UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): November 12, 2024

FINWISE BANCORP

001-40721

(Commission file number)

(Exact name of registrant as specified in its charter)

Utah

(State or other jurisdiction of incorporation or organization)

756 East Winchester St., Suite 100

83-0356689 (I.R.S. employer identification no.)

84107

(Zip code)

Murray, Utah

(Address of principal executive offices)

Registrant's telephone number, including area code: (801) 501-7200

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company 🗵

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of exchange on which registered |
|---|-------------------|--------------------------------------|
| Common Stock, par value \$0.001 per share | FINW | The NASDAQ Stock Market LLC |
| | • | |

Item 7.01 Results of Operations and Financial Condition.

FinWise Bancorp has prepared materials for investors and other business information. A copy of the materials is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The information set forth under "Item 7.01 Regulation FD Disclosure," including Exhibit 99.1 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, as amended, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| (1) | |
|-------------|---|
| Exhibit No. | Description |
| 99.1 | Investor Presentation of FinWise Bancorp (furnished pursuant to Regulation FD). |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, FinWise Bancorp has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DATE: November 12, 2024

FINWISE BANCORP

/s/ Robert Wahlman Name: Robert Wahlman

Title: Chief Financial Officer and Executive Vice President



Fintech Banking and Payments Solutions

Investor Presentation November 2024





"Safe Habor" Statement Under the Private Securities Litigation Reform Act of 1995 This presentation contains forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements hare lotter comparable were the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on current spectations, estimates and projections will be the company's industry and management? Selefis and certain assumptions made by management, many of which, by their nature, and projections will be regarded as a representation by the Company's candutry and management? These forward-looking statements are not guarantees of future performance and are subject to the statemation by the Company's and statements have to be materially different from the result sequested of the data made, actual results may need on the securities assumptions and uncertainties. Although the Company believes that the expectations seffected in these forward-looking statements are not guarantees of future performance and are subject to the data made, actual results may need on the securities assumptions and uncertainties. Although the Company believes that the expectations reflected in these forward-looking statements are not guarantees of future performance

the Company cautions you that any such forward-looking statements are not guarantees of future performance and are subject to skin, assumptions and uncertainties. Although the Company faileres in the the endpectations reflected in these forward-looking statements in erosonable as of the data mada, actual results any new to be matrially different from the results opersode or implied by the forward-looking statements. Including, but not limited to, the following: (a) the success of the financial technology industry, as well as a result of to strategic Program or finites the Banking Solutions service providers. (c) the Company's shally to matrial and grow its relationships with its strategic providers in four signification of the instatute, (b) the ability of the Company's shally to matrial and grow its relationships with its strategic providers in four and strate excession of interest rates are or a maximum. (c) the Company's shally to noting interest areas or any shally to relation and grow its relationships with regulatory indices in the lower, indices relating to financial institutions, accounting tas, different termestories, financial institutions, interest service, providers (c) decompany's shally to match and other direction general dechnologic effective (f) system failure or objective service providers (c) and the company's termest and other direction and other directions general econonic and tabularies confilmance and the company's relative or the company in match and system support, instendences, (in) the adequay of the Company's allowance for credit losses (fACL'); (i) the limitation and share traces (i) clarages in the industry (i) decompany's allowance (f) the value and share and share instead in administration and share the constany's deconder and better (i) the value of constany's calling to indiverse (f) the campany's allowance for credit losses (fACL'); (i) the limitation and administration (f) share and share terms and charges the strategy (f) the company's allowance for credit losses (fACL'); (i

This presentation includes estimates regarding market and industry data. Certain information is based on management estimates, which have been derived from third-party sources, as well as data from our internal research. While we believe the estimated market and industry data included in this presentation are generally reliable, such information, which is derived in part from management's estimates and beliefs, is inherently uncertain and imprecise.

Some of the financial measures included in this presentation are not measures of financial performance recognized by generally accepted accounting principles in the United States ("GAAP"). These non-GAAP financial measures are "tangible shareholders' equity," "tangible book value per share," and "efficiency ratio." We believe these non-GAAP financial measures provide useful information to management and investors; however, we acknowledge that our non-GAAP financial measures have limited one shareholders' equity," were these measures a substitute for results determined in accordance with GAAP. Are exociliation of such non-GAAP financial measures to the not clocky related GAAP financial measures in the Appendix to this presentation.

"FinWise" and its logos and other trademarks referred to and included in this presentation belong to us and are protected by applicable laws. We refer to our trademarks in this presentation without the * or the ** or symbols for convenience. Other service marks, trademarks and trade names referred to in this presentation, if any, are the property of their respective owners, although for presentational convenience we may not use the * or the ** symbols to identify such trademarks.

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FinWise Overview - 2024 is an Expansion Year

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| Differentiated Business Model | Select Fintech Brands We Support in Lending & Payments |
|--|---|
| Trusted banking and payments solutions provider to fintechs Resilient and profitable model with compelling growth opportunities | During 2024, we signed four ¹ new Strategic Lending Programs, one new Payments program, one new credit card program and a credit-enhanced balance sheet program driven by the strength of our enhanced, multiproduct platform |
| Compliance oversight and risk management-first culture Lower risk loan portfolio with disciplined underwriting and collateral management (46.0% of Portfolio is SBA Guaranteed & Strategic Program HFS*; HFS loans typically cash-collateralized and held for less than one week) Well capitalized significantly above federal regulatory standards | ▲ Upstart earnest |
| Highly experienced team with proven track record | Empower 🎾 [[] LENDINGPOINT. |
| Key Existing Businesses: Strategic Programs. Scalable API-driven infrastructure powering deposit, lending and payments programs for leading fintech brands Lending. SBA 7(a), Owner Occupied Real Estate, Leasing programs provide flexibility for disciplined balance sheet growth | Reach OppLoans Mulligan Image: Second Secon |
| 2024 Initiatives - Expansion of Fintech Banking & Payments Solutions: Launch Payments (MoneyRailsTM) and BIN Sponsorship^A. Provides opportunity to diversify business model and drive further growth Launch Credit Enhanced Balance Sheet. Provides opportunity to generate prudent asset growth and interest income | planery E/evate |

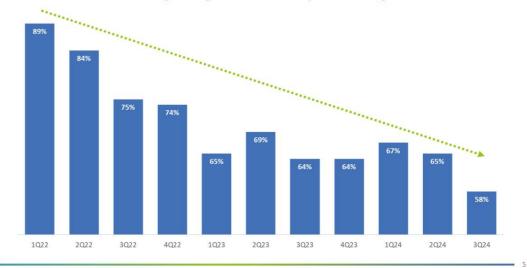
*SBA Guaranteed loans are guaranteed by U.5 Small Business Admin. and Strategic Program Loans (HFS) are supported by reserve deposit accounts. *Payments (MoneyRalls³⁹⁴) and Bank identification Number (BN) Sponsorship are under development. Subsequent to 3024, we signed an agreement with a strategic lending program. We have not yet formally announced this program as it is still in its piloting stage but anticipate providing more details in upcoming quarters.

Current Business Model

Differentiated and Proven Strategy Offers Solid Foundation for Future Growth

| Strategic Program Lending | SBA 7(a) | Residential & Owner Occupied CRE | Equipment Financing |
|--|---|---|--|
| Q24 Gross Revenue 58.6% Contribution ¹ | 20.4% | 6.6% | 5.8% |
| Balance Sheet Strategy: Mostly originate to sell Interest Income HFI & HFS Minimum program / other fees Each program establishes a "reserve" deposit account with FinWise Credit Enhanced HFI | Balance Sheet Strategy: • Hold or sell guaranteed portion • Retain all servicing rights when guaranteed portion is sold • Leverage relationship with Business Funding Group, LLC for acquiring customers | Balance Sheet Strategy: Originate for Investment Source of core deposits High-touch, relationship banking Historically stable and strong profitability | Balance Sheet Strategy: Originate for Investment Originations through vendor finance, additional third-party originators, direct channels Diversify balance sheet |
| As of 9/30/24: • Strategic Platform Loans on Bal. Sheet: \$103.4M (81.2% HFS; 18.8% HFI) • 3024 Gain on Sale (net) and Strategic Program Fees: \$5.2 million or 86.6% of non- interest income | As of 9/30/24: • SBA Loans on Bal. Sheet: \$251.4 (61.4% Guaranteed; 38.6% Unguaranteed) | Product Overview: Consumer and commercial lending Construction lending focus on single-family residential | Product Overview: • Equipment secured leases/ loans • Interest bearing (generally 60- month fixed rates) • "Aurora" loan origination system provides scalability and automation |
| Target Customer: Consumers and small to medium sized businesses (SMBs) via Fintech Platforms | - SMBs | Target Customer: • Single family residential and SMBs | Target Customer: • SMBs via Equipment point of sal |

¹Does not include POS Lending Program which is an originate to hold strategy. Also does not include revenue from "Other", "Change in Fair Value on investment in BFG", and "SBA PPP"



Percentage of Originations from the Top 3 Fintech Programs

6.0

Note: Marketplace Lending concentration shown since 1Q22 to highlight longer-term pattern in recent years

Our Culture - Strong Compliance and Risk Management

Consistent Investment in Personnel & Infrastructure Provides Regulatory Oversight Support to Fintechs



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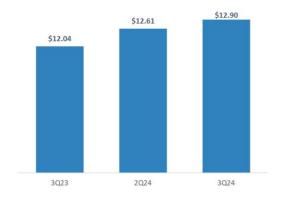
Note: FTEs shown as of the end of each respective quarter; does not include FTEs in Governance and Operations.

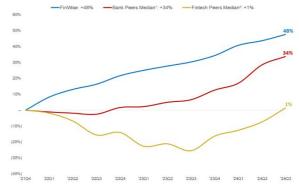
Full Time Employees (FTEs) in Respective Functions

TBV Growth Has Been a Win for Shareholders

Tangible Book Value Per Share (Non-GAAP)¹

Indexed Change in TBV Since FINW IPO (4Q21) vs Select Bank and Fintech Peers²



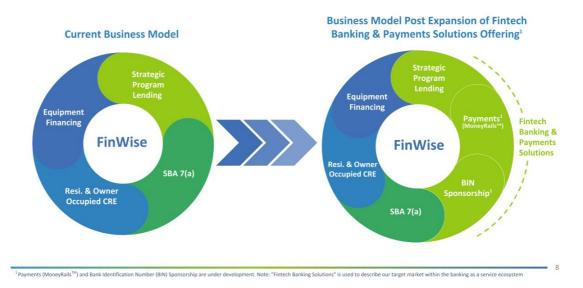


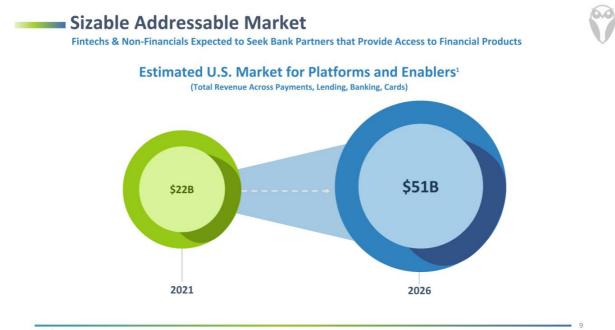
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¹ See Appendix at end of presentation for full description of metric and Non-GAAP reconcilation. Amounts are as of the end of each respective period ² Bank Perer defined as: Oregon Bancorp, Inc., Buint Oak Bancorp, Inc., BayFrest Financial Corp., Fentura Ford, Corp., Fentura Ford, F

Expansion: Fintech Banking and Payments Solutions Offering

Launch of Payments (MoneyRailsTM) and BIN Sponsorship Enhances Ability to Scale and Drive Growth





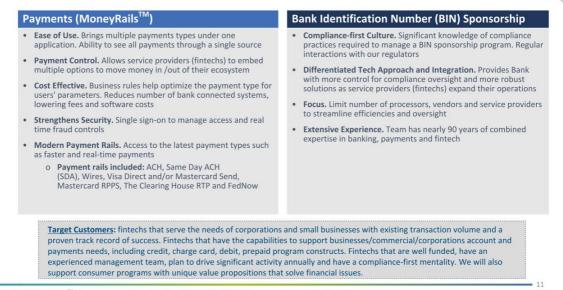
¹ Source: Matt Harris, Blake Adams, Adam Davis, and Jeff Tijsse, "Embedded Finance: What It Takes to Prosper in the New Value Chain", 2022 (Bain & Company, Inc.)

Potential Long-term Benefits from Fintech Banking and Payments Solutions Offering

| Revenue | Deposits | Credit Quality | Profitability |
|--|--|--|--|
| Expands and diversifies potential sources of revenue | Helps diversify deposit composition and reduce cost of funds through relationship-banking | Increases percentage of Prime loans | Use of outsourced solutions enhances operating leverage versus traditional models |
| лĴ | | | |

*Payments (MoneyRailsTM) and Bank Identification Number (BIN) Sponsorship are under development. Note: "Potential Long-term Benefits" describe the Company's expectations of potential benefits to the overall FinWise business model

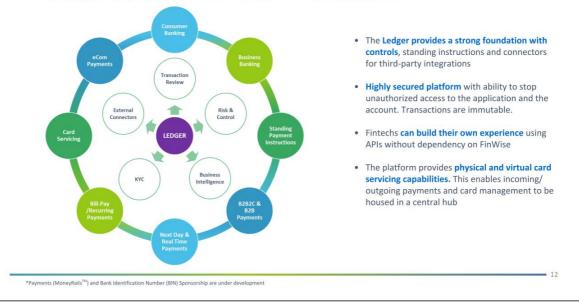
Differentiators of Fintech Banking and Payments Solutions Offering

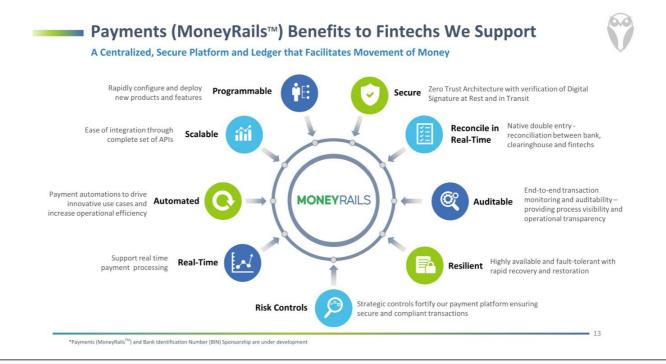


*Payments (MoneyRailsTM) and Bank Identification Number (BIN) Sponsorship are under development

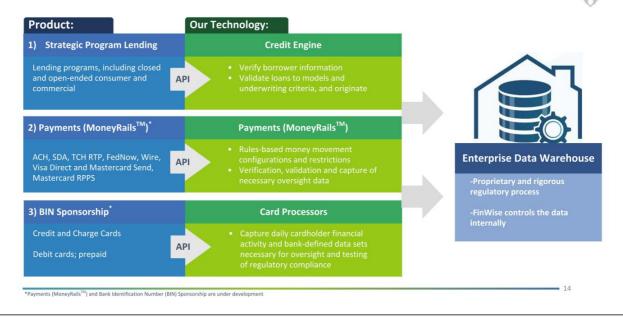
Payments (MoneyRails[™]) Platform - The Value of a Ledger

Secure, Efficient API-driven Solutions for Fintechs and Commercial Customers





Components of Model Enable Scaling and Regulatory Oversight



Intensive Due-Diligence Process and Compliance Assessment Representative Fintech Onboarding - a Thorough Selection Process





Disciplined Expense Management While Investing for Growth

Total Non-interest Expense (\$M)



Total Non-interest expense in 3Q24 included a one time catch-up in bonus accrual expense of approximately \$400,000 to reflect updated performance award estimates.

Longer-term increase in Total Non-interest Expense has been driven largely by business infrastructure spend, including headcount, to support organic growth and key strategic initiatives.

<u>Outlook:</u> Expect pace of growth in expenses to decelerate in 4Q24.

¹All Other Non-interest Expense refers to all other expense components within Total Non-interest Expense, excluding Salaries & Employee Benefits. ³See Appendix at the end of the presentation for Non-GAAP reconciliation

Disciplined Underwriting Process Mitigates Risk...

- Credit risk is managed through combination of policy, data and pricing
- Disciplined underwriting process and well collateralized portfolio has helped mitigate net charge-offs, even as credit quality normalized due to higher rate
 environment

Remain well-reserved with an ACL/Total Gross Loans HFI of 2.9% as of the end of 3Q24, reflecting a lower-risk portfolio vs. prior year period, including:
 <u>Significant increase in SBA guaranteed balances</u> as % of Total Gross Loans HFI

• Decrease in Strategic Programs (SP) HFI balances as % of Total Gross Loans HFI, which carry a higher reserve rate

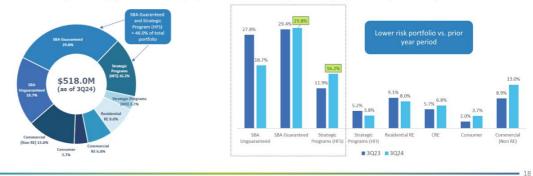


...and Leads to a Diversified and Lower Risk Loan Portfolio

- Combined SBA Guaranteed and Strategic Program Loans (HFS) increased to a total of 46.0% of the portfolio as of 3Q24 vs 41.3% as of 3Q23
 Both of these products carry lower credit risk: SBA Guaranteed loans are guaranteed by the U.S Small Business Administration and Strategic Program Loans (HFS) are supported by reserve deposit accounts
- SBA Unguaranteed loans declined from 27.8% of the portfolio as of 3Q23 to 18.7% as of 3Q24
- Strategic Programs Loans (HFI) and Resi. RE declined from 5.2% and 9.1% to 3.8% and 8.0%, respectively, from 3Q23 to 3Q24

Portfolio Characteristics:

- SBA portfolio characteristics: Average FICO is 740+. Average time in business is 12+ years. Top 3 industries by Unguaranteed balances are eCommerce, Law Firms and Health Care. Our SBA loss rate is 73% lower than SBA 7(a) industry for all originations since 2014.
- CRE Non-SBA (6.8% as of 3Q24) is 92.2% Owner Occupied; SBA related CRE loans are required to be majority Owner Occupied under SBA guidelines



*Amounts are as of the end of each respective period. Note: Commercial (Non RE) is mostly Equipment Leasing.

Industry Recognition as a Top-Performing Bank





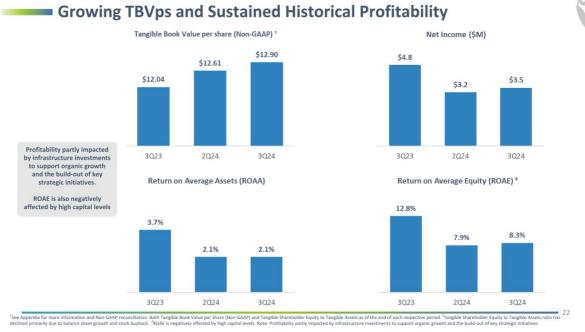
19 Source: https://www.independentbanker.org/article/2024/05/01/icba%27s-best-performing-banks-of-2024; https://www.americanbanker.com/list/the-20-top-performing-publicly-traded-banks-with-under-2b-of-assets



Solid Originations and Significant Balance Sheet Growth



Note: Amounts are as of the end of each respective period



Diversified Income Sources

Net Interest Income / Net Interest Margin (NIM)

Non-interest Income

\$4.9M

\$3.9M

3Q23

\$5.2M

\$4.0M

2Q24

Strategic Program Fees Other Non-interest Income ¹

Sequential quarter increase in Strategic Program Fees in 3Q24 driven primarily by a step-up in origination fees from our strategic programs.

\$6.1M

\$4.9M

3Q24



NIM in 3Q24 was also impacted by the above mentioned one-time adjustment and the longer-term decline has been mainly driven by a deliberate loan mix shift toward lower risk loans, which carry lower yields, in both HFI and HFS portfolios.

NOTE: Early in 4Q24 we started to call our callable CDs and replace them with lower rate wholesale funding. SBA portfolio generally floats with prime rate and resets at the beginning of each quarter.

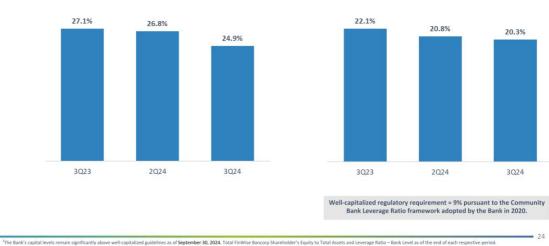
¹Other Non-Interest Income includes all other non-interest income items, excluding Strategic Program Fees. Note: Revenue diversification is expected to increase with the build-out of Payments (MoneyRailsTM) and BIN Sponsorship 23

Well Capitalized Above Regulatory Requirements



Total FinWise Bancorp Shareholders' Equity to Tangible Assets Ratio

Leverage Ratio – Bank Level¹





Non-GAAP Reconciliations



Tangible Shareholders' Equity and Tangible Book Value Per Share

| | | | As | of | | |
|---|--------------------|---------------------------------------|----------------------|--|--------|-----------------------------------|
| (\$ in thousands, except per share amounts) | Septe | mber 30, 2023 | June 3 | 0, 2024 | Septer | mber 30, 2024 |
| Total shareholders' equity | | 150,402 | | 165,796 | | 170,370 |
| Goodwill | | - | | | | _ |
| Other intangibles | - | - | | - | | |
| Less: total intangible assets | | — | | - | | - |
| Tangible shareholders' equity ¹ | \$ | 150,402 | \$ | 165,796 | \$ | 170,370 |
| | | | | 10.04 | * | 12.90 |
| Tangible book value per share ¹ | \$ | 12.04 | \$ | 12.61 | Ş | 12.50 |
| Tangible book value per share ³ | \$ | | 5 | | 2 | 12.50 |
| Efficiency Ratio | \$ | F | S or the Three Mo | onth Period Endi | 0 | |
| | \$ Septe | | | | 0 | nber 30, 2024 |
| Efficiency Ratio | \$ Septer \$ | F | | onth Period Endi | 0 | nber 30, 2024 |
| Efficiency Ratio (\$ in thousands) | | F nber 30, 2023 | June 3 | nth Period Endi 0, 2024 | Septer | nber 30, 2024 14,049 |
| Efficiency Ratio (\$ in thousands) Non-interest expense | | F nber 30, 2023 9,733 | June 3 | nth Period Endi 0, 2024 13,218 | Septer | mber 30, 2024 14,049 14,763 |
| Efficiency Ratio (S in thousands) Non-interest expense Net interest income | | F mber 30, 2023 9,733 14,411 | June 3 | nth Period Endi 0, 2024 13,218 14,615 | Septer | |

the dates indicated. (2) Efficiency Patio: This measure is not a measure recognized under United States generally accepted accounting principles, or GAAP, and is therefore considered to be a non-GAAP financial measure. The efficiency ratio is defin as total non-interest expense divided by the sum of net interest income and non-interest income. The Company believes this measure is important as an indicator of productivity because it shows the amount of revenue generated for each dollar spent. 26



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Glossary of Terms Used

ACH (The Automated Clearing House). Electronic funds-transfer system that facilitates payments in the U.S. and internationally. The ACH is run by Nacha. API (Application Programming Interface). Set of defined rules that enable different applications to communicate with each other. It acts as an intermediary layer that processes data transfers between systems, letting companies open their application data and functionality to external third-party developers, business partners, and internal departments within their companies

Banking-as-Service (BaaS). Banking model in which licensed banks integrate their digital banking services directly into the products of other non-bank businesses. This allows non-bank businesses to offer their customers digital banking services such as mobile bank accounts, debit cards, loans and payment services, without needing to acquire a banking license of their own. The bank's system communicates via APS and webhooks with that of the non-bank businesse, enabling the end customer to access banking services directly through the non-bank's businesse. website or app

website or app. BIN (Bank Identification Number) Sponsorship. BIN sponsorship allows fintech businesses to quickly gain direct access to the payment processing and card management services provided by the likes of Visa or Mastercard without going through the process of joining a major card scheme. It provides fintechs with quickest way to launch a financial product with a debit, credit or prepaid card attached. FedNow. The clearing service for financial institutions to provide immediate end-to-end payments to customers. The key difference between this service and the Fed's previous system is that FedNow will be online 24/7, processing transactions in real time.

HIR (Held for hevestment). When a reporting entity holds an originated or purchased loan for which it has the intent and ability to hold for the foreseeable future or to maturity or payoff, the loan should be classified as held-for-investment. Loans held for investment are reported on the balance sheet at their amortized cost basis. HIS (Held for Sale). When a reporting entity originates or purchases a loan with the intent to sell the loan to another entity (e.g., a government sponsored enterprise). Marketplace Lending. Nonbank lending that uses innovative financial technology (fintech) to make loans to consumers and small businesses.

Mastercard RPPS (Remote Payment and Presentment Service). Mastercard RPPS optimizes electronic bill payment by connecting banks to billers. It offers a single, reliable connection for electronic payment providers to help with fast & secure consumer bill payments.

Note ecclosing payment provides to the primit as a secure consume to impaginents. Mastercard Secure Advancer of the other and the secure consume to an payments area. Senders can immediately make "push payments" to bank accounts, mobile wallets, prepaid debit cards, or targeted cash-out locations. The sender can initiate a Mastercard Send transaction with just the recipient's debit card number. NIM: Net Interest Margin

Then the index index

Strategic Program Lending. Lending predominately done through fintech platforms that connect borrowers with lenders. Sometimes referred to as marketplace lending, TBV: Tangible Book Value

The Clearing House RTP. A real-time payments platform that all federally insured U.S. depository institutions are eligible to use for payments innovation. All RTP payments are processed by The Clearing House. When you pay your utility bill for the month using RTP, your bank sends message to network which includes the details of the payment. The Clearing House then processes the message and routes it to utility company's bank, completing the payment.

Visa Direct. A type of Original Credit Transaction (OCT) that allows fast and secure payment transfers to customers using their card details. Unlike with other payment methods, where it can typically take up to 24 hours for the funds to be transferred to the customer, Visa Direct transactions normally complete near-instantly.