

FIRST FINANCIAL BANKSHARES, INC.
ANNUAL MEETING OF SHAREHOLDERS
April 28, 2020

RULES OF CONDUCT AND PROCEDURES

Welcome to the Annual Meeting of Shareholders (the “Annual Meeting”) of First Financial Bankshares, Inc. (the “Company”). It is our desire to conduct a fair and informative Annual Meeting. Kindly observe the following Rules of Conduct and Procedures.

1. Our Company’s Bylaws describe requirements for meetings of our shareholders and the Chairman of our Board of Directors (the “Chair”) will conduct the Annual Meeting consistent with those requirements. We will strictly follow the Agenda as we conduct the Annual Meeting. When an item on the Agenda is before the Annual Meeting for consideration, discussion should be confined to that item.
2. The only business to be conducted at the Annual Meeting are the matters set forth in the Notice of the 2020 Annual Meeting of Shareholders and Proxy Statement, dated March 2, 2020.
3. Because this is a meeting of our shareholders, only our shareholders are permitted to ask questions during the Annual Meeting. You need to have held shares as of the close of business on the record date of March 2, 2020 to vote or submit questions while participating in the Annual Meeting. Shareholders may vote until the polls close. The polls will open at the beginning of the Annual Meeting and close immediately after the presentation of the Agenda items.
4. If you have voted your shares prior to the start of the Annual Meeting, your vote has been received by the Company’s inspector of elections and there is no need to vote those shares during the Annual Meeting, unless you wish to revoke or change your vote.
5. If your shares are registered directly in your name with Continental Stock Transfer and Trust Company, our stock transfer agent, you are considered the shareholder of record with respect to those shares. Shareholders of record that wish to vote their shares at the Annual Meeting will need to send an e-mail while the polls are open during the Annual Meeting to AnnualMeeting@ffin.com with (1) their vote on each proposal presented at the Annual Meeting and (2) the name of the shareholder and control number on their proxy card previously delivered to such shareholder of record. Shareholders of record that would like to ask questions at the meeting will need to call 800-588-4924.
6. If your shares are held in a stock brokerage account or by a bank or other nominee, the nominee is considered the record holder of those shares and you are considered the beneficial owner of those shares (a “Beneficial Shareholder”). Beneficial Shareholders may vote or submit questions at www.virtualshareholdermeeting.com/FFIN2020 and should login by entering the control number found on your proxy card or voting instruction form that you have previously received. If a Beneficial Shareholder has a question about one of the matters in the Agenda to be voted on by the shareholders at the Annual Meeting, such question may be submitted in the field provided in the web portal at or before the time the matters are before the Annual Meeting for consideration.
7. Following adjournment of the formal business of the Annual Meeting, the Company’s management will give a presentation about the Company’s business. At the conclusion of this presentation, the Company will address appropriate general questions from shareholders regarding the Company. Such questions may be submitted in the same manner described above.
8. To allow us to answer questions from as many shareholders as possible, we will limit each shareholder to one question. It will help us if questions are succinct and cover only one topic per question. Questions from multiple shareholders on the same topic or that are otherwise related may be grouped, summarized and answered together.
9. Shareholder questions are welcome, but conducting the business set out in the Agenda for the

benefit of all shareholders will be paramount. The Company does not intend to address any questions that are, among other things:

- irrelevant to the business of the Company or to the business of the Annual Meeting;
- related to material non-public information of the Company;
- related to personal grievances;
- derogatory references to individuals or that are otherwise in bad taste;
- repetitious statements already made by another shareholder;
- in furtherance of the shareholder's personal or business interests;
- a matter of individual concern that is not a matter of interest to shareholders generally; or
- out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chair or Corporate Secretary in their reasonable judgment.

Additionally, the Chair will stop discussions relating to proposals that were not previously submitted properly under SEC Rule 14a-8 or in accordance with the Company's advance notice Bylaw provisions.

10. Nominations made during the meeting for membership on the Board of Directors will not be accepted unless the shareholder has previously notified the Secretary in writing of the intent to make the nomination (following all procedures set forth in the Company's Bylaws), and the person nominated has given written consent to such nomination and agreed to serve if elected.
11. In the event of technical malfunction or other significant problem that disrupts the Annual Meeting, the Chair may adjourn, recess, or expedite the Annual Meeting, or take such other action that the Chair determines is appropriate in light of the circumstances.
12. Recording of the Annual Meeting is prohibited. Twenty-four hours after the completion of the meeting, a webcast playback will be available at www.virtualshareholdermeeting.com/FFIN2020. A playback of the video stream will also be available www.ffin.com/live-events following the Annual Meeting.

If you have difficulty accessing the Annual Meeting at www.virtualshareholdermeeting.com/FFIN2020, please call 1-800-586-1548 (toll free) or 303-562-9288 (international). Technicians will be available to assist you.

Thank you for your cooperation and for joining the Company at the Annual Meeting.