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): February 26, 2024

FINWISE BANCORP

(Exact name of registrant as specified in its charter)

001-40721 83-0356689 (State or other jurisdiction of incorporation or organization) (Commission file number) (I.R.S. employer identification no.)

> 756 East Winchester St., Suite 100 Murray, Utah (Address of principal executive offices)

84107 (Zip code)

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 b chapter).	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
	Emerging growth company ⊠
If an emer	rging 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 provided pursuant to Section 13(b) of the provided pursuant to Section 13(b) of the provided pursuant to Section 13(c) of the provided pursuant to Section 13(d) of the provided pur

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

<u>Title of each class</u>	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

99.1

Exhibit No. Description

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: February 26, 2024 FINWISE BANCORP

/s/ Javvis Jacobson Name: Javvis Jacobson

Title: Chief Financial Officer and Executive Vice President







"Safe Harbor" Statement Under the Private Securities Litigation Reform Act of 1995

This presentation contains forward-olooking statements made pursaunt to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements made pursaunt to the "Company" with respect to, among other things, future events and its financial performance. These statements are often, but not adways, made through the use of wireds or phrases such as "may," might," "should," "could," "predict," "potential," "believe," will like," and "and routlook," or the negative version of those words or other comparable words or phrases of a future or forward-looking nature. These forward-looking statements are based on current expectations, estimates and projections about the Company's industry and management; beliefs and certain assumptions made by management, many of which, by their nature, are inherently uncertain and beyond the Company's control. The inclusion of these forward-looking statements should be achieved. Accordingly, the Company caused to the Company's control. The inclusion of these control of the active and caused and projections subtracted and projections will be achieved. Accordingly, the Company caused to the company caused to the company caused to the company caused to the company caused the present that such expectations, estimates and projections will be achieved. Accordingly, the Company caused to the company caus

the Company cautions you that any such forward-looking statements are not guarantees of future performance and are subject to risks, assumptions and uncertainties. Although the Company believes that the expectations reflected in these forward-looking statements.

There are or will be important factors that could cause the Company's actual results not different from the results expressed or implied by the forward in statements, including, but not limited to, the following: (a) the success of the financial technology industry, as well as service providers (c) the company's ability to adequately overvee and monitor its Strategic Program or Blass' service providers (c) the Company's ability to adequately overvee and monitor its Strategic Program or Blass' service providers (c) the Company's ability to maintain and grow its relationships with its service providers (d) changes in the laws, rules, regulations, interpretations or policies relating to financial institutions, accounting, tax, trade, monetary and flical matters, including the application of the remarks of the Company's ability to maintain and grow its relationships with its service providers (d) changes in the laws, rules, regulations, interpretations or policies relating to financial institutions, accounting, tax, trade, monetary and flical matters, including the application of the remarks of the Company's ability to company's maintain areas (g) increased rational rerigional company in matter areas (g) increased rational rerigional competition in the fliancial reviews including experiments and the proteins of the company's ability to manufacture and the potential deterioration of the business and economic conditions in the Company's ability to implement two technical company is an advantage of the company's ability to implement the growth strategy; (b) the Company's ability to implement the growth strategy; (b) the Company's ability to implement the growth strategy; (c) the Company's ability to implement the growth strategy; (b) the Company's ability to

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 sharehold useful information to management and investors; however, we acknowledge that our non-GAAP financial measures included the most conserve financial caparation with the page-nation to his 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.

Company Overview



Differentiated Business Model

- Fintech banking solutions provider with a diversified and profitable model with compelling growth opportunities
- Compliance oversight and risk management-first culture, including regular dialogue with regulators
- Disciplined underwriting and portfolio management process
- Well capitalized significantly above federal regulatory standards
- Highly experienced team with proven track record
- Key Existing Businesses:
 - o Strategic Program Lending. Scalable API-driven infrastructure powering deposit, lending and payments programs for leading fintech brands
 - o **Lending.** SBA 7(a), Real Estate, Leasing lending programs provide optionality for disciplined balance sheet growth
- Key Strategic Initiatives:
 - o Launch Payments Hub and BIN Sponsorship and incorporate into current platforms. Provides opportunity to diversify current business model and drive further growth

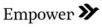
Fintech Brands We Support

Reshaping the Banking Value Chain





















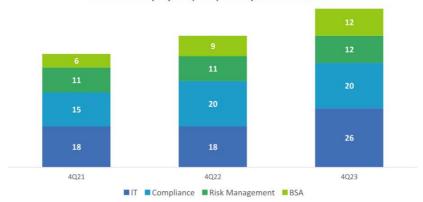
*Payments Hub and Bank Identification Number (BIN) Sponsorship are under development

Our Culture - Compliance at the Core



Consistent Investment in Personnel & Infrastructure Strengthened Regulatory Oversight Support to Service Providers (Fintechs)

Full Time Employees (FTEs) in Respective Functions



Note: FTEs shown as of the end of each respective quarter

Current Business Model



Differentiated and Proven Strategy Offers Solid Foundation for Future Growth

Strategic Program Lending

Residential & Owner Occupied CRE

5.6%

Equipment Financing

4.1%

55.3%

Balance Sheet Strategy:

Mostly originate to sell

Interest Income HFI & HFS

Minimum program / other fees

Each program establishes a "reserve" deposit account with FinWise

Retain all servicing rights when guaranteed portion is sold

Utilize loan processing structure and relationship with Business Funding Group, LLC

As of 12/31/23:

SBA Loans on Bal. Sheet: \$239.9M (54.9% Guaranteed; 45.1% Unguaranteed)

40223 SBA Gain on Sale (net) and Servicing Fees: \$450k or 7.5% of noninterest income

- Balance Sheet Strategy: **Balance Sheet Strategy:** Hold or sell guaranteed portion All loans held on Bal Sheet
 - Source of core deposits
 - High-touch, relationship banking

Historically stable and strong profitability

Product Overview:

- Consumer and commercial lending
 Construction lending focus on single-family residential

Target Customer:

Single family residential and SMBs

Balance Sheet Strategy:

- Originations through vendor finance, additional third-party originators, direct channels
- · Diversify balance sheet

Product Overview:

- Equipment secured leases/ loans
- loans
 Interest bearing (generally 60-month fixed rates)
 "Aurora" loan origination system provides scalability and automation

Target Customer:

• SMBs via Equipment point of sale

As of 12/31/23:

- Strategic Platform Loans on Bal. Sheet: \$66.9M (71.0% HFS; 29.0% HFI)
 4Q23 Gain on Sale (net) and Strategic Program Fees: \$4.7m or 77.3% of noninterest income

Target Customer:

Consumers and small to medium-sized businesses (SMBs) via Fintech Platforms

Target Customer:

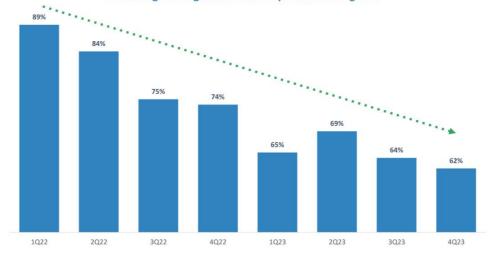
SMBs

Does 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"

Strategic Program Lending - Program Diversification Has Improved



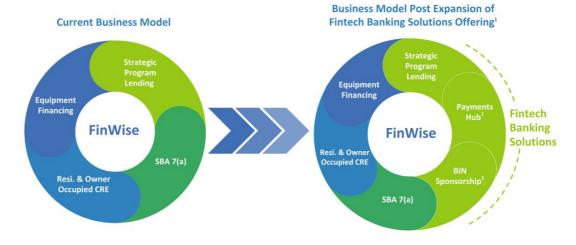
Percentage of Originations from Top 3 Fintech Programs



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

■ Expansion Through Integrated Fintech Banking Solutions Offering Launch of Payments Hub and BIN Sponsorship Expected to Enhance Ability to Scale and Drive Growth





¹ Payments Hub and Bank Identification Number (BIN) Sponsorship are under development. Note: "Fintech Banking Solutions" is used to describe our target market within the banking as a service ecosystem

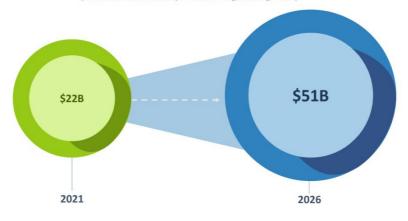
Sizable Addressable Market



Fintechs & Non-Financials Expected to Seek Bank Partners that Can Provide Access to Financial Products

Estimated U.S. Market for Platforms and Enablers¹

(Total Revenue Across Payments, Lending, Banking, Cards)



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.)

Differentiators of Planned Fintech Banking Solutions Offering



Payments Hub

- Ease of Use. Brings multiple payments types under one application. Ability to see all payments through a single source
- Payment Control. Allows service providers (fintechs) to embed multiple options to move money in /out of their ecosystem
- Cost Effective. Business rules help optimize the payment type for users' parameters. Reduces number of bank connected systems, lowering fees and software costs
- Strengthens Security. Single sign-on to manage access and real time fraud controls
- Modern Payment Rails. Access to the latest payment types such as faster and real-time payments
 - o Payment rails included: ACH, Same Day ACH (SDA), Wires, Visa Direct and/or Mastercard Send, Mastercard RPPS, The Clearing House RTP and FedNow

Bank Identification Number (BIN) Sponsorship

- Compliance-first Culture. Significant knowledge of compliance practices required to manage a BIN sponsorship program. Regular interactions with our regulators
- Extensive Experience. Team has nearly 90 years of combined expertise in banking, payments and fintech
- Differentiated Tech Approach and Integration. Provides Bank with more control for compliance oversight and more robust solutions as service providers (fintechs) expand their operations
- Focus. Limit number of processors, vendors and service providers to streamline efficiencies and oversight

<u>Target Customers</u>: Fintechs that serve the needs of corporations and small business with existing transaction volume and a proven track record of success. We look for business opportunities with Fintechs that are well funded, have an experienced management team, plan to drive a minimum of \$100M in activity annually and have a compliance-first mentality.

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

Potential Long-term Benefits from Planned Fintech Banking 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
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Components of Model Enable Scaling and Regulatory Oversight



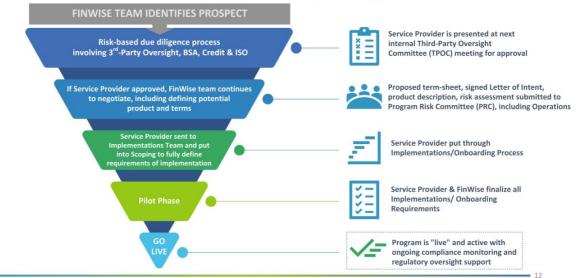


*Payments Hub and Bank Identification Number (BIN) Sponsorship are under development

Intensive Due-Diligence Process and Compliance Assessment

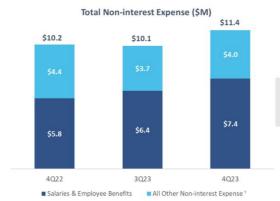


Representative Service Provider (Fintech) Onboarding - a Thorough Selection Process



Disciplined Expense Management While Investing for Growth





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

Full Time Employees (FTEs)		158	162		
Efficiency Ratio (Non-GAAP) ²	45.6%*	51.3%	55.8%		

*Note: 4Q22 efficiency ratio of 45.6% aided by strong revenue in that quarter primarily due to strong originations and gain on sale of loans

¹³ All Other Non-interest Expense refers to all other expense components within Total Non-interest Expense, excluding Salaries & Employee Benefits. See Appendix at the end of the presentation for Non-GAAP reconciliation



Solid Originations and Balance Sheet Growth





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

Growing TBVps, Strong Capital and Sustained Historical Profitability





*See Appendix for more information and Non-GAAP reconciliation. Both Tangible Shareholder Equity to Tangible Assets and Tangible Book Value per Share (Non-GAAP) as of the end of each respective period. *Tangible Shareholder Equity to Tangible Assets and English Book Value per Share (Non-GAAP) as of the end of each respective period. *Tangible Shareholder Equity to Tangible Assets and English Book Value per Share (Non-GAAP) as of the end of each respective period. *Tangible Shareholder Equity to Tangible Assets and English Book Value per Share (Non-GAAP) as of the end of each respective period. *Tangible Shareholder Equity to Tangible Assets and English Book Value per Share (Non-GAAP) as of the end of each respective period. *Tangible Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Shareholder Equity to Tangible Assets and English Book Value per Sharehol

Diversified Income Sources



Net Interest Income / Net Interest Margin

11.77% 10.61% \$12.6M \$14.4M \$14.4M 4Q22 3Q23 4Q23 Net Interest Income Net Interest Margin

Non-interest Income

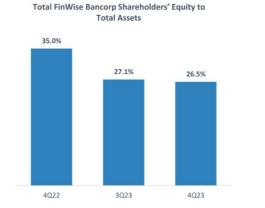


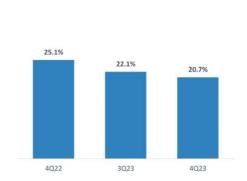
¹Other Non-interest Income includes all other non-interest income items, excluding Strategic Program Fees

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Well Capitalized Above Regulatory Requirements







Leverage Ratio – Bank Level¹

The Bank's capital levels remain significantly above well-capitalized guidelines as of December 31, 2023. Well-capitalized regulatory requirement = 9% pursuant to the Community Bank Leverage Ratio framework adopted by the Bank in 2020. Total FinNise Bancorp Shareholder's Equity to Total Assets and Leverage Ratio - Bank Level so of the end of each respective period.

Consistent Tangible Book Value per Share Growth



Tangible Book Value Per Share (Non-GAAP)¹

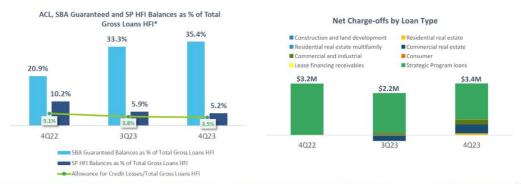


See Appendix at end of presentation for full description of metric and Non-GAAP reconciliation. Amounts are as of the end of each respective period

Disciplined Underwriting Process



- Credit risk 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 3.5% as of the end of 4Q23, reflecting a lower-risk portfolio vs. prior year period
 - Significant increase in SBA guaranteed balances as % of Total Gross Loans HFI
 - Decrease in Strategic Programs (SP) HFI balances as % of Total Gross Loans HFI, which carries a higher reserve rate



*ACL = Allowance for Credit Losses; SP = Strategic Programs; HFI = Held for Investment

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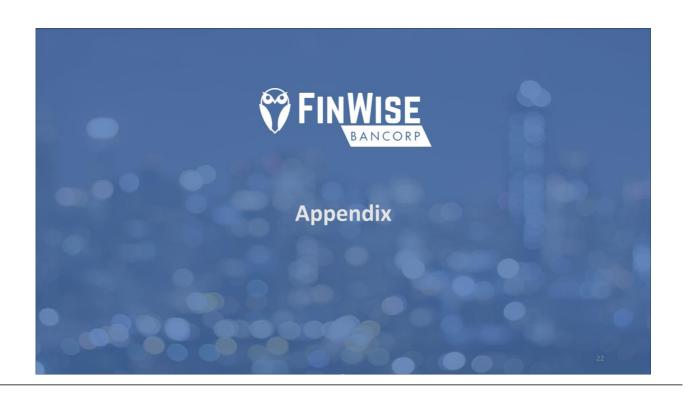
Diversified and Lower Risk Loan Portfolio



- Combined SBA Guaranteed and Strategic Program Loans (HFS) increased to a total of 42.7% of the portfolio as of 4Q23 vs 28.4% at 4Q22
 - Both of these products carry lower credit risk: SBA Guaranteed is guaranteed by the U.S Small Business Administration and Strategic Program Loans (HFS) are supported by reserve deposit accounts
- Strategic Programs Loans (HFI) & Residential RE loans declined to 4.6% and 9.1% from 9.3% and 14.5%, respectively from 4Q22 to 4Q23
- CRE, Consumer and Commercial (Non RE) loans increased moderately from the end of 4Q22 to 4Q23, and make up 17.8% of the total portfolio as of 4Q23
- SBA Unguaranteed loans declined from 36.5% of the portfolio as of 4Q22 to 25.8% as of 4Q23
- Note: Non-SBA Commercial RE (5.4% as of 4Q23) is 91.1% Owner Occupied; SBA related CRE loans are required to be majority Owner Occupied under SBA guidelines



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



Non-GAAP Reconciliations



Tangible Shareholders' Equity and Tangible Book Value Per Share

	As of,					
(\$ in thousands)	December 31, 2022			September 30, 2023		December 31, 2023
Total Shareholders' Equity	\$	140,459	\$	150,402	\$	155,056
Goodwill		_		_		_
Other intangibles		_		_		_
Less: total intangible assets		_				_
Tangible shareholders' equity ⁽²⁾	\$	140,459	\$	150,402	\$	155,056
Tangible book value per share ⁽²⁾	\$	10.95	\$	12.04	\$	12.41
Efficiency Ratio						
	For the Three Month Period Ending,					
(\$ in thousands)	Dec	ember 31, 2022		March 31, 2023		December 31, 2023
Noninterest expense	\$	10,220	\$	10,070	\$	11,381
Net interest income		12,646		14,411		14,367
Noninterest income		9,775		5,229		6,035
Adjusted operating revenues	\$	22,421	\$	19,640	\$	20,402
Efficiency ratio ⁽¹⁾		45.6 %		51.3 %		55.8 %

⁽¹⁾ Efficiency Ratio: 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. See "Reconciliation of Non-GAAP to GAAP to GAAP Financial Measures" for a reconciliation of this measure is its most comparable GAAP measure. The efficiency ratio is defined as total noninterest expense divided by the sum of net interest income and noninterest 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.

(2) Tangible shareholders' equity: This measure is not a measure recognized under GAAP and is therefore considered to be a non-GAAP financial measure. See "Reconciliation of Non-GAAP to GAAP Financial Measures" for a reconciliation of this measure to its most comparable GAAP measure. Tangible shareholders' equity is defined as total shareholders' equity less goodwill and other intangible assets. The most directly comparable GAAP financial measure is total shareholders'. The Company has not other intangible assets as of any of the dates indicated. The Company has not considered loan servicing rights or loan trailing fee asset as intangible assets for purposes of this calculation. As a result, tangible shareholders' equity is the same as total shareholders' equity as of each of the dates indicated.

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

Banking-as-a-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 APIs and webhooks with that of the partner's business, enabling the end customer to access banking services directly through the partner's loans and the partner's business.

website or app.

BIN (Bank (dentification 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.

HFI (Held for Investment). 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.

HFS (Held for Sale). When a reporting entity originates or purchases a loan with the intent to set let he 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.

Mastercard's confering in the real-time personal 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.

Payments Hub. Single-window payment platform through which companies can execute all their payments. Payment Hubs increase fund control and visibility, reduce the risk associated with numerous fragmented payment processes, and improve overall operating efficiency.

SBA7(a) loans. Small-business loans issued by a private lender and partially backed by the U.S. Small Business Administration

SMBs. Small to medium-sized businesses.

Strategic Program Lending. Lending predominately done through fintech platforms that connect borrowers with lenders. Sometimes referred to as marketplace lending.

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.