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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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Layton Kathleen I.</u> _____ (Last) (First) (Middle) OPORTUN FINANCIAL CORPORATION, 2 CIRCLE STAR WAY _____ (Street) SAN CARLOS CA 94070 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Oportun Financial Corp [OPRT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Chief Legal Officer
	3. Date of Earliest Transaction (Month/Day/Year) 04/02/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Common Stock	04/02/2025		A		73,530 ⁽¹⁾	A	⁽²⁾	163,398	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						Title
Performance Stock Units	⁽³⁾	04/02/2025		A		49,020 ⁽⁴⁾		⁽⁴⁾	03/10/2028	Common Stock	49,020 ⁽⁴⁾	\$0	49,020	D	

Explanation of Responses:

- The Restricted Stock Units (RSU) vest in 3 equal annual installments from the vesting commencement date of March 10, 2025, subject to the continued service of the Reporting Person on each vesting date.
- Each RSU represents the right to receive, at settlement, one share of common stock.
- Each Performance-Based RSU (PSU) represents the right to receive, at settlement, one share of common stock.
- Represents PSUs that are eligible to vest based on a one-year performance period for Economic ROA (as defined in the PSU Award Agreement). Earned PSUs will be deferred until the end of year three, at which point they will be subject to a modifier based on the Issuer's relative total shareholder return (rTSR) performance against the Russell 3000 Index before vesting. The rTSR performance period spans three (3) years covering calendar years 2025 through 2027. The number of PSUs reported in the table reflects the number of units subject to the award at target achievement. Actual vesting will be based on percentile performance, with potential payout ranging from 0% to 156% of the target units. In addition to such performance requirements, the PSUs are subject to satisfying service-based requirements and any PSUs that become Eligible Units (as defined in the PSU Award Agreement) will be scheduled to vest on March 10, 2028.

Remarks:

Kathleen Layton 04/04/2025
 ** 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.