Climate First Bancorp, Inc.
Disclosure Statement
Rule 15c2-11(5) and Rule 144(c)(2)
Under the Securities Exchange Act of 1934

1. The exact name of the issuer and its predecessor (if any):

The exact name of the issuer is Climate First Bancorp, Inc.

2. The address of the issuer's principal executive office:

1150 S. Orlando Avenue
Winter Park, Florida 32789
Telephone: (689) 444-5500
Website: www.climatefirstbank.com

3. The state of incorporation:

The issuer is incorporated in Florida.

4. The exact title and class of the securities:

The issuer's securities are common stock.

5. The par or stated value of the securities:

The par value of the issuer's common stock is $5.00 per share.

6. The number of shares or total amount of the securities outstanding as of the end of the issuer's most recent fiscal year:

There were 5,312,070 shares of common stock outstanding at December 31, 2022 and 7,877,346 shares of common stock outstanding at June 30, 2023.

7. The name and address of the stock transfer agent:

Ms. Kara Kennedy
Executive Director
ClearTrust, LLC
16540 Pointe Village Drive, Suite 205
Lutz, Florida 33558

Telephone: (813) 235-4490
Email: cleartrustonline.com
Fax: (813) 388-4549

8. The nature of the issuer's business:

The issuer is a bank holding company and the parent company of a wholly-owned subsidiary, Climate First Bank. Climate First Bank is a full-service banking institution.

9. The nature of products or services offered:

As a financial institution, the issuer's subsidiary, Climate First Bank provides a wide range of loan and deposit products and services.

10. The nature and extent of the issuer's facilities:

The issuer's subsidiary, Climate First Bank has banking offices at 2755 East Orange Avenue, Eustis, Florida 32726, 5301 Central Avenue S., St. Petersburg, Florida 33710, and 1150 S. Orlando Avenue, Winter Park, Florida 32789.

11. The names of the executive officers and members of the board of directors:

Kenneth E. LaRoe, Chairman and Chief Executive Officer and Director
Lex Ford, President and Director
J. Brock McClane, Director
Jarred M. Meyers, Director
Sharon Hill, Executive Vice President and Chief Financial Officer
Marcio deOliveira, Executive Vice President

12. The issuer's most recent balance sheet and profit and loss and retained earnings statements:

See unaudited financial statements as of June 30, 2023 at the end of this document.

13. Similar financial information for the preceding two fiscal years:

See the financial statements as of December 31, 2022 and 2021 at the end of this document.

14. Whether the broker or dealer of any associated person is affiliated, directly or indirectly with the issuer:

n/a

15. Whether the quotation is being published or submitted on behalf of any other broker or dealer, and, if so, the name of such broker or dealer:

n/a

16. Whether the quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, and, if so, the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person:

n/a