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): May 21, 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)

	theck 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 (§24 chapter).			
	Emerging growth company ⊠		
If an emer	ging 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 age 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

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: May 21, 2024 FINWISE BANCORP

/s/ Robert Wahlman Name: Robert Wahlman

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," "Deleter's," "lought," "goal," "fraget," "would," "aim' and "outlook," 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; here is an expectation, settimates and projections will be achieved. Accordingly, the Company cannot be company to any other person that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be company to any other person that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be called a programment of the activity of the company to any other person that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be called a projections, and the called and certain the company cannot be present that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be called an expectation of the Company to any other person that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be called an expectation of the Company to any other person that such expectations, estimates and projections will be achieved. Accordingly, the Company cannot be called the called and the company cannot be called the called and the called an

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-looking statements.

There are or will be important factors that could cause the Company's actual results not differ materially from those indicated in these forward-looking statements. Including, but not limited to, the following: (a) the success of the financial technology of the company's ability to adequately oversee and monitor its Strategic Program or Intends Banking Solutions service providers; (c) the Company's sability to adequately oversee and monitor its Strategic Program or Intends Banking Solutions or the company's sability to adequately oversee and monitor its Strategic Program or Intends and Strategic Program or Intends Banking Solutions service providers; (c) the Company's sability to adequately oversee and monitor its Strategic Program or Intends and Strategic Programs in Intends and Strategi

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 limitations. As such, you should not view these measures as a substitute of neasures is included in accordance with financial measures included 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.

FinWise Overview - 2024 is a Expansion Year



Differentiated Business Model

- Trusted banking and payments solutions provider to fintechs
- Resilient and profitable model with compelling growth opportunities
- Compliance oversight and risk management-first culture, including regular dialogue with regulators
- Diversified and lower risk loan portfolio driven by disciplined underwriting and collateral 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), Owner Occupied Real Estate, Leasing lending programs provide flexibility for disciplined balance sheet growth
- 2024 Key Initiatives Expansion of Fintech Banking & Payments Solutions Offering:
 - Launch Payments Hub and BIN Sponsorship and incorporate into current platforms. Provides opportunity to diversify current business model and drive further growth

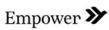
Select Fintech Brands We Support

Reshaping the Banking & Payments Value Chain



























Our Culture - Compliance at the Core



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

Full Time Employees (FTEs) in Respective Functions



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

Current Business Model



Differentiated and Proven Strategy Offers Solid Foundation for Future Growth

Strategic Program Lending

Residential & Owner Occupied CRE

Equipment Financing

52.7%

6.0% Balance Sheet Strategy:

All loans held on Bal Sheet

Historically stable and strong profitability

 Source of core deposits High-touch, relationship banking

5.3%

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

Balance Sheet Strategy:

- Mostly originate to sell
- Interest Income HFI & HFS
- Minimum program / other fees
- Each program establishes a "reserve" deposit account with FinWise

As of 3/31/24:

- As of 3/31/24:

 Strategic Platform Loans on Bal. Sheet: \$72.2M (76.1% HFS; 23.9% HFI)

 Q1 '24 Gain on Sale (net) and Strategic Program Fees: \$4.4M or 79.7% of noninterest income

Target Customer:

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

Balance Sheet Strategy:

- Hold or sell guaranteed portion
- Retain all servicing rights when guaranteed portion is sold
- Utilize loan processing structure and relationship with Business Funding Group, LLC

As of 3/31/24:

- As of 3/31/24:

 SBA Loans on Bal. Sheet: \$247.8M (57.2% Guaranteed; 42.8% Unguaranteed)

 1/24 SBA Gain on Sale (net) and Servicing Fees: \$466K or 8.5% of noninterest income

Target Customer:

SMBs

Product Overview:

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

Target Customer:

Single family residential and SMBs

Product Overview:

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

Target Customer:

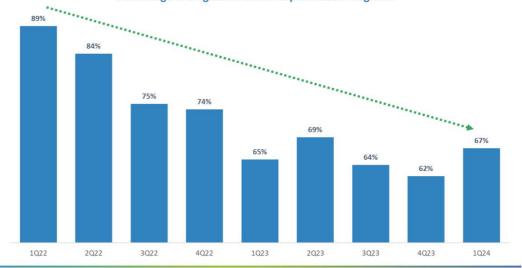
• SMBs via Equipment point of sale

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



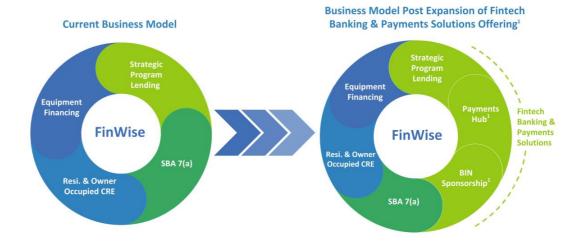
Note: Marketplace Lending concentration shown since 1Q22 to highlight longer-term pattern in recent years

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2024 Expansion: Fintech Banking and Payments Solutions Offering



Launch of Payments Hub and BIN Sponsorship Enhances 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

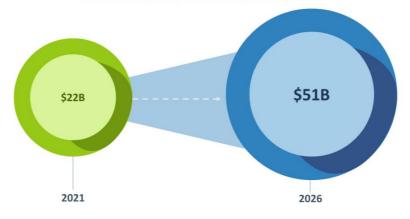
Sizable Addressable Market



Fintechs & Non-Financials Expected to Seek Bank Partners that 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 Fintech Banking and Payments 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
- 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
- Extensive Experience. Team has nearly 90 years of combined expertise in banking, payments and fintech

<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

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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
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Components of Model Enable Scaling and Regulatory Oversight



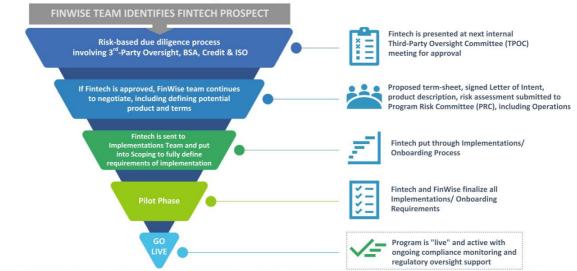


*Payments Hub and Bank Identification Number (BIN) Sponsorship are under development

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







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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 organic growth and key strategic initiatives.

Expect rate of growth in expenses to decelerate in 2H24

Full Time Employees (FTEs)	147	162	175	
Efficiency Ratio (Non-GAAP) ²	52.5%	55.8%	60.6%	

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

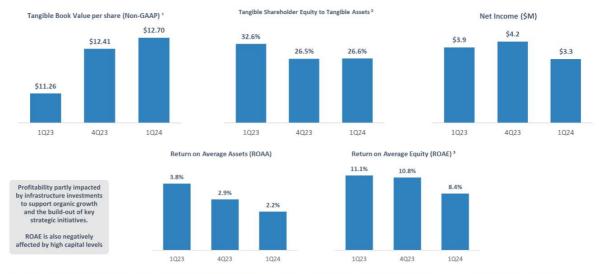




Note: Amounts are as of the end of each respective period

Growing TBVps, Strong Capital and Sustained Historical Profitability



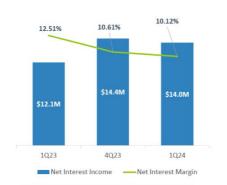


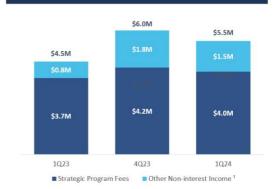
15ce Appendix for more information and Non-GAAP reconciliation. Both Tangible Shareholder Equity to Tangible Shareholder Equity to Tangible Assets as of the end of each respective period. Trangible Shareholder Equity to Tangible Assets ratio has declined primarily due to balance sheet growth and stock buyback. "ROAE's negatively affected by high capital levels. Note: Profitability partly impacted by infrastructure investments to support organic growth and the build-out of key strategic initiatives.

Diversified Income Sources









Note: NIM decline mainly driven by a deliberate loan mix shift toward lower risk loans, which carry lower yields, in both HFI and HFS portfolios.

Other 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 Hub and BIN Sponsorship

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Well Capitalized Above Regulatory Requirements





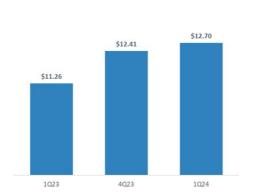
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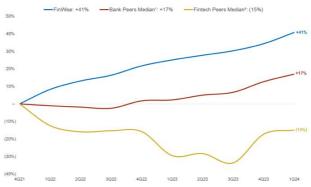
TBV Growth Has Been a Win for Shareholders



Tangible Book Value Per Share (Non-GAAP)¹

Indexed Change in TBV Since FINW IPO (Q421) vs Select Bank and Fintech Peers²



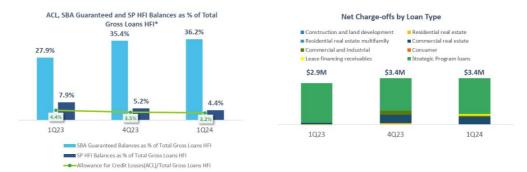


¹ See Appendix at end of presentation for full description of metric and Non-GAAP reconciliation. Amounts are as of the end of each respective period
2 Bank Revers defined as: Oregon Bancorp, Inc., Quaint Oak Bancorp, Inc., University Bancorp, Inc., BayFirst Financial Corp., Fenture Financial, Inc., CF Bankshares Inc., Meridian Corporation, Coastal Financial Corporation, Capital Bancorp, Inc., PS Bancorp, Inc., BayFirst Financial, Inc., CP Bankshares, Inc., Fist Internet Bancorp, Inc., Dark Banchshares, Inc., Even Edwards, Inc., Even Capital Banchares, Inc., Capital Bancorp, Inc., Cross River Bank, Metropolitan Bank Holding Corp., Capital Community Bank
Financial, Inc., Cross River Bank, Metropolitan Bank Holding Corp., Capital Community Bank
Note: Bank | New Call Report Financial data used where holding company consolidated financials unavailable
Source: S&P Capital IQ Pro

Disciplined Underwriting Process



- 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 3.2% as of the end of 1Q24, reflecting a lower-risk portfolio vs. prior year period, including:
 - 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

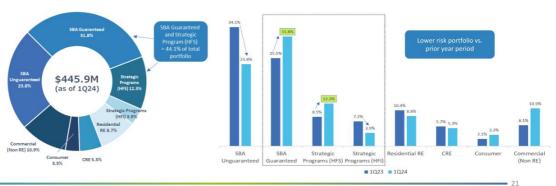


*ACL = Allowance for Credit Losses; SP = Strategic Programs; HFI = Held for Investment

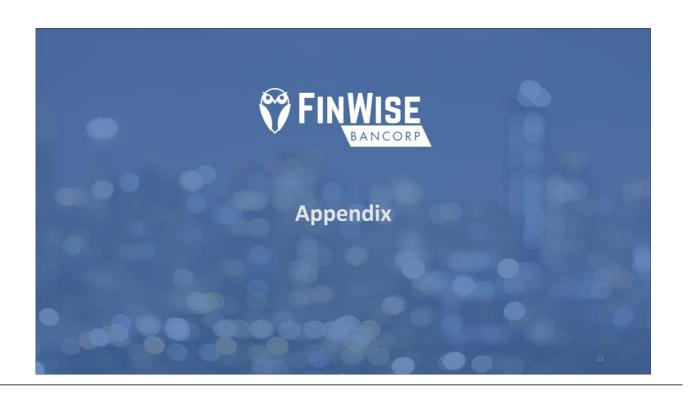
Diversified and Lower Risk Loan Portfolio



- Combined SBA Guaranteed and Strategic Program Loans (HFS) increased to a total of 44.1% of the portfolio as of 1Q24 vs 28.4% at the end of 2022
 - 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
- SBA Unguaranteed loans declined from 34.5% of the portfolio as of 1Q23 to 23.8% as of 1Q24
- Strategic Programs Loans (HFI), Resi. RE, and CRE loans declined to 3.9%, 8.8%, and 5.3%, respectively, from 7.2%, 10.4%, and 5.7%, respectively, from 1023 to 1024
- Consumer and Commercial (Non RE) loans increased moderately from the end of 1Q23 to 1Q24, and make up only 14.2% of the total portfolio as of 1Q24
- Note: Non-SBA Commercial RE (5.3% as of 1Q24) is 90.8% 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

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				As of		
in thousands)		March 31, 2023		December 31, 2023		March 31, 2024
Total Shareholders' Equity	\$	144,353	\$	155,056	\$	162,482
Goodwill		-		_		_
Other intangibles		_		_		_
Less: total intangible assets		_		_		_
Tangible shareholders' equity ¹	\$	144,353	\$	155,056	\$	162,482
Tangible book value per share ¹	\$	11.26	\$	12.41	\$	12.70
Efficiency Ratio						
(\$ in thousands)	_	For the Three Month Period Ending March 31, 2023 December 31, 2023 Mar			March 31, 2024	
				86		
Noninterest expense	\$	11,807	\$	11,381	\$	8,737
Net interest income		14,006		14,367		12,106
Noninterest income		5,464		6,035		4,527
Adjusted operating revenues	\$	19,470	\$	20,402	\$	16,633
Efficiency ratio ²		60.6 % 55.8 %		52.5 9		

⁽¹⁾ Tangible shareholders' equity: This measure is not a measure recognized under GAP and is therefore considered to be a non-GAP financial measure. See "Reconciliation of Non-GAP to GAP Financial Measures" for a reconciliation of this measure to its most comparable GAP measure. Tangible shareholders' equity is defined as total shareholders' equity less goodwill and other intangible assets. The most directly comparable GAP financial measure is total shareholders' equity. The Company had no goodwill or other intangible assets as of any of the dates indicated. The Company has not considered toan servicing rights or loan trailing fee asset as intangible assets for purposes of this calculation. As a result, naturable shareholders' equity is of each of the dates indicated.

[2] Efficiency Ratio: This measure is not a measure recognized under United States generally accepted accounting principles, or GAP, and is therefore considered to be a non-GAP financial measure. See "Reconciliation of Non-GAP Financial Measures" for a reconciliation of this measure to its most comparable GAP measure. The effort value is a 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.

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.

HEI (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.

HES (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.

Mastercard Send. Mastercard's offering in the real-time personal payments arena. 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

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,

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.