SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Date of E Requiring S (Month/Day 04/01/202	Statement //Year)	3. Issuer Name and Ticker <u>Sterling Bancorp, 1</u>	•					
(Last) (First) (Middle) C/O STERLING BANCORP, INC.			4. Relationship of Reporting Issuer (Check all applicable) Director	10% Owner Other (specify below)			5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
ONE TOWNE SQUARE, SUITE 1900	_		X Officer (give title below) Chief Risk ((Ch			
(Street) SOUTHFIELD MI 48076						Form filed by More than One Reporting Person			
(City) (State) (Zip)									
	Table I - Non	-Derivativ	ve Securities Benefic	cially O	wned				
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. J)	Form: I (D) or I			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			2,235	I	D				
Common Stock			42,561 ⁽¹⁾	D					
Common Stock			2,050 ⁽²⁾	I 4		401(k) Plan			
(e.			Securities Beneficia ts, options, convert)			
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of S Underlying Derivative Se (Instr. 4)				5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)	
Explanation of Responses:									

1. Represents awards of shares of restricted stock pursuant to the Sterling Bancorp, Inc. 2020 Omnibus Equity Incentive Plan (the "Plan"), which are unvested. The restricted stock will vest as follows: 13,525 shares on May 19, 2024, 1,577 shares on November 15, 2024, 13,525 shares on May 19, 2025 and 13,934 shares on May 19, 2026, subject to continued Service on each such date, or, if earlier, upon death or Disability or a Change of Control, all as specified in the Plan.

2. The reporting person holds units in the issuer's unitized stock fund in the Sterling Bank & Trust 401(k) Plan (the "401(k) Plan"), consisting primarily of the issuer's Common Stock and the remainder in cash or cash equivalents. The number of shares in this row is an estimate of the number of shares of the issuer's Common Stock held in the unitized stock fund and attributed to the reporting person as a 401(k) Plan participant.

Remarks:

Exhibit 24, Power of Attorney, is attached.

<u>/s/ Eleni Willis by</u> Elizabeth M. Keogh, attorney-in-fact

04/04/2024

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Elizabeth M. Keogh and Karen Knott signing singly, her true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, with respect to the undersigned's position as a director and/or officer of Sterling Bancorp, Inc. (the "Company"), Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID or Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange, stock market or similar authority; and

3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorneyin-fact, may be of benefit to, and in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or in a superseding Power of Attorney filed with the United States Securities and Exchange Commission. For the avoidance of doubt, the undersigned's signature to this Power of Attorney hereby supersedes all prior appointments of attorneys-in-fact with respect to the rights and powers granted and described above.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of April 2, 2024.

/s/ Eleni Willis

Eleni Willis