



AUDIT COMMITTEE CHARTER

I. Purpose

The Audit Committee (the “Committee”) of Hoyne Bancorp, Inc. (the “Company”) is established by the Board of Directors (the “Board”) of the Company for the primary purpose of assisting the Board in fulfilling its financially related oversight responsibilities by reviewing:

- The integrity of the financial statements of the Company and other significant written financial information provided to any governmental body or the public;
- The auditing, accounting and financial reporting processes;
- Overseeing the Company’s compliance with legal and regulatory requirements;
- The independent registered public accounting firm’s qualifications and independence;
- The performance of the internal audit function and independent registered public accounting firm;
- The systems of internal controls regarding financial reporting; and,
- The reports of management, internal audit, the independent registered public accounting firm and other firms of their assessment and evaluation of compliance with regulatory requirements.

Consistent with this function, the Committee should encourage continuous improvement of, and should foster adherence to, the Company’s policies, procedures and practices at all levels. The Committee should also provide an open avenue of communication among the independent registered public accounting firm, financial and senior management, internal audit, and the Board. The Committee has authority to conduct investigations into any matters within its scope of responsibility and obtain advice and assistance from outside legal, accounting, or other advisors as deemed appropriate to perform its duties and responsibilities.

The Company shall provide appropriate funding, as determined by the Committee, for compensation to the independent registered public accounting firm and advisors that the Committee chooses to engage and for ordinary administrative expenses that are necessary or appropriate for the Committee to carry out its duties. Committee-related engagement letters, such as those for the independent registered public accounting firm, internal audit outsourcing and special investigations, shall be approved in advance by the Committee. Invoices under approved Committee-related engagement letters may be approved by the Chair of the Committee, Chief Executive Officer, President and Chief Financial Officer.

II. Organization & Membership

The Committee of the Board shall consist of a minimum of three (3) directors, each of whom shall satisfy The Nasdaq Stock Market LLC (the “Nasdaq”) listing standards for independence, subject to any applicable exceptions or cure periods, and Securities and Exchange Commission (the “SEC”) rules and regulation, and shall be free of any relationship that, in the opinion of the Board, would interfere or appear to interfere with their exercise of independent judgment in carrying out the responsibilities of a member of the Committee.

Unless a chair is elected by the full Board, the members of the Committee may designate a chair by majority vote of the full Committee membership. A quorum of the Committee shall consist of a majority of the members. Committee members will be appointed by the Board at the annual organizational meeting of the Board to serve until their successors are elected.

The entire Committee or any individual Committee member may be removed without cause by the affirmative vote of a majority of the Board. Any Committee member may resign effective upon giving written notice to the Chairman of the Board, the Corporate Secretary or the Board. The Board shall appoint a successor when a resignation becomes effective if the resignation causes the minimum number of directors to be fewer than three; otherwise, the Board may appoint a successor when a resignation occurs.

III. Qualifications

All members of the Committee shall be able to read and understand fundamental financial statements, including the Company’s balance sheet, income statement and cash flow statement, and one person shall have past and/or current employment experience in finance or accounting, requisite professional certification in accounting or other comparable experience, including being or having been a chief executive officer, chief financial officer or other senior officer with financial oversight responsibilities.

No member of the Committee shall have participated in the preparation of the financial statements of the Company or any current subsidiary of the Company at any time during the past three years. Committee members must not accept any consulting, advisory, or other compensatory fee from the Company other than for board service, and they must not be an affiliated person of the Company.

IV. Committee Meetings

The Committee will hold at least four (4) meetings per year and may meet more frequently as deemed necessary.

As part of its job to foster open communication, the Committee should meet periodically with management, internal audit and the independent registered public accounting firm in separate executive sessions to discuss any matters that the Committee or each of these groups believe should be discussed privately. Each regularly scheduled meeting shall include an executive session of the Committee absent members of management and on such terms and conditions as the Committee may elect. The Committee may request any employee of the Company or Hoyne Savings Bank to

attend for that portion of the meeting where their presence could contribute substantively to the subject of discussion.

In addition, the Committee should meet quarterly with the independent registered public accounting firm and management to discuss the annual audited financial statements and quarterly financial statements, including the Company's disclosure under the caption "Management's Discussion and Analysis of Financial Condition and Results of Operations" in its periodic reports to be filed with the SEC.

Minutes of each meeting should be prepared in sufficient detail to convey the substance of discussions held. These minutes will be included with the agenda for the next scheduled committee meeting and copies will be provided to the Board.

V. Powers and Responsibilities

The Committee will have the responsibility and authority to:

- (i) Appoint or replace the independent registered public accounting firm. The Committee will be directly responsible for the compensation, retention and oversight of the work of the independent registered public accounting firm (including resolution of disagreements between management and the independent registered public accounting firm regarding financial reporting) for the purpose of preparing or issuing an audit report or performing other audit, review or attest services or related work. The independent registered public accounting firm will report directly to the Committee;
- (ii) Review the Company's quarterly Form 10-Q and annual Form 10-K filings with the SEC including the financial statements and management certifications;
- (iii) Review and discuss with management, internal audit and the independent registered public accounting firm, the Company's audited annual financial statements and related footnotes and disclosure under the caption "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's Form 10-K prior to its filing or the release of any audited financial statements;
- (iv) Discuss with management, prior to issuance, the Company's earnings press releases, including the use of "pro forma" or "adjusted" non-GAAP information, as well as financial information and earnings guidance provided to analysts and rating agencies. Such discussion may be done generally (consisting of discussing the types of information to be disclosed and the types of presentations to be made);
- (v) Monitor and assess the quality and integrity of the Company's disclosures and regulatory submissions;
- (vi) Review and pre-approve both audit and permissible non-audit services to be provided by the independent registered public accounting firm prior to the performance of that work (other than with respect to *de minimis* exceptions permitted by the Sarbanes-Oxley Act of 2002). This duty may be delegated to one

or more designated members of the Committee with any such pre-approval reported to the Committee at its next regularly scheduled meeting. The Committee may also adopt policies and procedures for the pre-approval of audit and permissible non-audit services. Approval of non-audit services shall be disclosed to investors as required by Section 13(a) of the Securities Exchange Act of 1934, as amended;

- (vii) At least annually, obtain and review a report of the independent registered public accounting firm describing the internal quality control procedures, any material issues raised by the most recent internal quality control review, peer review or by any inquiry or investigation by governmental or professional authorities, within the preceding five (5) years, respecting one or more audits carried out by the firm, and any steps taken to deal with any such issues;
- (viii) Receive from the independent registered public accounting firm the communications required by The Public Company Accounting Oversight Board (the “PCAOB”) Auditing Standard Number 1301 (“AS No. 1301”) regarding the overall audit strategy, timing of the audit, and significant risks, and the results of the audit, including: (1) significant accounting policies and practices, (2) critical accounting policies and practices, (3) critical accounting estimates, (4) significant unusual transactions, (5) other information in documents containing audited financial statements, (6) difficult or contentious matters for which the independent registered public accounting firm consulted, (7) management consultation with other accountants, (8) going concern, (9) uncorrected and corrected misstatements, (10) material written communications, (11) departure from the auditor’s standard report, (12) disagreements with management, (13) difficulties encountered in performing the audit and (14) other matters arising from the audit significant to the oversight of the financial reporting process. The required communications need not be in writing unless otherwise specified in AS No. 1301, but the communications are required to be made to the Committee prior to the issuance of the independent registered public accounting firm’s report;
- (ix) Receive and review annually, consistent with Ethics and Independence Rule 3526, Communication with Audit Committees Concerning Independence, of the PCAOB, written disclosures from the independent registered public accounting firm delineating all relationships between the independent registered public accounting firm, or its affiliates, and the Company, or persons in financial oversight roles at the Company, that may reasonably be thought to bear on independence and a letter from the independent registered public accounting firm affirming its independence, to consider and discuss with the independent registered public accounting firm any potential effects of any such relationships on the independence of the independent registered public accounting firm as well as any compensation or services that could affect the independent registered public accounting firm’s objectivity and independence, and to assess and otherwise take appropriate action to oversee the independence of the independent registered public accounting firm.
- (x) Approve any internal audit outsourcing arrangements;

- (xi) Make appropriate inquiries of management to ascertain whether there are scope or budgetary limitations impeding the ability of the internal audit function to execute its responsibilities;
- (xii) Review the internal audit function of the Company, and approve the annual audit plan;
- (xiii) Review internal audit reports and monitor management's responses;
- (xiv) Approve the Audit Committee Charter annually;
- (xv) Approve internal audit's risk assessment methodology;
- (xvi) Periodically consult with the independent registered public accounting firm and internal audit without the presence of management to review the integrity of the Company's financial reporting processes, both internal and external, and review the completeness and accuracy of the Company's financial statements. The review should include the adequacy and effectiveness of the accounting and financial controls of the Company, and should set forth any recommendations for the improvement of such internal control procedures or particular areas where new or more detailed controls or procedures are desirable;
- (xvii) Review regulatory matters that may have a material impact on the Company's financial statements, related Company compliance risk and programs, and reports received from regulators;
- (xviii) Review the independent registered public accounting firm's attestation and report on management's internal control report;
- (xix) Review and discuss with management and the independent registered public accounting firm the basis for their respective reports issued pursuant to Part 363 of the Federal Deposit Insurance Corporation's regulations;
- (xx) Establish procedures (including the review and approval of the Company's Whistleblower Policy) for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, including the confidential and anonymous submission by employees of concerns regarding questionable accounting or auditing matters as required by applicable law and as deemed appropriate.
- (xxi) Monitor and assess compliance with the Company's Code of Ethics;
- (xxii) Perform any other activities consistent with this Audit Charter, the Company's Bylaws and governing law, as the Committee or the Board deems necessary or appropriate. The Committee is authorized to access internal and external resources, as the Committee requires, to carry out its responsibilities;

(xxiii) Review and approve all related-party transactions in accordance with, and as required by, the Nasdaq corporate governance listing standards; and

(xxiv) Report audit actions fully and promptly to the Board.

VI. Other

The duties and responsibilities of a member of the Committee are in addition to those duties set out for a member of the Board.

This Audit Committee Charter shall be reassessed annually for adequacy and updated for any changes that are necessary as a result of new laws or regulations. The Committee shall review its own performance not less often than annually.

The Committee shall report regularly to the Board regarding the execution of its duties and responsibilities. The Committee's reports to the Board shall contain such information as the Committee and/or the Board may deem appropriate.

VII. Limitation of Committee's Role

While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to plan or conduct audits or to determine that the Company's financial statements and disclosures are complete and accurate and are in accordance with generally accepted accounting principles and applicable rules and regulations or to determine the effectiveness of the systems of internal controls regarding financial reporting. These are the responsibilities of management and the independent registered public accounting firm.

Approved by the Board on November 21, 2025.