

**FOCUS FINANCIAL PARTNERS INC.
CODE OF BUSINESS CONDUCT AND ETHICS**

1. Objective

This Code of Business Conduct and Ethics (this “*Code*”) applies to all Focus Financial Partners Inc. (“*Focus*”) directors, officers and employees, as well as to directors, principals, officers and employees of each subsidiary, including the partner firms of Focus. All such persons are referred to herein collectively as the “*Covered Persons*.”

Focus and its partner firms have maintained a reputation for conducting their business activities in the highest ethical and professional manner. Indeed, Focus’s reputation for integrity is one of its most important assets and has been instrumental in its business success. Each Covered Person—whatever his or her position—is responsible for continuing to uphold these high ethical and professional standards.

This Code covers a wide range of business activities, practices and procedures. It does not cover every issue that may arise in the course of Focus’s and its subsidiaries’, including the partner firms’, many business activities, but it sets out basic principles designed to guide all Covered Persons. All Covered Persons must conduct themselves in accordance with this Code, and seek to avoid even the appearance of improper behavior. This Code is a statement of policies for individual and business conduct and does not, in any way, constitute an employment contract or an assurance of continued employment.

Violations of the requirements of this Code will be subject to disciplinary action, to the extent permitted by applicable law. If you are involved in or aware of a situation which you believe may violate or lead to a violation of this Code or other Focus policies or the policies of your partner firm, if applicable, you should follow the reporting process described in Section 14 of this Code.

2. Compliance with Laws and Regulations

It is, of course, essential that Focus and its subsidiaries, including the partner firms, comply with the laws and regulations applicable to their respective business activities. Although you are not expected to know the details of these laws and regulations, it is important to know enough about them to determine when to seek advice from supervisors and Focus’s or, if applicable, your partner firm’s legal or compliance department. You must abide by applicable law in the country, state(s) and provinces where you are located. In some instances, there may be a conflict between the applicable laws of two or more countries, states, or provinces. If you encounter such a conflict, or if a local law conflicts with a policy set forth in this Code, you should consult with your supervisor or your respective legal or compliance department to determine the appropriate course of action.

To assist in this effort, Focus and its subsidiaries, including the partner firms, have provided Covered Persons with copies of the various policies and procedures which provide guidance for complying with these laws and regulations. In addition, Focus and its partner firms make available information and training sessions, to assist Covered Persons in achieving

compliance with the laws and regulations applicable to the activities of Focus and its partner firms, to the extent applicable.

In addition, as a public company, Focus is required to file periodic reports with the SEC. It is Focus's policy to make full, fair, accurate, timely and understandable disclosure in compliance with applicable rules and regulations in all periodic reports required to be filed by Focus.

3. Conflicts of Interest

Your obligation to conduct business in an honest and ethical manner includes the ethical handling of actual, apparent and potential conflicts of interest between personal and business relationships. A "*Conflict of Interest*" may arise under various circumstances. A Conflict of Interest arises when a person's private interest interferes, or even appears to interfere, in some way with the interests of Focus or your partner firm. A conflict situation can arise when a Covered Person or his or her immediate family members sharing the same household takes actions or has interests that may make it difficult to perform such Covered Person's work objectively and effectively. Conflicts of Interest arise when a Covered Person or members of his or her immediate family sharing the same household, receives improper personal benefits as a result of the Covered Person's position. Loans to, or guarantees of obligations of Covered Persons or his or her immediate family members sharing the same household, may create conflicts of interest.

Conflicts of interest may also arise when a Covered Person engages in outside activities with third parties. Prior to engaging in an outside activity with a third party, a Covered Person should confirm that such activity is in compliance with the policies of Focus or his or her respective partner firm, as applicable. Moreover, directors of Focus must notify Focus's General Counsel (the "*General Counsel*") in advance of accepting an invitation to serve on the board of directors or similar governing body of another public company (who will, in turn, review the proposed position with the Chairman of the Board and the Chairman of the Nominating and Governance Committee as required by Focus's Corporate Governance Guidelines).

Conflicts of Interest may not always be clear-cut and it is not possible to describe every situation in which a conflict of interest may arise. Therefore, if you have a question, you should consult your supervisor, or a member of your legal or compliance department, as applicable. Any Covered Person who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or a senior member of your legal or compliance department, as applicable.

4. Insider Trading

Covered Persons who have access to confidential information about Focus, its partner firms or its partner firms' clients or issuers in which a partner firm may invest client assets are not permitted to use or share that information for security trading purposes or for any other purpose except in the proper conduct of their business. All non-public information about Focus, its partner firms or its partner firms' clients or issuers should be considered "confidential information." To use material, non-public information for personal financial benefit or to "tip"

others who might make an investment decision on the basis of this information is not only unethical but also illegal. In this regard, Focus has adopted a Preclearance and Insider Trading Policy. If you have any questions regarding the use of confidential information or your obligations under the Preclearance and Insider Trading Policy, please consult a senior member of your legal or compliance department.

5. Corporate Opportunities

Except as provided in Focus's Amended and Restated Certificate of Incorporation (as amended, supplemented or restated from time to time, the "*Charter*"), Covered Persons are prohibited from taking for themselves personal opportunities that are discovered through the use of Focus's corporate property, information or position without the consent of the Board of Directors of Focus (the "*Board*") or, in some cases, the General Counsel. Except as provided in the Charter, no Covered Person may use Focus's corporate property, information, or position for improper personal gain, and no Covered Person may compete with Focus or its subsidiaries, including such Covered Person's partner firm, if applicable. Except as provided in the Charter, Covered Persons owe a duty to Focus and its subsidiaries, including such Covered Person's partner firm, if applicable, to advance its legitimate interests when the opportunity to do so arises.

6. Competition and Fair Dealing

We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior client service and performance, never through unethical or illegal business practices. Misappropriating proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. We should each endeavor to respect the rights of and deal fairly with clients, vendors and competitors. No one in the course of conducting business should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

7. Entertainment and Gifts

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with clients or vendors. No gift or entertainment should ever be offered, given, provided or accepted by any Covered Person or members of their immediate family members sharing the same household unless it: (i) is not a cash gift; (ii) is consistent with customary business practices; (iii) is not excessive in value; (iv) cannot be construed as a bribe or payoff; (v) is given or accepted without obligation; (vi) is not intended to induce or reward improper performance of a function or activity or to obtain or retain business or an advantage in the conduct of business; and (vii) does not violate applicable laws or regulations, including those applicable to persons associated with public or private pension plans, and those regulated by any financial services authority, such as brokers or registered representatives regulated by the Financial Industry Regulatory Authority. Please discuss with your supervisor or a senior member of your legal or compliance department any gift or entertainment which you are not certain is appropriate.

What is acceptable in the commercial business environment may be entirely unacceptable in dealings with the public sector in the United States, Australia, Canada, the United Kingdom and other countries. There are strict laws that govern providing gifts and entertainment, including meals, transportation and lodging, to public officials. You are prohibited from providing gifts or anything of value to public officials or their employees or members of their families in connection with your business for the purpose of obtaining or retaining business or a business advantage.

8. Discrimination and Harassment

The diversity of our employees is a tremendous asset. Focus is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. In particular, it is Focus's policy to comply with the law by affording equal opportunity to all qualified applicants and existing employees without regard to race, religion, color, national origin, sex (including pregnancy and gender identity), sexual orientation, age, ancestry, physical or mental disability, marital status, political affiliation, citizenship status, genetic information, or protected veteran status or any other basis that would be in violation of any applicable ordinance or law. All personnel actions, including but not limited to recruitment, selection, hiring, training, transfer, promotion, termination, compensation, and benefits conform to this policy. In addition, Focus will not tolerate harassment, bias or other inappropriate conduct on the basis of race, color, religion, national origin, sex (including pregnancy and gender identity), sexual orientation, disability, age, ancestry, physical or mental disability, marital status, political affiliation, citizenship status, genetic information, or status as a Vietnam-era veteran or any other basis by a manager, supervisor, employee, customer, vendor or visitor that would be in violation of any applicable ordinance or law.

9. Recordkeeping

Focus requires honest and accurate recording and reporting of information in order to conduct its business and to make responsible business decisions. In addition, since Focus is a public company, it is subject to certain regulations regarding maintenance and retention of books and records. Please refer to Focus's or your partner firm's record retention policy.

Generally, all of Focus's and its partner firms' books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect all transactions and must conform both to applicable legal requirements and to Focus's system of internal controls.

Many Covered Persons regularly use business expense accounts, which must be documented and recorded accurately. If you are not sure whether a certain expense is proper, ask your supervisor or respective Finance Department. Please refer to your partner firm's travel and expense reimbursement policy, as applicable.

Business records and communications often become public, and Covered Persons should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos, and formal reports. Records should always be retained or destroyed according to applicable record

retention policies. Finally, in the event of litigation or governmental investigations, please consult your legal or compliance department, as applicable, and a member of Focus's Legal Department regarding any specific record-keeping requirements or obligations.

10. Confidentiality

Generally, Covered Persons must maintain the confidentiality of confidential information entrusted to them by Focus or its partner firms, as applicable, or its clients, except when disclosure is authorized by Focus's Legal Department, required by laws or regulations or permitted by any nomination agreements between Focus and any significant shareholders that may be in effect from time to time. Confidential information includes all non-public information that might be of use to competitors, or harmful to Focus or its clients, if disclosed. It also includes information that clients and other parties have entrusted to us. The obligation to preserve confidential information continues even after employment ends. Any questions regarding this policy or other issues relating to confidential information should be directed to a member of Focus's Legal Department.

11. Protection and Proper Use of Focus Assets

You should endeavor to protect Focus's and its partner firms' assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on Focus's and its partner firms' profitability. Any suspected incident of fraud or theft must immediately be reported to Focus's Legal Department for investigation, and Covered Persons are strongly encouraged to report the incident to their supervisors, if applicable. Focus's and its partner firms' technology, equipment or other resources should not be used for non-business related purposes, though incidental personal use may be permitted.

Your obligation to protect Focus's and its partner firms' assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, systems, software programs, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate this policy, and it could also be illegal and result in civil and/or criminal penalties.

12. Bribery and Corruption

Covered Persons are prohibited from offering or giving anything of value, directly or indirectly to:

- (a) public officials – if the intention is to influence the official and obtain business or an advantage in the course of business conduct; or
- (b) persons in the private sector – if the purpose is to induce such persons to perform (or reward them for performing) a relevant function or activity improperly.

It is strictly prohibited to make illegal payments to public officials of any country for the purpose of obtaining or retaining business or an advantage in the course of business conduct.

Charitable contributions can give rise to breaches of anti-bribery laws. Additionally, many laws govern the limitations and/or prohibitions on contributions to political candidates and parties, as well as the employment of former governmental personnel.

13. Waivers of the Code of Business Conduct and Ethics

Focus will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver. Any waiver of this Code for executive officers or directors may be made only by the Board or a committee thereof and will be promptly disclosed as required by law or NASDAQ listing requirements.

14. Reporting Any Illegal or Unethical Behavior

Covered Persons must immediately report illegal or unethical behavior to the General Counsel. In addition, Covered Persons may utilize the Employee Complaint Hotline. The Focus hotline toll-free number is 844-399-5153. Covered Persons may also make a report of illegal, unethical or inappropriate business practices or conduct or violations of compliance policies pursuant to the following link <http://www.openboard.info/FOCS/>. Covered Persons are encouraged to provide their names as this information may make it easier for Focus to investigate a concern and to provide the employee with protection against retaliation. Separate anonymous reporting procedures are available for Covered Persons working outside of the United States.

Reports will be treated confidentially to the extent reasonably possible.

Focus and its partner firms will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any employee in the terms and conditions of employment because of a report of misconduct by others made in good faith. Employees are expected to cooperate in internal investigations of misconduct.

The General Counsel will report material violations of this Code or the policies and procedures referenced herein to the Board (or a committee thereof) and, if applicable, to Focus's Chief Executive Officer.

Adopted: July 25, 2018