



## RIVERBANK HOLDING COMPANY 2025 ANNUAL SHAREHOLDER MEETING PROXY STATEMENT

The 2025 Annual Meeting of the RiverBank Holding Company Shareholders is being held virtually with no option to attend in-person. All voting is to be completed by way of Internet Proxy. Please adhere to the instructions below regarding submission of your proxy vote.

### **Date, time, place, and purpose of RiverBank Holding Company's Annual Meeting**

The 2025 Annual Meeting of Shareholders of RiverBank Holding Company, including the business below and such other business as may properly come before the meeting or any postponements or adjournments thereof (the "**Annual Meeting**"), will be held virtually at 1:30 p.m. Pacific Time, on Thursday, April 24<sup>th</sup>, 2025. Any shareholder that wishes to participate should dial (509)703-5939, Meeting ID 240328776#, or access through the web by joining a Microsoft Teams Meeting using meeting ID 288 313 194 905, Passcode: 424Vd6jR.

In the Annual Meeting, RiverBank Holding Company Shareholders as of March 1, 2025 (the "**Record Date**") will be asked to:

- 1) Re-elect three Board of Director nominees for new 3-year terms.

This Proxy Statement is intended for holders of RiverBank Holding Company (also, the "**Company**") common stock and refers to your Internet Proxy that is being solicited by the Company's Board of Directors for use at the Annual Meeting.

### **Record Date; outstanding shares; shares entitled to vote**

Only holders of record of RiverBank Holding Company's common stock at the close of business on the Record Date, March 1, 2025, are entitled to notice of and to vote in the Annual Meeting. Each holder of RiverBank Holding Company common stock is entitled to one vote for each share of Company common stock owned as of the Record Date. As of the Record Date, there were 1,115,013 shares of RiverBank Holding Company common stock outstanding.

### **Quorum; vote required for Director election**

Under Washington law, any Shareholder action at a meeting requires that a quorum exist with respect to that action. A quorum for the actions to be taken at the Annual Meeting will consist of a majority of the outstanding shares of RiverBank Holding Company common stock entitled to vote by proxy. Shareholders of record who are present by proxy at the Annual Meeting will count toward a quorum.

If, as described above, a quorum exists at the Annual Meeting, the nominees for election to the Board of Directors who receive a majority of affirmative votes cast FOR the Director will be elected as a Director. If a quorum exists, the affirmative vote by the holders of a majority of the common stock represented by proxy and entitled to vote is required to approve other matters to be acted upon at the Annual Meeting. Abstentions will have no impact on the election of Directors or other proposals. Proxies will be received and tabulated by the Recording Secretary of RiverBank Holding

Company.

### **Voting of proxies**

The Board of Directors requests that you vote your Internet proxy when instruction is received with your draft proxy card. Unless contrary instructions are specified, all properly voted proxies received by RiverBank Holding Company and not revoked before the vote at the Annual Meeting will be voted: 1) FOR the election of the three directors nominated by the Board of Directors; 2) and in accordance with the best judgment of the proxy agents on any other matters properly brought before the Annual Meeting. If the Annual Meeting is postponed or adjourned, your proxy will still be effective and may be voted at the rescheduled meeting. You will still be able to change or revoke your proxy until it is voted.

### **How to revoke your proxy**

You may revoke your proxy at any time by taking any of the following actions before your proxy is voted at the Meeting:

- Delivering to RiverBank Holding Company a written notice bearing a date later than the date of the proxy card and prior to meeting date, stating that you revoke the proxy.
- Signing and delivering to RiverBank Holding Company a proxy card relating to the same shares and bearing a later date but prior to meeting date.

### **Expenses of proxy solicitation**

The expense of preparing and delivering this Proxy Statement and the proxies solicited hereby will be borne by RiverBank Holding Company. Proxies will be solicited by RiverBank Holding Company by Internet and may also be solicited on behalf of RiverBank Holding Company by directors, officers, and other employees of RiverBank Holding Company.

### **Recommendation of the Board of Directors**

The Board of Directors of RiverBank Holding Company believes the proposals described herein are in the best interest of RiverBank Holding Company and its Shareholders and, accordingly, recommends that the Shareholders vote "FOR" the proposals identified in the Notice.

### **Dissenters' Rights**

There are no dissenters' rights applicable to any matters to be considered at the Annual Meeting.

### **PROPOSAL 1: ELECTION OF DIRECTORS**

The Board of Directors have nominated current Directors Holly Poquette, Stephen Schmutz and Michael Wilson for re-election as Directors at this year's Annual Meeting, to serve terms of three (3) years ending at the annual meeting of Shareholders of RiverBank Holding Company in the year 2028, or when a respective successor has been duly elected and qualified.

The Board of Directors currently consists of ten Directors who are divided into three classes of staggered 3-year terms. The nominees for election as Directors at the Annual Meeting have consented to serve if elected. RiverBank Holding Company has no reason to believe that the

nominees will be unable to serve. Should a nominee become unable to serve as a Director for any reason, the Board of Directors shall designate a substitute nominee. Unless instructions to the contrary are specified on the proxy card, proxies will be voted in favor of the persons who have been nominated by the Board of Directors.

Attached to this Proxy Statement as Exhibit "A" are all three Director Bios.

The Board of Directors recommends shareholders vote "FOR" each of the nominees named above.

*If any nominee named herein becomes unable or unwilling to serve, this proxy will be voted "For" the election of a person designated by the Board of Directors.*

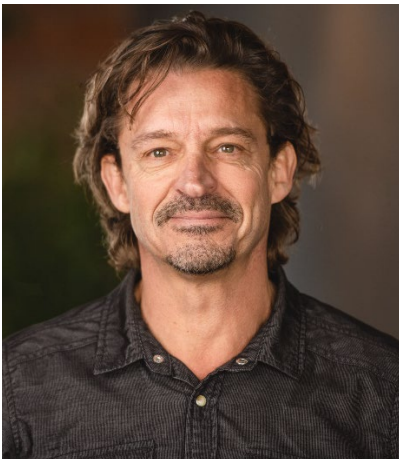
## Exhibit “A”



### DIRECTOR NOMINEES – 2025



**Holly Poquette** - was appointed to the RiverBank Board of Directors in January 2024. Holly brings a wealth of financial and banking specific knowledge to the board from starting her career in public accounting with McFarland and Alton here in Spokane to later joining Inland Northwest Bank where she held a range of expanding roles over a period of 23 years. During that time, she acted as the Internal Auditor, Controller, and eventually Chief Financial Officer where she saw the bank grow from \$160MM to \$825MM. She now serves as the CFO of NAI Black and the many real estate companies and entities in which it oversees and/or controls. Her understanding of bank financials, M&A, and real estate have been a valuable addition to the board since joining.



**Steve Schmautz** - has served as a director of the Company and the Bank since its formation in 2006 and also serves as a member of the Director Loan Advisory Committee. Mr. Schmautz started and is the owner of SDS Realty, a commercial real estate company dealing in sales, leasing, development and construction. Steve has been involved in the commercial real estate industry for over 30 years. He has a lengthy background in all aspects of commercial real estate brokerage, construction, development and management. His primary focus is the development of new construction for office, warehouse and retail projects, and has completed several major historic preservation renovations in the Spokane area.



**Mike Wilson** – assumed the role as a director of the Company and the Bank when he took over as CEO in December 2021. Previously Mike held the position of Chief Banking Officer here at RiverBank. Mike also serves as a member of the Compliance Committee, the IT Steering Committee, the Asset/Liability Committee and is a non-voting member of the Audit Committee, Director Loan Advisory Committee, and the Compensation Committee. Mike’s enthusiasm and leadership during his time at the bank have been key elements in our growing organization. Prior to joining RiverBank, Mike spent over 15 years developing a diverse range of experience in business development, commercial lending, credit administration, and executive management through his roles as VP of Commercial Banking and Senior Credit Officer at INB and SVP of Real Estate for Stay Alfred. Mike is Vice Chair of the Community Bankers of Washington Board of Directors and an active board/committee member of Greater Spokane Inc, Fairmount Memorial Association, Cataldo Catholic School, and Uptic Studios. Mike has a degree in Business Management, an MBA in Finance from Loyola University Chicago and is a graduate from the Stonier School of Banking.