

**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).

1. Name and Address of Reporting Person * <u>COBLENTZ JONATHAN AARON</u>  (Last) (First) (Middle) <u>OPORTUN FINANCIAL CORPORATION</u> <u>2 CIRCLE STAR WAY</u>  (Street) <u>SAN CARLOS CA 94070</u>  (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) CFO & Chief Admin Officer
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/27/2021</u>	
	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	08/27/2021		M		2,038	A	\$1.32	63,509	D	
Common Stock	08/27/2021		S		2,038 <sup>(1)</sup>	D	\$25.5 <sup>(2)</sup>	61,471	D	
Common Stock	08/30/2021		M		8,362	A	\$1.32	69,833	D	
Common Stock	08/30/2021		S		8,362 <sup>(1)</sup>	D	\$25.5 <sup>(2)</sup>	61,471	D	
Common Stock	08/30/2021		M		9,225	A	<sup>(3)</sup>	70,696	D	
Common Stock	08/30/2021		F		4,489 <sup>(4)</sup>	D	\$24.86	66,207	D	
Common Stock								120,054	I	See footnote. <sup>(5)</sup>

**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
Stock Option (Right to Buy)	\$1.32	08/27/2021		M		2,038		<sup>(6)</sup>	08/01/2022	Common Stock	2,038	\$1.32	112,532	D	
Stock Option (Right to Buy)	\$1.32	08/27/2021		M		8,362		<sup>(6)</sup>	08/01/2022	Common Stock	8,362	\$1.32	104,170	D	
Restricted Stock Units	<sup>(3)</sup>	08/30/2021		M		9,225		<sup>(7)</sup>	<sup>(7)</sup>	Common Stock	9,225	\$0	9,225	D	

**Explanation of Responses:**

- These shares were sold pursuant to a Rule 10b5-1 trading plan entered into by the Reporting Person on 12/8/2020.
- All shares were sold at the same price.
- Each restricted stock unit represents the right to receive at settlement, one share of common stock.
- 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.
- 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.
- The option is fully vested.
- The restricted stock units will vest over four years from August 30, 2018 with 1/4 of the shares vesting on each one year anniversary, provided that the Reporting Person remains in continuous service to the Issuer on each vesting date.

**Remarks:**

/s/ Kathleen Lavton (Attorney-in-Fact) 08/31/2021

\*\* 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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