

# FORM 4

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

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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.

**STATEMENT OF CHANGES IN 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

<b>1. Name and Address of Reporting Person *</b>  <b>Nelson Andrew C</b>  <small>(Last) (First) (Middle)</small>  <b>C/O INVESTAR HOLDING CORPORATION, 10500 COURSEY BLVD.</b>  <small>(Street)</small>  <b>BATON ROUGE, LA 70816</b>  <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Investar Holding Corp [ ISTR ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>1/31/2024</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director <span style="margin-left: 100px;"><input type="checkbox"/> 10% Owner</span> <input type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span>
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Common Stock	1/31/2024		L <sup>(1)</sup>		336	A	\$17.92	142,290	D	
Common Stock	1/31/2024		L <sup>(1)(3)</sup>		46	A	\$17.92	8,473	I	By AJ Investment Co LLC
Common Stock	4/30/2024		L <sup>(2)</sup>		362	A	\$16.71	142,652	D	
Common Stock	4/30/2024		L <sup>(2)(3)</sup>		50	A	\$16.71	8,523	I	By AJ Investment Co LLC

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

- (1) Reflects shares acquired by the Reporting Person under an automatic dividend reinvestment plan. Reporting of this acquisition was deferred under Rule 16a-6(a); however, because of the Reporting Person's purchase of shares on April 30, 2024, the reporting of the acquisition is no longer deferred and is being reported on this Form 4 in accordance with Rule 16a-6(b).
- (2) As of April 30, 2024, common stock purchases for the Reporting Person through an automatic dividend reinvestment plan have exceeded the aggregated small acquisition market value of \$10,000, as set forth in Rule 16a-6, and are therefore being reported prior to a Form 5 filing.
- (3) Mr. Nelson holds an aggregate 90% equity interest in AJ Investment Co LLC. AJ Investment Co LLC is the direct owner of 8,523 shares of Common Stock. Mr. Nelson disclaims beneficial ownership of the shares of Common Stock directly owned by AJ Investment Co LLC for purposes of Section 16, except to the extent of his pecuniary interest in approximately 7,671 shares.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nelson Andrew C C/O INVESTAR HOLDING CORPORATION 10500 COURSEY BLVD. BATON ROUGE, LA 70816	X			

**Signatures**

/s/ Andrew C. Nelson, M.D

5/2/2024

\*\*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.

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