

MONEYLION INC.

Reported by
HONG TIMMIE

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/17/24 for the Period Ending 10/16/24

Address 30 WEST 21ST STREET
 9TH FLOOR
 NEW YORK, NY, 10010

Telephone 212-380-1735

 CIK 0001807846

Symbol ML

SIC Code 6199 - Finance Services

Industry Holding Companies

Sector Financials

Fiscal Year 12/31

FORM 4

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 that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

OMB APPROVAL
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 [*] | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| Hong Timmie | | | MONEYLION INC. [ML] | | | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Product Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | |
| C/O MONEYLION INC., 249-245 WEST 17TH STREET, FLOOR 4 | | | 10/16/2024 | | | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | |
| NEW YORK, NY 10011 | | | | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 | | | |
| Class A Common Stock | 10/16/2024 | | S | | 462 ⁽¹⁾ | D | \$46.6708 ⁽²⁾ | | 105,395 ⁽³⁾ | D |
| Class A Common Stock | 10/16/2024 | | S | | 715 ⁽¹⁾ | D | \$48.3411 ⁽⁴⁾ | | 104,680 ⁽³⁾ | D |
| Class A Common Stock | 10/16/2024 | | S | | 1,327 ⁽¹⁾ | D | \$48.9307 ⁽⁵⁾ | | 103,353 ⁽³⁾ | D |

Table II - Derivative Securities 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. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |
| | | | | | | | | | | | | | | | |

Explanation of Responses:

- (1) Represents shares sold pursuant to a written trading plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Securities Exchange Act of 1934, adopted by the Reporting Person on March 14, 2024.
- (2) The shares of Class A common stock, par value \$0.0001 per share ("Class A Common Stock"), of MoneyLion Inc. (the "Company") were sold in multiple trades at prices ranging from \$46.32 to \$47.03 per share, inclusive. The price reported in Column 4 reflects the weighted average price per share. The Reporting Person hereby undertakes to provide to the staff of the Securities and Exchange Commission, the Company or any security holder of the Company, upon request, full information regarding the number of shares sold at each separate price.
- (3) Includes restricted stock units and performance share units, each of which represents a contingent right to receive one share of Class A Common Stock and the acquisitions of which were previously reported in Table I of the Reporting Person's prior Forms 4.
- (4) The shares of Class A Common Stock were sold in multiple trades at prices ranging from \$47.56 to \$48.55 per share, inclusive. The price reported in Column 4 reflects the weighted average price per share. The Reporting Person hereby undertakes to provide to the staff of the Securities and Exchange Commission, the Company or any security holder of the Company, upon request, full information regarding the number of shares sold at each separate price.
- (5) The shares of Class A Common Stock were sold in multiple trades at prices ranging from \$48.64 to \$49.16 per share, inclusive. The price reported in Column 4 reflects the weighted average price per share. The Reporting Person hereby undertakes to provide to the staff of the Securities and Exchange Commission, the Company or any security holder of the Company, upon request, full information regarding the number of shares sold at each separate price.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hong Timmie C/O MONEYLION INC. 249-245 WEST 17TH STREET, FLOOR 4 NEW YORK, NY 10011 | | | Chief Product Officer | |

Signatures/s/ Adam VanWagner, as Attorney-in-Fact for Timmie Hong10/17/2024**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 control number.