

CHARTER OF THE AUDIT COMMITTEE
of the
BOARD OF DIRECTORS
of
AMERANT BANCORP INC.

Effective as of December 6, 2023

I. Purposes

The Audit Committee (the “*Committee*”) is appointed by the Board of Directors (the “*Board*”) of Amerant Bancorp Inc. (the “*Company*”) for the primary purpose of preparing the disclosure required by Item 407(d)(3)(i) of Regulation S-K and assisting the Board with respect to fulfilling its oversight of:

1. The integrity of the Company’s financial statements;
2. The accounting and financial reporting processes of the Company and the audits of the consolidated financial statements of the Company;
3. The Company’s compliance with legal and regulatory requirements;
4. The qualifications and independence of the Company’s independent registered public accounting firm;
5. The systems of internal control over financial reporting; and
6. The performance of the independent registered public accounting firm and internal audit function (including, as applicable, any outside firm engaged to perform the internal audit function).

The Committee shall also act as the audit committee of the Company’s subsidiaries, Amerant Bank, National Association (the “*Bank*”), Amerant Investments, Inc. (“*Amerant Investments*”), Amerant Mortgage, LLC (“*Amerant Mortgage*”), and Elant Bank and Trust Ltd. (“*Elant*”). Unless the context requires otherwise, references to the Company in this Charter include the Bank, Amerant Investments, Amerant Mortgage, and Elant.

While the Committee has the responsibilities and powers set forth in this Charter, it is not the duty of the Committee to prepare financial statements or plan or perform 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 (“*GAAP*”) and applicable rules and regulations or to determine the effectiveness of the systems of internal control over financial reporting. These are the responsibilities of management and the independent registered public accounting firm. Accordingly, to fulfill its obligations, the Committee relies on (1) management for the preparation and accuracy of the Company's financial statements; (2) both management and the Company's internal audit department for establishing effective internal controls and procedures to ensure the Company's compliance with accounting standards, financial reporting procedures and applicable laws and regulations; and the Company's independent auditors for an unbiased, diligent audit or review, as applicable, of the Company's financial statements and the effectiveness of the Company's internal controls. The members of the Committee are not employees of the Company and are not responsible for conducting the audit or performing other accounting procedures.

II. Membership

The Committee shall consist of no fewer than three members, each of whom shall meet the independence requirements set forth in Rule 10A-3 under the Securities Exchange Act of 1934 (the “*Exchange Act*”), as amended, the independence requirements and listing standards of the New York Stock Exchange (“*NYSE*”), the Federal Deposit Insurance Corporation and any other requirements imposed by the Company’s bylaws and applicable laws, rules, and regulations. The Board will select the members and the chair of the Committee (upon the recommendation of the Corporate Governance, Nominating and Sustainability Committee). If the Board fails to appoint a chair, the members of the Committee may designate a chair by a majority vote of the full Committee. Each Committee member will serve at the pleasure of the Board for such term as the Board may decide or until such Committee member is no longer a Board member. The Board may remove any member from the Committee at any time with or without cause.

The Company does not limit the number of public company audit committees on which a Committee member serves, provided that if a member does serve on more than three public company audit committees (including the Committee), the Board shall determine whether this simultaneous service would impair the ability of the member to serve on the Committee and the Company shall disclose such determination either on or through the Company’s website or annual proxy statement.

III. Qualifications

Each member of the Committee must be financially literate, as determined by the Board. At least one member of the Committee must be an "audit committee financial expert" as defined in Item 407(d)(5)(ii) of Regulation S-K.

IV. Meetings and Procedures

The Committee will meet at least six times during a calendar year and may hold additional or special meetings as needed or deemed appropriate to carry out its responsibilities. A majority of Committee members shall constitute a quorum, and a majority of the members present at any meeting shall decide any matters brought before the Committee. The Committee may also take action without a meeting if a written consent setting forth the action taken is executed by all members of the Committee (which may be provided and signed in printed paper or by electronic transmission).

The Committee should meet periodically in separate executive sessions with the independent registered public accounting firm, the chief executive officer, the chief financial officer, and the head of internal audit. The Committee may invite any employee, agent, attorney, or consultant to attend a meeting or portion of a meeting when it deems that the presence of any of these could contribute to the matter of discussion.

The Committee may establish its own procedures, including the formation and delegation of authority to subcommittees, in a manner not inconsistent with this Charter, the Company’s bylaws, the listing standards of NYSE, or applicable laws, rules and regulations.

The chair or a majority of the Committee members may call meetings of the Committee. Unless the Committee or the Board adopts other procedures, the provisions of the Company's bylaws applicable to meetings of Board committees will govern meetings of the Committee. The Company's Corporate Secretary or Assistant Corporate Secretary shall keep written minutes of all meetings of the Committee.

The Committee shall regularly report to the Board on its discussions and actions, including any significant issues or concerns that arise at its meetings, and shall make recommendations to the Board as appropriate.

V. Access and Resources

The Committee is at all times authorized to have direct, independent access to the independent registered public accounting firm as well as the Company's other directors, management, and personnel, as well as books, records, and facilities to carry out the Committee's purposes, duties, and responsibilities. The Committee is authorized to communicate in confidence with any of these individuals. The Committee is authorized to conduct investigations, and to retain in its sole discretion, at the expense of the Company, independent legal, accounting, financial, governance, or other professional advisers selected by the Committee, for any matters relating to the purpose and responsibilities of the Committee.

The Company shall provide for appropriate funding, as determined by the Committee, for payment of (1) compensation to any registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company, as well as any non-audit services approved by the Committee, (2) compensation to any advisers employed by the Committee, and (3) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Nothing in this Charter is intended to preclude or impair the protection provided in Sections 607.0830(3) and 607.0830(4) of the Florida Business Corporation Act for good faith reliance by members of the Committee on reports or other information provided by others.

VI. Duties and Responsibilities

The Committee shall have the following duties and responsibilities:

A. Relationship with the independent registered public accounting firm

1. Be directly responsible for the appointment, compensation, retention, and oversight of the work of any independent registered public accounting firm (including resolution of disagreements between management and the Company's independent registered public accounting firm regarding financial reporting) engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Company. The independent registered public accounting firm shall report directly to the Committee.
2. Have sole authority to pre-approve all audit, review and attest services and permissible non-audit services provided by the independent registered public accounting firm and related fees prior to the performance of such work or services, including specific pre-

approval of internal control-related services as set forth in Section 10A of the Exchange Act and the rules and regulations promulgated thereunder by the Securities and Exchange Commission (“*SEC*”), as amended. The Committee may confer with Company management on these matters but may not delegate this responsibility to management. To the extent permitted by SEC and other applicable rules, the Committee may delegate this duty to one or more designated members of the Committee with any such pre-approval reported to the Committee at its next meeting. The Committee may also adopt policies and procedures for the pre-approval of audit and non-audit services to be provided by the independent registered public accounting firm.

3. Review the scope and plan of the work to be performed by the independent registered public accounting firm for each year, including staffing, locations, general audit approach.
4. Annually evaluate, considering the opinions of management, the independent registered public accounting firm’s qualifications, performance, and independence, including a review and evaluation of the lead audit partner as well as ensuring the rotation of the lead audit partner as required by applicable regulations.
5. At least annually, review with the independent registered public accounting firm (1) the firm’s internal quality-control procedures, (2) any material issues raised by the most recent internal quality-control review, peer review, or Public Accounting Oversight Board (“*PCAOB*”) inspection of the firm, or by any inquiry or investigation by governmental or professional authorities, within the preceding five (5) years, respecting one or more independent audits carried out by the firm, and any steps taken to deal with any such issues, and (3) in order to assess the firm’s independence, all relationships between the firm and members of the firm and the Company as well as any other written independence disclosures required by the PCAOB or any other applicable standards, and actively engage in a dialogue with the independent registered public accounting firm with respect to any disclosed relationships or services that may impact the objectivity and independence of the independent registered public accounting firm and take appropriate action to oversee the independence of the independent registered public accounting firm.
6. Obtain and discuss with the independent registered public accounting firm the communications required by Section 10A(k) of the Exchange Act, and PCAOB Auditing Standard 1301 (Communications with Audit Committees), as amended, or any successor professional standard, regarding the overall strategy, timing of the audit, 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 with its national office, (7) management’s consultation with other accountants, (8) going concern, (9) uncorrected and corrected misstatements, (10) material written communications, (11) departure from the independent registered public accounting firm’s Standard Report, (12) disagreements with management, (13) difficulties encountered in performing the audit, (14) all alternative treatments of financial information within GAAP that have been discussed with management, the ramifications of the use of such alternative treatments and the treatment preferred by the auditors, and (15) other

matters arising from the audit that are significant to the oversight of the financial reporting process. Unless otherwise specified in Auditing Standard No. 1301, the required communications need not be in writing, but the communications are required to be made to the Committee prior to the issuance of the independent registered public accounting firm's report.

7. Establish clear hiring policies for employees or former employees of the independent registered public accounting firm, considering the provisions of Rule 2-01(c)(2) of Regulation S-X, as amended, or any successor rule.

B. Financial Statements and Financial Reporting

1. Review and discuss the Company's annual audited financial statements with management and the independent registered public accounting firm, including the form of audit opinion to be issued by the independent registered public accounting firm on the financial statements and disclosures made in management's discussion and analysis and recommend to the Board whether the audited consolidated financial statements should be included in the Company's Annual Report on Form 10-K and filed with the SEC, and produce the audit committee report required to be included in the Company's proxy statement.
2. Review and discuss with management and the independent registered public accounting firm the Company's quarterly financial statements prior to the filing of the Company's quarterly reports on Form 10-Q with the SEC, including the results of the independent registered public accounting firm's review of the quarterly financial statements as well as findings, including any significant adjustments, management judgments and accounting estimates, significant new accounting policies and disagreements with management and any other matters described in PCAOB Auditing Standard 4105 (Reviews of Interim Financial Information), as amended, or any successor professional standard.
3. Review and discuss with management the Company's earnings press releases, as well as financial information and earnings guidance provided to analysts and rating agencies, if any. Review with management and the independent registered public accounting firm the use of "pro-forma" or "adjusted" Non-GAAP information, such review may be done generally (by reviewing the types of information to be disclosed and the types of presentations to be made).
4. Consider the independent registered public accounting firm's judgments about the quality and appropriateness of the Company's accounting principles as applied in its financial reporting.
5. Discuss with management and the independent registered public accounting firm the effect of regulatory and accounting initiatives, as well as off-balance sheet structures on the Company's financial statements.
6. Perform the responsibilities of an audit committee detailed in Part 363 of the Federal Deposit Insurance Corporation Rules and Regulations.

C. Oversight of the Company's Internal Audit Function, Internal Controls and Risk Management

1. Approve the appointment, remuneration, and dismissal of the head of internal audit, who shall report to the Company's chief operating officer on administrative matters but shall substantively report directly to the Committee. On an annual basis, review and approve the performance assessment of the head of internal audit.
2. Review and approve the engagement and compensation of the outside firm engaged to perform the internal audit function, if any, and oversee its performance.
3. Consider, review, and approve, in consultation with management and the head of internal audit, the internal audit plan, including responsibilities and budget. Oversee the adherence to the internal audit plan and approve changes in the scope of the plan, if any.
4. Consider and review with management and the head of internal audit (1) significant findings during the year and management's responses thereto, and (2) any difficulties encountered during the audits, including any restrictions on the scope of the work or access to required information.
5. Periodically review with management, the independent registered public accounting firm, and the head of internal audit, the Company's disclosure controls and procedures and internal control over financial reporting as defined in applicable SEC rules. The review should include the adequacy and effectiveness of the Company's internal controls, as well as any recommendations for the improvement of such internal controls or areas where new or more detailed controls or procedures are recommended.
6. Review the independent registered public accounting firm's attestation and report on management's internal control report.
7. Discuss with management, the independent registered public accounting firm, and internal audit the Company's major financial risk exposures and the steps that management has taken to monitor and control such exposures, including the Company's risk assessment and risk management policies.

D. Other matters

1. Review as necessary, with the Company's Chief Legal Officer or outside legal counsel, legal matters that may have a material impact on the financial statements including whether disclosure of such matters is required in the Company's financial statements and/or SEC filings and the appropriateness of those disclosures, if required.
2. Review reports as to (i) the results of regulatory exams and corrective actions, (ii) compliance reviews and required corrective actions, (iii) reports of ethics breaches, and (iv) summaries of significant legal and regulatory developments.
3. Establish procedures for (1) the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters and

- (2) the confidential, anonymous submission by the Company's employees of concerns regarding questionable accounting or auditing matters.
4. Periodically, meet separately with management, with the head of internal audit and the independent registered public accounting firm.
 5. Consider and discuss periodically with management and the independent registered public accounting firm the Company's Code of Conduct and Ethics (the "Code") and the procedures in place to enforce the Code.
 6. Review and approve all "related party transactions" as such term is defined in the listing standards of NYSE and by the SEC; and keep the Company's independent auditors informed of the Committee's understanding of the Company's relationships and transactions with related parties that are significant to the Company; and review and discuss with the Company's independent auditors the auditors' evaluation of the Company's identification of, accounting for, and disclosure of its relationships and transactions with related parties, including any significant matters arising from the audit regarding the Company's relationships and transactions with related parties.
 7. At each regular meeting of the Board, provide a report regarding the activities of the Committee since the last regular meeting of the Board.
 8. Prepare and approve, with the assistance of management, the independent auditors and outside legal counsel, the "Audit Committee Report" to be included in the Company's annual Proxy Statement.
 9. Supervise and direct any special project, investigations, and other activities that the Committee considers necessary and consistent with this Charter.
 10. Serve as the Fiduciary Audit Committee of the Bank's trust department as provided by 12 CFR 9.9(c). In such capacity, the Committee shall oversee the Bank's fiduciary audit function and review the findings of audits, reviews, and regulatory examinations related to such fiduciary activities, as well as management's response and follow-up to the findings or other recommendations that result from such audits, reviews, or examinations.
 11. Annually review and assess the adequacy of this Charter and recommend any changes to the Board.
 12. Annually evaluate its own performance and report the results of this evaluation to the Board.
 13. Perform any other activities consistent with this Charter, the listing standards of NYSE, the Company's bylaws and applicable laws, rules, and regulations.