MAIN STREET FINANCIAL SERVICES CORP.
AUDIT COMMITTEE CHARTER

PURPOSE

There shall be a committee of the Board of Directors to be known as the Audit Committee. The Audit Committee shall be composed of directors who are independent of the management of the Company and are free of any relationship that, in the opinion of the Board of Directors, would interfere with their exercise of independent judgment as a committee member.

The Audit Committee's primary duties and responsibilities are to:

- Appoint, compensate, and oversee the work of the Company's independent auditors;
- Monitor the integrity of the Company's financial reporting process and systems of internal controls regarding finance, accounting, legal, and regulatory compliance as prepared by management and reviewed by the independent auditors;
- Monitor the qualifications, independence, and performance of the Company's independent auditors and internal auditing function;
- Monitor the effectiveness of the Company's internal control and risk management system;
- Review the Company's process for monitoring compliance with relevant laws and regulations; and
- Provide an avenue of communication among the independent auditors, management, the internal auditing function, and the Board of Directors.

The Audit Committee has the authority to conduct any investigation appropriate to fulfilling its responsibilities, and it has direct access to the independent auditors as well as anyone in the organization. The Audit Committee can retain, at the Company's expense, special legal, accounting, or other consultants or experts it deems necessary within the Audit Committee's scope of responsibilities.

The Audit Committee shall be directly responsible for appointing, determining funding for, and overseeing the independent auditors in accordance with Section 301 of the Sarbanes-Oxley Act of 2002 and Section 10A(m)2 of the Securities Exchange Act of 1934 as amended.

STATEMENT OF POLICY

The Audit Committee shall aid the Board of Directors in fulfilling its responsibility to the shareholders, potential shareholders, and investment community relating to the corporate accounting, reporting practices of the Company, and the quality and integrity of the financial reports of the Company.

COMPOSITION

The Audit Committee shall be comprised of three or more members as determined by the Board of Directors, each of whom shall be independent directors and free from any relationship that, in the opinion of the Board of Directors, would interfere with the exercise of his or her independent judgment. All committee members shall be financially literate, and at least one member shall be

a “financial expert,” as defined by SEC regulations.

FREQUENCY OF MEETING

The Audit Committee shall meet at least four times annually, or more frequently as matters dictate. The Audit Committee shall keep minutes and other relevant records of all its meetings and will submit its minutes to the Board of Directors no later than one board meeting following the Audit Committee meeting.

RESPONSIBILITIES TO THE INTERNAL AUDIT FUNCTION

The Audit Committee shall have direct control over, and shall receive all reports from, the Company’s internal audit function and shall report significant findings and events to the full Board of Directors. In carrying out its responsibilities, the Audit Committee believes its policies and procedures should remain flexible, to best react to changing conditions and to ensure to the directors and shareholders that the corporate accounting and reporting practices of the Bank are in accordance with all requirements and are of the highest quality. The Audit Committee also shall:

- Assign responsibility for the internal audit function to a member of management or a qualified third-party (see Outsourcing below) who understands the function, is independent of areas under review, and has no responsibility for operating the system of internal control;
- Oversee the internal audit function and evaluate its performance. This will be accomplished by at least annually reviewing the effectiveness of internal audit’s control risk assessments; the scope, frequency, and rating system of the audit plan; adherence to the internal audit plan; internal audit reports; and compliance with policies and procedures; then communicating its findings to Executive Management and the Board of Directors;
- Receive prior to each meeting, a summary of findings from completed internal audits and a progress report of the proposed internal audit plan, with explanations for any deviation from the original plan;
- Provide sufficient opportunity for the internal auditors to meet with the members of the Audit Committee without members of management present to discuss matters of importance;
- Assess whether management is expeditiously resolving internal control weaknesses and other exceptions;
- Investigate any matter brought to its attention within the scope of its duties, with the power to retain outside counsel for this purpose if, in its judgment, that is appropriate;
- Review and approve audit strategies, policies, programs, and organizational structure, including selection/termination of external auditors or outsourced internal audit vendors;
- Work with internal and external auditors to ensure that the Company has comprehensive audit coverage to meet the risks and demands posed by its current and planned activities; and take appropriate action to ensure ongoing reliability and effectiveness;

- Consider requests for expansion of basic internal audit work when significant issues arise or when significant changes occur in the Company's environment, structure, activities, risk exposures, or systems; and
- Monitor the activities of the internal audit department to follow the approved programs and schedules and approve any significant changes to the programs or schedules.

OUTSOURCING OF INTERNAL AUDIT

The Audit Committee may outsource the internal audit function to a qualified third-party. Some specific assignments may be outsourced to other outside vendors (e.g., information technology, capital market activities, or asset quality loan review). The Audit Committee shall be directly responsible for the appointment, compensation, oversight of the work, evaluation, and termination of vendors of outsourced audits. The vendor will report directly to the Audit Committee and the Committee will be responsible for the resolution of any disagreements between management and the vendor.

It shall be the Audit Committee's responsibility to:

- Perform sufficient due diligence, along with management, before entering into the outsourcing agreement to verify the vendor's competence and objectivity;
- Review the "Terms of Engagement" of the vendor;
- Set the scope, frequency and cost of the vendor's work;
- Review and confirm the independence of the vendor;
- Meet separately with the vendor to discuss any matters that the Audit Committee or internal auditors believe should be discussed privately;
- Discuss with the vendor any audit problems encountered during the audit work;
- Ensure that significant findings and recommendations by the vendor, and management's proposed responses are received, discussed, and appropriately acted upon; and
- Ensure outsourcing is conducted in accordance with the interagency policy statement on the internal audit function and its outsourcing.

All auditing services and all non-auditing services, which are not prohibited by law, shall be pre- approved by the Audit Committee pursuant to the Audit Committee Pre-Approval Policy.

EXTERNAL AUDIT

The Audit Committee shall engage an independent, registered public accounting firm to annually audit the Company's financial statements and furnish other attestation to management's assertion that the internal control over financial reporting is functioning effectively.

In addition to the criteria listed for outsourcing vendors, it shall be the Audit Committee's responsibility to:

- Review the financial statements; consider whether they are complete; that they fairly report the Company's financial condition; are consistent with information known to committee members; and, reflect appropriate accounting principles;
- Review with management and the external auditors the results of the annual report;

- Review with management and the external auditors all matters required to be communicated to the Committee under generally accepted accounting principles (GAAP) and generally accepted auditing standards (GAAS); and

AUDIT AUTHORIZATION

The Board of Directors recognizes that to effectively fulfill the intended audit tasks, the internal audit function must achieve a degree of independence that prevents the vendor from being coerced in the auditor's work and reports. To accomplish this, the internal audit function will be functionally accountable to the Audit Committee while administratively reporting to the Risk Management Department.

RESPONSIBILITY OF THE INTERNAL AUDIT FUNCTION

The internal audit function has direct responsibilities to the Audit Committee with indirect responsibility to management, shareholders, and depositors.

The internal audit function will be responsible for control risk assessments, audit plans, audit programs, and audit reports. These items are also reviewed by applicable personnel for reasonableness.

The primary role of the internal audit function will be to independently and objectively review and evaluate bank activities to maintain or improve the efficiency and effectiveness of the Company's risk management, internal controls, and corporate governance. This is accomplished by:

- Evaluating the reliability, adequacy and effectiveness of accounting, operating and administrative controls;
- Ensuring that Company internal controls result in prompt and accurate recording of transactions and proper safeguarding of assets;
- Determining whether the Company complies with laws and regulations and adheres to established Company policies; and
- Determining whether management is taking appropriate steps to address current and prior control deficiencies and audit report recommendations.

The internal audit function will report internal control deficiencies to the appropriate level of management as soon as they are identified. Significant matters will promptly be reported to the Board of Directors (or its Audit Committee) and Executive Management.

CONTROL RISK ASSESSMENT

Risk assessment is a process by which the internal audit function identifies and evaluates the quantity of the Company's risks and the quality of its controls over those risks. Through risk- based auditing, the Audit Committee and auditors use the results of the risk assessments to focus on the areas of greatest risk and to set priorities for audit work. The internal audit function cannot lose sight of low-risk areas, but an effective risk-based auditing program will ensure adequate audit coverage for all activities. The frequency and depth of each area's audit will vary per the risk assessment. All risk-based audit programs will:

- Identify the Company's businesses, product lines, services, and functions;
- Identify the activities and compliance issues within those businesses, product lines, services, and functions that should be audited;
- Include profiles of significant business units, departments, and products that identify business and control risks, and document the structure of risk management and internal control systems;
- Use a measurement or scoring system to rank and evaluate business and control risks of significant business units, departments, and products (includes nature of transactions, operating environment, internal controls, security, human resources and senior management oversight);
- Include Audit Committee approval of risk assessment and annual risk-based audit plans (that establish internal and external audit schedule and work program scope);
- Implement the audit plan through planning, execution, reporting, and follow-up; and
- Monitor risk assessments and update them at least annually.

OVERALL AUDIT PLAN

The audit plan represents the internal audit function's planning processes and describes schedules, staffing, reporting, etc. The audit plan will include overall audit objectives; summary risk assessments and compliance issues for each audit area or business activity; and the frequency and timing of planned internal audit work.

The audit work program will establish the scope and timing of audit procedures; the extent of testing; and the basis for conclusions.

OTHER AUDIT COMMITTEE RESPONSIBILITIES

Establish procedures for a contingency plan to mitigate any significant discontinuity in audit coverage, particularly for high-risk areas. Lack of contingency planning for continuing internal audit coverage may increase the Company's level of operational risk.

Confirm annually that all responsibilities outlined in this Charter have been carried out.

RISK MANAGEMENT STRUCTURE

The Company has established a framework for the assessment and management of risk across the organization, which results in a comprehensive Enterprise Risk Management (ERM) program. To aid in the ongoing success of the risk management initiatives, the Company has adopted the following "Three Lines of Defense" structure:

- First Line of Defense – Business units that own and manage the risk using internal controls and processes.
- Second Line of Defense – Risk Management and Compliance functions that assist the risk owners in identifying and reporting adequate risk-related information.
- Third Line of Defense – Internal Audit providing independent and objective assurance to the governing body that is not available in the second line of defense.

To help ensure that the Three Lines of Defense model is reflected in the Company's risk management and control processes oversight will be provided on an ongoing basis by Executive Management and the governing bodies of the Risk Committee and the Audit Committee.

POLICY REVIEW

The Audit Committee will review, update as warranted, and approve the Charter on at least an annual basis. The Charter will be presented to and approved by the Board of Directors no later than one board meeting following the Audit Committee meeting.

Reviewed and Approved: June 18, 2026