

**MNB HOLDINGS CORPORATION**

**3060 16<sup>th</sup> Street**

**San Francisco, California 94103**

**Telephone (415) 826-3627**

**2024 ANNUAL MEETING OF SHAREHOLDERS**

**JULY 31, 2024**

**SUPPLEMENT TO INFORMATION STATEMENT DATED JUNE 13, 2024**

TO THE SHAREHOLDERS OF MNB HOLDINGS CORPORATION:

This Supplement to Information Statement dated June 13, 2024 is being furnished to the shareholders of MNB Holdings Corporation, a California corporation (the **“Company”**), in connection with the 2024 Annual Meeting of Shareholders to be held in person at Mission National Bank (the **“Bank”**), 3060 16<sup>th</sup> Street, San Francisco, CA 94103 on Wednesday, July 31, 2024 at 10:00 a.m. and at any adjournments or postponements thereof (the **“Annual Meeting”**). The initial Information Statement was mailed to shareholders on or about June 13, 2024. This Supplement to Information Statement is being mailed to our Shareholders on or about July 22, 2024.

On July 11, 2024, director Ming S. Chow unexpectedly provided written notice to the Company that, due to personal reasons, he would be unable to continue to serve and carry out the responsibilities of his roles as board director, President and Chief Financial Officer of the Company after the Annual Meeting scheduled for July 31, 2024. Consequently, he has stated his intention to resign as a director (even if reelected), President and Chief Financial Officer of the Company at that time. However, he has also indicated his intention to remain as a director, President and Chief Financial Officer of Mission National Bank, the wholly-owned subsidiary of the Company.

As a result of this action, and because Mr. Chow was previously nominated for reelection to the Board of Directors of the Company at the Annual Meeting, the Board of Directors of the Company held a meeting on July 17, 2024 and passed a resolution decreasing the size of the Board of Directors of the Company from six (6) to five (5), effective as of the date of and to be elected at the 2024 Annual Meeting of the Company. The Board of Directors determined that this was the best way to deal with Mr. Chow’s resignation so close to the Annual Meeting date, and there being insufficient time to recruit additional qualified directors and seek regulatory approval as required before the Annual Meeting.

If you have not yet voted your proxy, you may continue to use the proxy card previously provided for the Annual Meeting. However, any votes for Ming S. Chow at the Annual Meeting will simply be disregarded.

The Board of Directors now recommends a vote “**FOR**” the election of the remaining five nominees for director:

Jarhett Blonien  
William (Billy) R. Chan  
Ray G. Skinner  
Alma M. Vivar  
JoAnne Loughlin

The Board of Directors of the Company continues to recommend a vote “**FOR**” proposal number 2 (Approval of the 2024 Restricted Stock Plan) and a vote “**FOR**” proposal number 3 (Ratification of Moss Adams LLP as the Company’s Independent Auditors for 2024) at the Annual Meeting.

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting  
To Be Held on July 31, 2024:**

- (1) This communication presents only the supplement to certain information which has changed in the proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.
- (2) Notice of Shareholder Meeting, a letter from the Company to its shareholders, the 2024 Annual Meeting Information Statement, this Supplement to Information Statement, the Company’s 2023 Annual Report, and Proxy Card are available at:  
<https://annualgeneralmeetings.com/mnbh2024>

This Supplement to Information Statement should be read together with the initial Information Statement which is still available with the other proxy materials which remain available on the internet as noted above.

Please refer to the previously provided Notice of Internet Availability of Proxy Materials for more information on voting and other important details. Votes submitted online or by mail must be received by July 30, 2024 at 11:59 Eastern Time. If you wish to vote online, you will need your “Control Number” (which can be found in the bottom right hand corner of the Notice of Internet Availability) and will need to use the internet address indicated above.

If you wish to vote in person at the 2024 Annual Meeting of Shareholders, simply attend the meeting. Your completion and return of the proxy card or voting online will not limit your right to vote in person if you do attend the meeting in person.

July 19, 2024  
San Francisco, California

BY ORDER OF THE BOARD OF DIRECTORS OF MNB HOLDINGS CORPORATION