

ON DECK CAPITAL, INC.

**POLICIES AND PROCEDURES FOR
COMMUNICATIONS WITH THE BOARD OF DIRECTORS**

(Adopted October 29, 2014, as amended through August 3, 2018)

The Board of Directors (the “**Board**”) of On Deck Capital, Inc. (the “**Company**”) believes that stockholders and other interested parties should have an opportunity to communicate directly with the Board as a group or with individual directors, including the Lead Independent Director or Chairman of the Board.

In cases where stockholders and other interested parties wish to communicate directly with any such parties, messages can be sent to our Chief Legal Officer at On Deck Capital, Inc., 1400 Broadway, 25th Floor, New York, New York 10018, Attn: Chief Legal Officer, or via email to secretary@ondeck.com. The Chief Legal Officer shall review all incoming communications (except for mass mailings, service complaints or inquiries, job inquiries, business solicitations and patently offensive or otherwise inappropriate material) and, if appropriate, route such communications to the appropriate member(s) of the Board, the Lead Independent Director or, if none is specified, to the Chairman of the Board.

Our Chief Legal Officer may decide in the exercise of his or her judgment whether a response to any communication is necessary and shall provide a report to the Corporate Governance and Nominating Committee on a quarterly basis of any communications received for which the Chief Legal Officer has either responded or determined no response is necessary. The Company shall provide on its website instructions for shareholders or other interested parties to communicate with the Board as described under this policy.

This procedure for communications with the non-management directors is administered by the Company’s Corporate Governance and Nominating Committee. This procedure does not apply to (a) communications to non-management directors from officers or directors of the Company who are stockholders, or (b) stockholder proposals submitted pursuant to Rule 14a-8 under the Securities and Exchange Act of 1934, as amended.

Please note: Requests for investor relations materials should be made to On Deck Capital, Inc., 1400 Broadway, 25th Floor, New York, New York 10018, Attn: Investor Relations.