

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Anderson Robert B.</u>			2. Issuer Name and Ticker or Trading Symbol <u>USCB FINANCIAL HOLDINGS, INC. [ USCB ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ X Officer (give title below) _____ Other (specify below) _____ <b>Executive VP and CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/06/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O USCB FINANCIAL HOLDINGS, INC. 2301 N.W. 87TH AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)			Rule 10b5-1(c) Transaction Indication					
<u>DORAL</u>	<u>FL</u>	<u>33172</u>	<input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Voting Common Stock	05/06/2024		P		3,000	A	\$11.91 <sup>(1)</sup>	71,408	D	
Class A Voting Common Stock	05/07/2024		P		3,000	A	\$12.38 <sup>(2)</sup>	74,408 <sup>(3)</sup>	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Options to Purchase Class A Voting Common Stock	\$8.75							09/10/2021 <sup>(4)</sup>	09/10/2030	Class A Voting Common Stock		30,000	D	
Options to Purchase Class A Voting	\$12.05							09/27/2022 <sup>(5)</sup>	09/27/2031	Class A Voting Common Stock		60,000	D	

**Explanation of Responses:**

- The price reported in Column 4 is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$11.47 to \$11.99, inclusive. The reporting person undertakes to provide to USCB Financial Holdings, Inc. ("USCB"), any securities holder of USCB, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$12.12 to \$12.45, inclusive. The reporting person undertakes to provide to USCB, any securities holder of USCB, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- Includes 4,127 shares of restricted stock which vest at a rate of one-third per year commencing on the first anniversary of the date of grant, which was 1/22/2024, and 5,367 shares of restricted stock which vest at a rate of one-third per year commencing on the first anniversary of the date of grant, which was 3/8/2023.
- The options vested at a rate of one-third per year commencing on the first anniversary of the date of grant, which was 9/10/2020.
- The options vest at a rate of one-third per year commencing on the first anniversary of the date of grant, which was 9/27/2021.

/s/ Robert Anderson

05/07/2024

\*\* 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 4 (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.