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Independent Bank Group, Inc.

Extract: Bylaws Amended/Restated (Plain English Desc) from a [8-K](#) on 05/22/2023

[SEC Document](#)

[SEC Filing](#)

In addition, in connection with the shareholder approval of the Charter Amendment, the Board approved the Sixth Amended and Restated Bylaws of the Company (the "Amended Bylaws"), which became effective upon the filing and effectiveness of the Charter Amendment on May 22, 2023, in order to, among other things:

- Make conforming changes to reflect the phasing out of the classified structure of the Board;
- Reflect the universal proxy rules promulgated by the U.S. Securities and Exchange Commission, including requiring a shareholder that provides notice of its intent to nominate an individual to the Board pursuant to those rules to comply with all requirements of those rules;
- Enhance and clarify the procedural mechanics and disclosure requirements in connection with a shareholder's ability to request a special meeting of shareholders;
- Allow for the Company to appoint a single inspector of election at shareholder meetings; and
- Make certain other technical, conforming or clarifying changes.