

## **WHISTLEBLOWER POLICY – ACCOUNTING AND AUDIT MATTERS**

Adopted: September 26<sup>th</sup>, 2024

### **Purpose**

These procedures are designed to ensure compliance with the provisions of Section 301 of the Sarbanes-Oxley Act of 2002 requiring audit committees to establish procedures for the receipt, retention and treatment of complaints received by companies regarding accounting, internal accounting controls or auditing matters, and the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.

### **A. Responsibilities of Audit Committee for Accounting Complaints**

The Audit Committee of the Board of Directors of Provident Bancorp, Inc. (the “Company”) has established the following procedures to receive, retain, investigate and act on complaints and concerns of employees, stockholders and others regarding accounting, internal accounting controls and auditing matters, including complaints regarding attempted or actual circumvention of internal accounting controls or complaints regarding violations of the Company’s or The BankProv’s accounting policies (“Accounting Complaints”).

### **B. Procedures for Receiving and Investigating Accounting Complaints**

1. The Chairman of the Audit Committee (the “Chairman”) is authorized to receive and investigate Accounting Complaints. In this capacity, the Chairman acts under the authority of the Audit Committee.
2. Accounting Complaints may be made to the Chairman via regular mail at:

Provident Bancorp, Inc.  
Attention: Chairman, Audit Committee  
5 Market Street  
Amesbury, Massachusetts 01913

If an employee would like to discuss any matter with the Audit Committee, the employee should indicate this in the submission and include a telephone number at which they might be contacted if the Audit Committee deems it appropriate.

Accounting Complaints can also be made anonymously via the Company’s third-party ethics hotline as follows:

- a) Toll free at 1-866-921-6714;
- b) Online at [www.integritycounts.ca/org/BankProv](http://www.integritycounts.ca/org/BankProv) - click on File A Report;
- c) Email [BankProv@integritycounts.ca](mailto:BankProv@integritycounts.ca)
- d) Fax to (844)-785-0699;
- e) Mail to 300-1455 Bellevue Avenue, West Vancouver BC V7V 1C3

Anonymous complaints which purport to be Accounting Complaints or appear to be Accounting Complaints will be forwarded to the Chair of the Audit Committee.

3. The Chairman or their designee will prepare a written docket (the “Docket”) of all complaints summarizing in reasonable detail for each complaint: the nature of the complaint (including any specific allegations made and the persons involved); the date of receipt of the complaint; the ongoing status of any investigation into the complaint; and any final resolution of the complaint. The Chairman will distribute an update of the Docket, highlighting recent developments in reasonable detail, to the Audit Committee, in advance of each regularly scheduled meeting thereof (other than meetings convened principally to review the Company’s periodic reports under the Securities Exchange Act of 1934).
4. Promptly upon receipt, the Chairman will evaluate whether a complaint constitutes an Accounting Complaint and whether the Accounting Complaint is from an employee and needs to be treated confidentially and anonymously. If the Chairman determines that a complaint is an Accounting Complaint, he will thereafter promptly forward the complaint to the Audit Committee, which will determine how to proceed with the investigation (see Paragraph B.7 for the procedure to be followed if the complaint is not an Accounting Complaint). As investigation into the Accounting Complaint proceeds, results will be reported in writing to the Audit Committee (the “Investigation Report”). Investigation Reports will be prepared in reasonable detail and will be in addition to the information provided to the Audit Committee on the Docket. Such reports will describe the Accounting Complaint, the steps taken in the investigation, any factual findings, and the recommendations for corrective action, if any.

The Audit Committee will be free in its discretion to engage outside auditors, legal counsel, or other experts to assist in the investigation, analysis and resolution. The Audit Committee may delegate investigatory responsibility to one or more persons, including persons who are not employees of the Company. All investigations will be conducted in a confidential manner, so that information will be disclosed only as needed to facilitate review of the investigation materials or otherwise as required by law.

The Audit Committee may require the assistance of the Chief Financial Officer, his staff, or any other employees of the Company in investigating and resolving any Accounting Complaint. The parameters of any investigation will be determined by the Audit Committee in its discretion and the Company and its employees will cooperate as necessary in connection with any such investigation.

5. If corrective actions are required, the Audit Committee will ensure they are taken.
6. Accounting Complaints received from external or internal sources communicated to management shall be directed to the Chairman of the Audit Committee. Any director, officer or employee who receives an Accounting Complaint from parties outside of the Company shall communicate the complaint to the Chairman of the Audit Committee.
7. Any complaints received that are not Accounting Complaints, as determined by the Chairman of the Audit Committee or his designee, shall be directed to the appropriate party in the Company.

**C. Confidential and Anonymous Reports by Employees**

Employees of the Company are expressly authorized and will be informed that they can make Accounting Complaints using the procedures described in Section B. All Accounting Complaints received from employees will be treated on an anonymous and confidential basis unless otherwise required by law.

**D. Protection of Whistleblowers**

Consistent with the policies of the Company, the Audit Committee and the Company's management will not retaliate or attempt to retaliate, and will not tolerate any retaliation or attempted retaliation by any other person or group, directly or indirectly, against any employee who has a reasonable belief that information provided relates to a possible Accounting Complaint that has occurred, is ongoing, or is about to occur, or provides assistance to the Audit Committee, the Company's management, or any governmental, regulatory or law enforcement body, investigating or otherwise helping to resolve an Accounting Complaint.

**E. Records**

The Audit Committee will retain on a strictly confidential basis for a period of seven years (or otherwise as required under the Company's record retention policies in effect from time to time) all records relating to any Accounting Complaint and to the investigation and resolution thereof.

**F. Reporting to the Board of Directors**

The status of Accounting Complaints will be reported to the Board of Directors (or independent Directors as determined by the Audit Committee) at each scheduled meeting of the Board.

**G. Publication of Procedures**

The Company will distribute to all employees a separate summary procedure regarding how to make complaints.

Approved by: Board of Directors, Provident Bancorp, Inc.