

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

|                          |           |
|--------------------------|-----------|
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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 * | 2. Issuer Name and Ticker or Trading Symbol              | 5. Relationship of Reporting Person(s) to Issuer            |
| Layton Kathleen I.                        | Oportun Financial Corp [ OPRT ]                          | (Check all applicable)                                      |
| (Last) (First) (Middle)                   | 3. Date of Earliest Transaction (Month/Day/Year)         | Director 10% Owner                                          |
| OPORTUN FINANCIAL CORPORATION,            | 03/10/2026                                               | X Officer (give title below) Other (specify below)          |
| 1825 SOUTH GRANT STREET, SUITE 850        | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Chief Legal Officer                                         |
| (Street)                                  |                                                          | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| SAN MATEO CA 94402                        |                                                          | X Form filed by One Reporting Person                        |
| (City) (State) (Zip)                      |                                                          | 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. 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                    | 03/10/2026                           |                                                    | S                              |   | 1,398                                                             | D          | \$4.9 <sup>(1)</sup> | 243,829                                                                                       | D                                                        |                                                       |
| Common Stock                    | 03/10/2026                           |                                                    | S                              |   | 5,556                                                             | D          | \$4.9 <sup>(1)</sup> | 238,273                                                                                       | D                                                        |                                                       |
| Common Stock                    | 03/10/2026                           |                                                    | S                              |   | 12,401                                                            | D          | \$4.9 <sup>(1)</sup> | 225,872                                                                                       | D                                                        |                                                       |
| Common Stock                    | 03/10/2026                           |                                                    | A                              |   | 70,357 <sup>(2)</sup>                                             | A          | <sup>(3)</sup>       | 296,229                                                                                       | 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 |                                                                                        | Date Exercisable                                         | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                           |                                                        |
| Performance Stock Units                    | <sup>(4)</sup>                                         | 03/10/2026                           |                                                    | A                              |   | 35,179 <sup>(4)</sup>                                                                  | <sup>(4)</sup>                                           | 03/10/2029      | Common Stock                                                                      | 35,179                     | <sup>(5)</sup>                             | 35,179                                                                                             | D                                                         |                                                        |

Explanation of Responses:

1. Weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.805 to \$4.995 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or to the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
2. The Restricted Stock Units (RSU) vest in 3 equal annual installments from the vesting commencement date of March 10, 2026, subject to the continued service of the Reporting Person on each vesting date.
3. Each RSU represents the right to receive, at settlement, one share of common stock.
4. 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 2026 through 2028. 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 125% 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, 2029.
5. Each Performance-Based RSU (PSU) represents the right to receive, at settlement, one share of common stock.

Remarks:

Kathleen Layton 03/13/2026  
\*\* 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.