SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
Deary-Bell Shannon

(Last) (First) (Middle)
C/O FIVE STAR BANCORP
3100 ZINFANDEL DRIVE, SUITE 100

(Street)
RANCHO CORDOVA CA 95670

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
FIVE STAR BANCORP [FSBC]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2025

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☑ Director
☐ 10% Owner
☐ Officer (give title below)
☐ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/09/2025		W(1)		3,900	D	(1)	0(1)	I	By estate of Beverly B. Deary(1)
Common Stock	07/22/2026		P		5,682	A	$44	85,244(2)	I	By self as trustee(3)
Common Stock								4,830	I	see note(4)(5)
Common Stock								5,000	I	see other note(5)(6)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents a distribution from the estate of Beverly B. Deary, for which Ms. Deary-Bell served as co-executor, exempt from the provisions of Section 16 of the Exchange Act pursuant to Rule 16a-2(d) thereof.

2. Includes 974 unvested shares granted pursuant to the Five Star Bancorp 2021 Equity Incentive Plan with all shares scheduled to vest on December 31, 2026, provided the reporting person, Ms. Deary-Bell, remains as a director with Five Star Bancorp on that date.

3. Shares are held by The Bell Family Revocable Trust dated December 14, 1994, for which Ms. Deary-Bell serves as a trustee.

4. Shares are held by The Connor J. Bell 2018 Irrevocable Trust, dated 11/2/2018, for the benefit of Ms. Deary-Bell's child.

5. Ms. Deary-Bell disclaims ownership of these securities, and this report shall not be deemed an admission that Ms. Deary-Bell is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

6. Shares are held by The Riley S. Bell 2018 Irrevocable Trust, dated 11/2/2018, for the benefit of Ms. Deary-Bell's child.

Remarks:

/s/ Shannon Deary-Bell, by Heather C. Luck, Attorney-in-Fact 07/24/2026

** 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.