SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* COBLENTZ JONATHAN AARON	2. Issuer Name and Ticker or Trading Symbol <u>Oportun Financial Corp</u> [OPRT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) OPORTUN FINANCIAL CORPORATION	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2021	X Officer (give title Other (specify below) below) CFO & Chief Admin Officer				
2 CIRCLE STAR WAY (Street) SAN CARLOS CA 94070	4. 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 Form filed by More than One Reporting Person				
(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. Transac Code (li 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/01/2021		М		2,915	A	(1)	117,052	D	
Common Stock	02/01/2021		F		1,198(2)	D	\$16.22	115,854	D	
Common Stock	02/01/2021		М		291	A	(1)	116,145	D	
Common Stock	02/01/2021		F		120(2)	D	\$16.22	116,025	D	
Common Stock								38,172	Ι	See footnote. ⁽³⁾

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. Transac Code (Ir 8)		Derivative Exp		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	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	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Resricted Stock Units	(1)	02/01/2021		М			2,915	(4)	(4)	Common Stock	2,915	\$0	5,829	D	
Restricted Stock Units	(1)	02/01/2021		М			291	(4)	(4)	Common Stock	291	\$0	583	D	

Explanation of Responses:

1. Each restricted stock unit represents the right to receive at settlement, one share of common stock.

2. No shares were sold - these shares were withheld by the Issuer to satisfy tax withholding requirements in connection with the vesting of restricted stock units.

3. These shares are held in the Jonathan A. Coblentz Revocable Trust U/A/D 3/31/2017 for which the Reporting Person is the Trustee.

4. The restricted stock units vest over two years from August 1, 2019 with fifty percent vesting on the first anniversary and the remainder vesting quarterly, provided that the Reporting Person remains in continuous service with the Issuer on each vesting date.

Remarks:

/s/ Kathleen Layton (Attorney-	<u>in-</u> 02/03/2021
Fact)	02/03/2021

** Signature of Reporting Person D

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.