FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APPROVAL

OMB Number: 3235-0287

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0.5

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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* <u>Vazquez Raul</u>					2. Issuer Name and Ticker or Trading Symbol Oportun Financial Corp [OPRT]									k all applica	Reporting Person(s) to Issuer sle) 10% Owner			
(Last) (First) (Middle) OPORTUN FINANCIAL CORPORATION 2 CIRCLE STAR WAY					3. Date of Earliest Transaction (Month/Day/Year) 03/03/2020							X	Officer (give title below) Chief Executive Officer				pecify	
(Street) SAN CARLOS CA 94070 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Ind Line)	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person						
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transa Date (Month/D					action 2A. Deemed Execution Date,		quired, Disposed of, or Benefic 3.) or	or 5. Amount of		Form:	Direct Ir	7. Nature of ndirect			
							8)	v	Amount (or	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)		(I) (Instr. 4)		Ownership (Instr. 4)	
Common Stock 03/03.					3/2020		M		17,488 ⁽¹⁾ A		(2)	202,673			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		3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Securities Underlying Deriva Security (Instr. 3 a 4)		rivative	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)		Date Exercisab		Expiration Date	Title	Nu	nount or mber of ares		Transaction(s) (Instr. 4)			
Restricted Stock Units	(2)	03/03/2020		М		17,848 ⁽¹⁾		(3)		(3)	Commor Stock	1 17	,848 ⁽¹⁾	\$0	53,54	16	D	

Explanation of Responses:

- 1. Shares will be delivered to the Reporting Person in May 2020. This amount will be adjusted for the sale of shares to cover applicable taxes on the delivery date.
- 2. Each RSU represents the right to receive, at settlement, one share of common stock.
- 3. The Reporting Person was granted RSUs which represent a contingent right to receive one share of Common Stock for each RSU. Twenty-Five per cent (25%) of the RSUs vested on March 3, 2020 and the balance vests annually over three (3) years, provided that the Reporting Person remains in continuous service to the Issuer on each vesting date.

/s/Kathleen Layton (Attorney-in-Fact)

03/04/2020

<u>III-Fact)</u>

** 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.