

stellar BANCORP, INC.

Whistleblower Policy

As Amended November 21, 2024

The purpose of the Stellar Bancorp, Inc. (“Stellar”) Whistleblower Policy is to establish guidelines for the submission of complaints or concerns regarding financial statement disclosures, accounting, internal accounting controls, auditing matters, compliance with applicable laws, rules and regulations or violations of the Stellar Code of Business Conduct and Ethics. This policy applies to every member of the Board of Directors, every officer and every employee of Stellar and Stellar Bank (“Bank”) and their subsidiaries (collectively referred to as the “Company”). When the terms “Board of Directors,” “directors,” “officers” and “employees” are used in this policy, they refer to the Board of Directors, executive officers, officers and employees, respectively, of the Company.

Avoiding illegal business conduct and abiding by laws and regulations is a priority for the Company and the Company is committed to the highest standards of ethical and professional conduct. Directors, officers and employees are encouraged to report their concerns about possible violations, including, but not limited to securities law violations, through reporting mechanisms, as identified in the procedures section below.

A. Scope of Matters Covered by This Policy

This policy relates to concerns and complaints relating to compliance with laws and regulations, accounting, internal accounting controls, or auditing matters, including without limitation, the following:

- Fraud or error in the preparation, evaluation, review or audit of any financial statement of the Company;
- Fraud or error in the recordkeeping and maintaining of financial records of the Company;
- Deficiencies in or noncompliance with the Company’s internal accounting controls;
- Noncompliance with applicable government and regulatory organization laws, rules and regulations;
- Misrepresentation or false statement to or by a director, officer, employee, accountant or advisor regarding a matter contained in the financial records, financial reports, or audit reports of the Company; or

Any deviation from full and fair reporting of the Company’s financial condition and/or results of operations.

B. Good Faith Reporting

Anyone reporting a concern pursuant to this policy must act in good faith and have reasonable grounds for believing the information disclosed indicates improper financial statement disclosures, accounting, internal accounting controls, auditing matters, compliance with applicable laws, rules and regulations or violations of the Stellar Code of Business Conduct and Ethics. The Company encourages all directors, officers and employees to err on the side of caution when evaluating whether to make a report and, when in doubt, to make a report of any improper practice or conduct. The Company will consider and evaluate the merit of any reports and will take appropriate corrective action. The act of making a report should be undertaken seriously by the complainant and unsubstantiated allegations, or reports that are made maliciously, recklessly or with foreknowledge that the allegations are false, is a serious disciplinary offense and may result in discipline up to and including termination of employment.

C. Procedures

The Audit Committee has adopted the procedures, attached as **Exhibit A**. Any changes or amendments to the procedures adopted under this policy shall be approved by the Audit Committee.

[End of Whistleblower Policy]



EXHIBIT A

Whistleblower Procedures

As Amended November 21, 2024

Stellar Bancorp, Inc.'s (the "Company") Whistleblower Policy governs the submission of complaints or concerns regarding financial statement disclosures, accounting, internal accounting controls, auditing matters, compliance with applicable laws, rules and regulations or violations of the Company's [Code of Business Conduct and Ethics](#). The procedures apply to every member of the Board of Directors, every officer and every employee of Stellar Bancorp, Inc. and Stellar Bank and their subsidiaries (the "Company").

Any director, officer or employee of the Company may submit, on a confidential and anonymous basis if the employee so desires, any concerns regarding financial statement disclosures, accounting, internal accounting controls, auditing matters or violations of the Company's [Code of Business Conduct & Ethics](#). All such concerns should be reported using the Company's confidential reporting hotline 844-256-3952 or website stellarbank.ethicspoint.com (see also Section XIII of the Company's [Code of Business Conduct & Ethics](#), Reporting Illegal or Unethical Behavior). The website is also available on the Company's employee internet portal.

The following steps will be taken when a whistleblower report is submitted:

1. Complaints submitted through the Company's hotline shall be forwarded to the Chair of the Company's Audit Committee, its General Counsel and its Chief Auditor Officer. The Company will promptly forward to the Audit Committee any complaints that it has received including financial statement disclosures, accounting, internal accounting controls and auditing matters.
2. Upon receipt of a complaint, the Chairman of the Audit Committee, the General Counsel and the Chief Auditor Officer Executive shall confer regarding the complaint and the conduct of an investigation.
3. Following the receipt of any complaints submitted hereunder, the Audit Committee will evaluate investigations of each matter so reported and take corrective and disciplinary actions, if appropriate. Whistleblower reports will be responded to promptly. Response to each complaint will be documented.
4. In conducting an investigation, the Audit Committee (or its Chair) may authorize and enlist employees of the Company and/or outside legal, accounting or other advisors, as appropriate, to conduct any investigation of complaints regarding financial statement disclosures, accounting, internal accounting controls, auditing matters or violations of the Company's [Code of Business Conduct and Ethics](#). In conducting an investigation, the Audit Committee shall use reasonable efforts to protect the confidentiality and anonymity of the complainant.
5. The General Counsel, Chief Auditor Officer or Chairman of the Audit Committee shall report to the Audit Committee regarding the status of investigations regularly, and no less often than quarterly.

6. All records related to reporting and investigation under, and enforcement of, the policy will be kept in accordance with applicable law, including applicable data protection laws, rules and regulations. The Company will also follow applicable provisions of its internal record retention policy or practices.

The Company prohibits retaliation of any kind against employees for complaints submitted that are made in good faith. Refer to the [Whistleblower Policy](#) for further information.

Any changes or amendments to these procedures shall be approved by the Audit Committee.

