FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE** COMMISSION

Washington, D.C. 20549

	OMB APPROVAL	
l	OMB Number:	3235-028

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

37 Estimated average burden 0.5 hours per response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) FIVE STAR BANCORP [ FSBC ] Allbaugh Larry Eugene 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Other (specify Officer (give title 05/16/2023 below) below) (Last) (Middle) (First) C/O FIVE STAR BANCORP 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 3100 ZINFANDEL DRIVE, SUITE 100 Form filed by One Reporting Person Form filed by More than One Reporting (Street) **RANCHO** 95670 CA**CORDOVA** Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 6. Ownership 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 7. Nature of Transaction Securities Beneficially Form: Direct (Month/Day/Year) (D) or Beneficial if anv Code (Instr. and 5) (Month/Day/Year) Owned Following Ownership (Instr. 4) 8) Indirect (I) (Instr. 4) Reported (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) **Buzz Oates** Group of Common Stock 05/16/2023 p 10,000 A \$18.34 10,000 Companies Shareholder<sup>(1)</sup> OAT 895,835 Common Stock Trustee(2)(3) By self as 476,886(4) Common Stock Trustee<sup>(5)</sup> K Oates-Fairrington Common Stock 410,695 T **QSST** Trustee(2)(6) P Oates Common Stock 410,695 **QSST** Trustee(2)(7) M Applegate 410,695 **QSST** Common Stock Trustee<sup>(2)(8)</sup> J Oates-Holt Common Stock 410,695 **QSST** Trustee<sup>(2)(9)</sup> **Buzz Oates** LLC Non-10,000 Common Stock Member Manager<sup>(10)</sup> Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 2. Conversion 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 3. Transaction o. Number Derivative **Execution Date** Transaction Amount of Ownership **Expiration Date** Derivative derivative of Indirect Security Security Form: Direct (D) or Exercise (Month/Day/Year) Code (Instr. (Month/Day/Year) Securities Securities Beneficial (Instr. 3) (Month/Day/Year) Derivative Underlying (Instr. 5) Beneficially Ownership Price of 8) or Indirect (I) (Instr. 4) Derivative Securities Derivative Owned (Instr. 4) Security Acquired Security (Instr. 3 and 4) (A) or Reported Transaction(s) (Instr. 4) of (D) (Instr. 3, 4 and 5) Amount Number

Expiration

Date

Exercisable

Code

(A) (D) Title

Shares

- 1. Shares are held by Buzz Oates Group of Companies, of which Mr. Allbaugh is a shareholder and the Chief Executive Officer. Mr. Allbaugh has significant influence over Buzz Oates Group of Companies and may be deemed to be the indirect beneficial owner of such shares for purposes of Section 16. Mr. Allbaugh disclaims beneficial ownership of the shares held by Buzz Oates Group of Companies, except to the extent of his pecuniary interest therein.
- 2. As trustee of this trust, Mr. Allbaugh has voting and dispositive power over these shares and may be deemed to be the indirect beneficial owner of such shares for purposes of Section 16. However, Mr. Allbaugh is not the beneficiary of this trust. Accordingly, Mr. Allbaugh disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Allbaugh is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- 3. Shares are held by the Oates Administrative Trust, for which Mr. Allbaugh serves as a trustee.
- 4. Includes 1,262 unvested shares granted pursuant to the Five Star Bancorp 2021 Equity Incentive Plan with all shares scheduled to vest on December 31, 2023, provided the reporting person, Mr. Allbaugh, remains as a director with Five Star Bancorp on that date.
- 5. Shares are held by the Larry and Laura Allbaugh Living Trust dated November 5, 1997, for which Mr. Allbaugh serves as a trustee.
- 6. Shares are held by the QSST Subtrust of the Kathryn Oates-Fairrington Irrevocable Trust, dated December 16, 2009, for which Mr. Allbaugh serves as trustee.
- 7. Shares are held by the QSST Subtrust of the Philip D. Oates Irrevocable Trust, dated December 16, 2009, for which Mr. Allbaugh serves as trustee.
- 8. Shares are held by the QSST Subtrust of the Marvilyn E. Applegate Irrevocable Trust, dated December 16, 2009, for which Mr. Allbaugh serves as trustee.
- 9. Shares are held by the QSST Subtrust of the Judy Oates-Holt Irrevocable Trust, dated December 16, 2009, for which Mr. Allbaugh serves as trustee.
- 10. Shares are held by Buzz Oates LLC, of which Mr. Allbaugh is a non-member manager. Mr. Allbaugh disclaims beneficial ownership of the shares held by Buzz Oates LLC.

## Remarks:

/s/ Larry E. Allbaugh, by Heather C. Luck, Attorney-in- 05/18/2023 Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.