OPORTUN FINANCIAL CORPORATION
CORPORATE GOVERNANCE GUIDELINES

The Board of Directors (the "***Board***") of Oportun Financial Corporation (the "***Company***") has established the following guidelines for the conduct and operation of the Board. These guidelines are designed to give directors and management a flexible framework for effectively pursuing our objectives for the benefit of our stockholders. That is why these guidelines should be interpreted in the context of all applicable laws, our charter documents, and other policies.

BOARD COMPOSITION AND SELECTION

Size of the Board

The Board shall establish the number of directors in accordance with the Company's Amended and Restated Bylaws, as they may be amended from time to time (the "***Bylaws***"). The Board periodically reviews the appropriate size of the Board, which may vary to accommodate the availability of suitable candidates and our needs. The Board is divided into three classes that serve staggered three-year terms, which classes are as nearly equal in number as possible.

Independence of Directors

The Board will be composed of not less than a majority of independent directors, subject to any exceptions permitted by the applicable listing standards of any stock exchange on which any of the Company's capital stock is listed (the "***Listing Standards***"). In determining independence, the Board will consider the definition of independence set forth in such Listing Standards, as well as other factors that will contribute to effective oversight and decision-making by the Board. Based on information provided by Board members and advice of counsel, the Board or the Nominating, Governance and Social Responsibility Committee of the Board (the "***Nominating, Governance and Social Responsibility Committee***") shall affirmatively determine at times required by the Listing Standards and the rules and regulations of the Securities and Exchange Commission (the "***SEC***") that the directors designated as independent have no material relationships to the Company (either directly or with an organization in which the director is a partner, stockholder or officer or is financially interested) that may interfere with the exercise of their independence from management and the Company.

Management Directors

The Board anticipates that our Chief Executive Officer will serve on the Board. The Board also anticipates that other members of our management, who can assist the Board in fulfilling its responsibilities based on their experience and role at the Company, may serve on the Board as appropriate.

Selection of Chief Executive Officer and Chairperson of the Board

Our policy is that the positions of Chief Executive Officer and chairperson (if designated) be held by different individuals, except in unusual circumstances as determined by the Board. The Board will be responsible for nominating members for election to the Board by our stockholders at the annual meeting of stockholders. The Board is also responsible for filling vacancies on the Board that may occur between annual meetings of stockholders. The Nominating, Governance and Social Responsibility Committee is responsible for identifying, reviewing, evaluating and recommending to the Board candidates to serve as directors of the Company, in accordance with its charter and consistent with the criteria listed below.

Board Leadership

The Board may select a chairperson of the Board in the manner and on the criteria that the Board deems appropriate. In the event that the Company does not have an independent chairperson of the Board, the independent directors will designate a lead independent director. The name of the chairperson or lead independent director will be listed in our proxy statement. The independent chairperson or lead independent director will be responsible for coordinating the activities of the independent directors. In addition to the duties of all Board members, the specific responsibilities of the chairperson or lead independent director are to:

(i) preside over all Board and stockholder meetings;

(ii) work with the Chief Executive Officer to develop and approve an appropriate Board meeting schedule;

(iii) work with the Chief Executive Officer to develop and approve Board meeting agendas;

(iv) provide feedback to the Chief Executive Officer on the quality, quantity, and timeliness of the information provided to the Board;

(v) develop the agenda and moderate executive sessions of the independent members of the Board;

(vi) convene meetings of the independent directors as appropriate;

(vii) act as principal liaison between the independent members of the Board and the Chief Executive Officer;

(viii) preside over any portions of Board meetings at which the evaluation or compensation of the Chief Executive Officer is discussed;

(ix) preside over any portions of Board meetings at which the evaluation or performance of the Board is discussed, including in coordination with the chairperson of the Nominating, Governance and Social Responsibility Committee;

(x) be available for consultation and direct communication with stockholders as deemed appropriate; and

(xi) perform other duties as the Board may determine from time to time.

Nomination Process

The Company's Secretary shall be notified of all persons proposed to serve as potential candidates for nomination to the Board. For nominations of potential candidates made other than by the Board, the stockholder making such nomination shall comply with the Bylaws, including without limitation, submission of the information or other materials required with respect to proposed nominees. Any candidate nominated shall upon request agree in writing to comply with these Corporate Governance Guidelines and all other Company policies and procedures applicable to members of the Board.

STOCKHOLDER RECOMMENDATIONS OF DIRECTOR NOMINEES

The Nominating, Governance and Social Responsibility Committee will consider director candidates recommended by Company stockholders. The Nominating, Governance and Social Responsibility Committee does not intend to alter the manner in which it evaluates a candidate for nomination to the Board based on whether or not the candidate was recommended by a Company stockholder.

Company stockholders who wish to recommend individuals for consideration by the Nominating, Governance and Social Responsibility Committee to become nominees for election to the Board at an annual meeting of stockholders must do so in accordance with the procedures as set forth in the Bylaws.

PROCESS FOR IDENTIFYING AND EVALUATING NOMINEES FOR DIRECTOR OF THE COMPANY

(i) The Nominating, Governance and Social Responsibility Committee will evaluate director nominees in the context of the current composition of the Board, the operating requirements of the Company and the long-term interests of stockholders.

(ii) In conducting this assessment, the Nominating, Governance and Social Responsibility Committee will consider the minimum board membership criteria set forth below, as well as diversity, age, skills and such other factors as it deems appropriate given the current needs of the Board and the Company to maintain a balance of knowledge, experience and capability.

(iii) In the case of incumbent directors whose terms of office are set to expire, the Nominating, Governance and Social Responsibility Committee will review such directors' overall service to the Company during their term, including the number of meetings attended, level of participation, quality of performance, and any other relationships and transactions that might impair such directors' independence.

(iv) In the case of new director candidates, the Nominating, Governance and Social Responsibility Committee will also determine whether the potential candidates satisfy the independence requirements of any stock exchange on which any of the Company's capital stock is listed, which determination will be based upon the applicable Listing

Standards and the applicable rules and regulations of the SEC, and the advice of counsel, if necessary.

(v) The Nominating, Governance and Social Responsibility Committee will then use its network of contacts to compile a list of potential candidates, but may also engage, if it deems appropriate, a professional search firm.

(vi) The Nominating, Governance and Social Responsibility Committee will conduct any appropriate and necessary inquiries into the backgrounds and qualifications of possible candidates after considering the function and needs of the Board.

(vii) The Nominating, Governance and Social Responsibility Committee will meet to discuss and consider such candidates' qualifications and then select a nominee for recommendation to the Board by majority vote.

Board Membership Criteria

The Board will determine the appropriate characteristics, skills and experience for the Board as a whole and for its individual members. The Board considers recommendations for nominees from the Nominating, Governance and Social Responsibility Committee. The Board will consider the minimum general criteria set forth below, and may add any specific additional criteria with respect to specific searches, in selecting candidates and existing directors for service on the Board. An acceptable candidate may not fully satisfy all of the criteria, but is expected to satisfy nearly all of them. The Board believes that candidates for director should have certain minimum qualifications, including being able to read and understand basic financial statements, and having the highest personal integrity and ethics.

In considering candidates recommended by the Nominating, Governance and Social Responsibility Committee, the Board intends to consider such factors as (i) possessing relevant expertise upon which to be able to offer advice and guidance to management, (ii) having sufficient time to devote to the affairs of the Company, (iii) demonstrated excellence in their field, (iv) having the ability to exercise sound business judgment and (v) having the commitment to rigorously represent the long-term interests of our stockholders. The Board reviews candidates for director nomination in the context of the current composition of the Board, the operating requirements of the Company and the long-term interests of our stockholders. In conducting this assessment, the Board considers diversity, age, skills, and such other factors as it deems appropriate given the current needs of the Board and the Company to maintain a balance of knowledge, experience and capability. In the case of incumbent directors whose terms of office are set to expire, the Board reviews such directors' overall service to the Company during their term, including the number of meetings attended, level of participation, quality of performance, and any other relationships and transactions that might impair such directors' independence. In the case of new director candidates, the Board also determines whether the nominee must be independent for purposes of any stock exchange on which any of the Company's capital stock is listed.

Changes in Board Member Criteria

The Board and the Company wish to maintain a Board composed of members who can productively contribute to the success of the Company. From time to time, the Board may change

the criteria for Board membership at its discretion. When this occurs, the Board will evaluate existing members according to the new criteria. The Board may ask a director who no longer meets the complete criteria for Board membership to adjust their committee assignments or resign from the Board.

Policy on Majority Voting for Directors

In accordance with the Bylaws, a nominee for director shall be elected to the Board if the votes cast for such nominee's election exceed the votes cast against such nominee's election; provided, however, that directors shall be elected by a plurality of the votes cast at any meeting of stockholders for which (i) the secretary of the Company receives notice that a stockholder has nominated a person for election to the Board in compliance with the advance notice requirements for stockholder nominees for director set forth in Section 5 of the Bylaws and (ii) such nomination has not been withdrawn by such stockholder on or prior to the date that is 10 calendar days in advance of the date the Company files its definitive proxy statement (regardless of whether thereafter revised or supplemented) for such meeting with the SEC, or the number of director nominees otherwise exceeds the number of directors to be elected at such meeting. The Board expects a director to tender their resignation if they fail to receive the requisite vote for election in an uncontested election. All of the following procedures must be completed within 90 days following certification of the stockholder vote.

The Board, through the Nominating, Governance and Social Responsibility Committee, will evaluate the best interests of the Company and its stockholders and will decide the action to be taken with respect to such offered resignation. Such action may include, without limitation: (i) accepting the resignation; (ii) accepting the resignation effective as of a future date not later than 180 days following certification of the stockholder vote; (iii) rejecting the resignation but addressing what the Nominating, Governance and Social Responsibility Committee believes to be the underlying cause of the votes against such director; (iv) rejecting the resignation but resolving that the director will not be nominated in the future for election; or (v) rejecting the resignation.

In reaching its decision, the Nominating, Governance and Social Responsibility Committee will consider all factors that it deems to be relevant, including but not limited to: (i) any stated reasons why stockholders voted against such director; (ii) the extent to which the against votes exceed the votes for the election of the director and whether the against votes represent a majority of the Company's outstanding voting power; (iii) any alternatives for curing the underlying cause of the against votes; (iv) the director's tenure; (v) the director's qualifications; (vi) the director's past and expected future contributions to the Company and the Board; (vii) the overall composition of the Board, including whether accepting the resignation would cause the Company to fail, or potentially to fail, to comply with any applicable law, including the Listing Standards and SEC rules and regulations; and (viii) whether such director's continued service on the Board for a specified period of time is appropriate in light of current or anticipated events involving the Company.

Following the Board's determination, the Company will, within four business days of such determination, publicly disclose in a document furnished or filed with the SEC the Board's decision as to whether to accept the resignation offer. The disclosure must also include a

description of the process by which the decision was reached, including, if applicable, the reason or reasons for rejecting the offered resignation.

The Board expects a director whose resignation is under consideration in accordance with this policy to abstain from deliberations or voting as to whether the Board will accept such resignation. Prior to voting, the Nominating, Governance and Social Responsibility Committee may afford the affected director an opportunity to provide any information or statement that they deem relevant.

The Board shall only nominate for reelection candidates who have tendered, in advance of such nomination, an irrevocable, conditional resignation that will be effective only upon both (i) the failure to receive the requisite vote at the next stockholders' meeting at which they are up for reelection and (ii) Board acceptance of such resignation. In addition, the Board shall fill director vacancies and new directorships only with candidates who agree to tender, promptly following their appointment to the Board, the same form of resignation tendered by other directors in accordance with this corporate governance guideline.

Term Limits

The Board does not believe it should limit the number of terms for which an individual may serve as a director. Directors who have served on the Board for an extended period of time are able to provide continuity and valuable insight into the Company, our operations and prospects based on their experience with, and understanding of, our history, policies and objectives. The Board believes that, as an alternative to term limits, it can ensure that the Board continues to evolve and adopt new ideas and viewpoints through the director nomination process described in these guidelines.

Limits on Board Memberships

Directors should advise the lead independent director or chairperson (if one is appointed) and the chairperson of the Nominating, Governance and Social Responsibility Committee in advance of accepting an invitation to serve on the board or committee of another company. The Board recognizes that a director's ability to fulfill their responsibilities as a member of the Board can be impaired if they serve on multiple other boards or board committees. Service on boards and board committees of other companies should be consistent with our conflict-of-interest policies.

Retirement Age

The Board does not believe that a fixed retirement age for directors is appropriate.

Directors Who Change Their Job Responsibility

A director who retires from their present employment or who materially changes their position should notify the Board and the Nominating, Governance and Social Responsibility Committee. While the Board does not believe any director who retires from their present employment, or who materially changes their position, should necessarily leave the Board, there should be an opportunity for the Board, through the Nominating, Governance and Social

Responsibility Committee, to review the continued appropriateness of Board membership under these circumstances.

ROLE OF THE BOARD OF DIRECTORS

Our stockholders select the Board to provide oversight of, and strategic guidance to, senior management. Key areas of oversight and guidance involve risk assessment and mitigation, financial plans and reporting and executive leadership development and compensation. The core responsibility of a Board member is to fulfill their fiduciary duties of care and loyalty and otherwise to exercise their business judgment in the best interests of the Company and our stockholders. Service on the Board requires significant time and attention on the part of directors. More specifically, the Board has responsibilities to review, approve and monitor fundamental financial and business strategies and major corporate actions, assess major risks facing the Company and consider ways to address those risks, select and oversee management and determine its composition and oversee the establishment and maintenance of processes and conditions to maintain the integrity of the Company. Directors must participate in Board meetings, review relevant materials, serve on committees and prepare for meetings and discussions with management. We expect directors to maintain an attitude of constructive involvement and oversight, to ask relevant, incisive and probing questions and to require honest and accurate answers. Directors must act with integrity and we expect them to demonstrate a commitment to the Company, our values and our business and to long-term stockholder value.

Disclose Relationships and Other Information

Each director is expected to disclose promptly to the Board and will respond promptly and accurately to periodic questionnaires or other inquiries from the Company regarding any existing or proposed relationships with the Company, including compensation and stock ownership, which could affect the independence of the director under applicable Listing Standards or any additional standards as may be established by the Board from time to time. Each director shall also promptly inform the Company of any material change in such information, to the extent not already known by the Company.

Confidentiality

Directors have an obligation to protect and keep confidential all non-public information related to the Company ("***Confidential Information***") unless and until the Company has authorized public disclosure (or unless otherwise required by law or regulation). Confidential Information includes all non-public information entrusted to or obtained by a director by reason of their position on the Board, such as information regarding the strategy, business, finances and operations of the Company and third parties, minutes, reports and materials of the Board and its committees, other documents identified as confidential by the Company and all other non-public information provided by the Company, including but not limited to non-public information concerning: (i) the Company's financial condition, prospects or plans, its marketing and sales programs and research and development information, as well as information relating to acquisitions, divestitures and actions relating to the Company's stock; (ii) possible transactions with other companies or information about the Company's lenders, customers or partners that the Company is under an obligation to maintain as confidential; and (iii) the proceedings and

deliberations of the Board and its committees, and the discussions and decisions between and among employees, officers and directors and their advisors. Directors may not use Confidential Information for personal benefit or to benefit other persons or entities other than the Company. Directors shall refrain from disclosing Confidential Information to anyone outside the Company, specifically including any principal or employee of any entity or person that employs the director or has sponsored the director's election to the Board, except with Company authorization or as otherwise may be required by applicable law. The obligations described above continue even after service on the Board has ended. Any questions or concerns about potential disclosures should be directed to the General Counsel, who then may communicate with the Chief Executive Officer or the Nominating, Governance and Social Responsibility Committee regarding such potential disclosures.

Applicable Laws and Policies

Board members will comply with all applicable laws and requirements of applicable regulatory agencies and with all policies and guidelines of the Company, including, without limitation, the Company's Code of Conduct.

DIRECTOR ORIENTATION AND EDUCATION

The Nominating, Governance and Social Responsibility Committee may implement an orientation process for directors that includes background material on our policies and procedures, meetings with senior management and visits to our facilities. The Company may offer continuing education programs to assist the directors in maintaining the level of expertise to perform their duties as a director.

DIRECTOR COMPENSATION

The Compensation and Leadership Committee of the Board of Directors (the "***Compensation and Leadership Committee***") shall review and recommend to the Board for approval the form and amount of director compensation for Board and committee service for non-management directors in accordance with applicable legal and regulatory guidelines. The amount of compensation for non-management directors and committee members should be consistent with market practices of similarly situated companies. In determining compensation, the Board will consider the impact on the director's independence and objectivity.

BOARD MEETINGS

Number of Meetings

The Board expects to have at least four regular Board meetings each year.

Attendance

We expect our Board members to attend all meetings of the Board and committees on which they serve. Directors must notify the Secretary of circumstances preventing attendance at a meeting.

Preparation and Commitment

The Company will provide directors with appropriate preparatory materials in advance of a meeting. We expect our directors to prepare for, attend and participate in all Board and committee meetings. Each director should ensure that other existing and planned future commitments do not materially interfere with the member's service as director.

Agenda

The Chief Executive Officer, in consultation with the lead independent director or chairperson (if one is appointed), will establish a schedule of subjects to be discussed during the year (to the extent this can be foreseen) and an agenda for each Board meeting. Each Board member is encouraged to suggest the inclusion of items on the agenda at any time and each Board member is free to raise subjects that are not on the agenda.

Executive Session

The independent directors of the Board will meet periodically in executive session but no less than two times per year or such greater number as required by applicable Listing Standards. Executive session discussions may include such topics as the independent directors determine. The directors generally shall not take formal action at these sessions, but may make recommendations for consideration by the full Board. Executive sessions will be chaired by the independent chairperson or lead independent director.

Committee Reports

At each regular Board meeting, if requested by the Board, each standing committee that held a meeting subsequent to the last Board meeting and prior to the current Board meeting will present a brief summary of its committee meeting to the Board, including the principal subjects discussed and the conclusions and actions of the committee. In general, the chairperson of the appropriate committee will present such report.

BOARD COMMITTEES

Number of Committees; Independence of Members

The committee structure of the Board will consist of at least an Audit and Risk Committee, a Compensation and Leadership Committee and a Nominating, Governance and Social Responsibility Committee, and currently also consists of a Credit Risk and Finance Committee. The Board may form, merge or dissolve committees as it deems appropriate from time to time. The Audit and Risk Committee, the Compensation and Leadership Committee and the Nominating, Governance and Social Responsibility Committee shall be composed entirely of independent directors, except to the extent allowed under applicable Listing Standards.

Committee Functions and Charters

All standing committees will operate pursuant to a written charter, which sets forth the responsibilities of the committee and procedures that the committee will follow. Unless otherwise

directed by the Board, new committees formed by the Board will develop a written charter delineating its responsibilities. The charters of all committees will be subject to periodic review and assessment by each committee and each committee shall recommend any proposed charter changes to the Board.

Board Committee Membership

The Nominating, Governance and Social Responsibility Committee will recommend to the Board annually the chairpersonship and membership of each committee. Prior to such recommendations, the Nominating, Governance and Social Responsibility Committee shall consider the interests, independence and experience of the individual directors and the independence and experience requirements set forth in the Listing Standards, the rules and regulations of the SEC and applicable law.

Committee Meetings and Agenda

The committee chairperson, in consultation with committee members, will determine the process, frequency and length of the meetings of the committee, and the appropriate attendees, consistent with any requirements set forth in the committee's charter, the authority delegated by the Board to that committee, and the legal, regulatory, accounting and governance principles applicable to that committee's functions. The chairperson of each committee, in consultation with the appropriate members of the committee and management, will develop the committee's agenda.

BOARD ATTENDANCE AT ANNUAL MEETINGS

Directors are encouraged to attend the Company's annual meeting of stockholders. The Company will reimburse all reasonable out-of-pocket traveling expenses incurred by directors attending the Company's annual meeting.

BOARD ACCESS TO MANAGEMENT; USE OF OUTSIDE ADVISORS

Board members have complete and open access to our management, subject to such processes as deemed appropriate by the Nominating, Governance and Social Responsibility Committee. We expect our Board members to use their judgment to ensure that this contact is not distracting to the operations of the Company or to management's duties and responsibilities. Board members should copy the Chief Executive Officer on written communications to management whenever appropriate.

The Board and each committee shall have the power to hire, at the expense of the Company, independent legal, financial or other advisors as they may deem necessary, without consulting or obtaining the approval of any officer of the Company in advance.

CHIEF EXECUTIVE OFFICER EVALUATION

The Board, based on recommendations from our Compensation and Leadership Committee, shall conduct an annual review of the Chief Executive Officer's performance. The Board will evaluate performance based on objective criteria including performance of the business, accomplishment of long-term strategic objectives and the development of management. The

Compensation and Leadership Committee and Board will use the evaluation in the course of their deliberations when considering the compensation of the Chief Executive Officer.

SUCCESSION PLANNING

The Compensation and Leadership Committee should develop and periodically review with the Chief Executive Officer a plan with respect to executive officers' succession and make recommendations to the Board with respect to the selection of appropriate individuals to succeed to such positions, both in the event of an unexpected event and long-term. The Chief Executive Officer should at all times make available their recommendations and evaluations of potential successors, along with a review of any development plans recommended for such individuals.

BOARD ASSESSMENT

The Nominating, Governance and Social Responsibility Committee will periodically review, discuss and assess the performance of the Board, including Board committees, seeking input from the full Board and others as deemed appropriate. The Nominating, Governance and Social Responsibility Committee will also consider and assess the independence of directors. The Nominating, Governance and Social Responsibility Committee should provide the results of these evaluations to the Board for further discussion as appropriate.

REVIEW OF GOVERNANCE GUIDELINES

The Nominating, Governance and Social Responsibility Committee will periodically review and assess the adequacy of these guidelines and recommend any proposed changes to the Board for approval.

STOCKHOLDER COMMUNICATIONS WITH THE BOARD OF DIRECTORS

Stockholders of the Company wishing to communicate with the Board or an individual director may send a written communication to the Board or such director c/o Oportun Financial Corporation, 1825 Grant Street, Suite 850, San Mateo, California 94402 Attn: Corporate Secretary. Written communications may be submitted anonymously or confidentially and may, at the discretion of the person submitting the communication, indicate whether the person is a stockholder or other interested party. Alternatively, stockholders may submit communications to the Board as a group through the investor page of the Company's corporate website at https://investor.oportun.com/contact.

The Company's Corporate Secretary will review each communication to determine whether it is appropriate for presentation to the Board or such director. Examples of inappropriate communications include product complaints, product inquiries, new product suggestions, resumes or job inquiries, surveys, solicitations or advertisements, or hostile communications.

Communications determined by the Corporate Secretary to be appropriate for presentation to the Board or such director will be submitted to the Board or such director on a periodic basis. Communications determined by the Corporate Secretary to be inappropriate for presentation will still be made available to any non-management director upon such director's request.