors 4/23/13

V. WAIVERS OF CODE OF ETHICS

If you would like to seek a waiver of this Code of Ethics, you must make full disclosure of your particular circumstances to the Chair of the Audit Committee and General Counsel. Amendments to and waivers of this Code of Ethics will be publicly disclosed as required by applicable law and regulations.

VI. NO RIGHTS CREATED

This Code of Ethics is a statement of certain fundamental principles, policies and procedures that govern TriState Holdings' Senior Officers in the conduct of TriState Holdings' business. It is not intended to and does not create any rights in any employee, customer/client, visitor, supplier, competitor, shareholder or any other person or entity.

This Code of Ethics was reviewed and approved on April 23, 2013.

ACKNOWLEDGMENT FORM

I have received and read the Code of Business Conduct and Ethics for Principal Executive and Senior Financial Officers, and I understand its contents. I agree to comply fully with the standards, policies and procedures contained in the Code of Ethics and TriState Holdings' related policies and procedures. I understand that I have an obligation to report to the General Counsel or any member of the Audit Committee of the Board of Directors, as appropriate, any suspected violations of the Code of Ethics that I am aware of. I acknowledge that the Code of Ethics is a statement of policies for business conduct and does not, in any way, constitute an employment contract or an assurance of continued employment.

Printed Name

Signature

Date