

**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): December 16, 2021**

**MONEYLION INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-39346  
(Commission  
File Number)

85-0849243  
(IRS Employer  
Identification No.)

30 West 21st Street, 9th Floor,  
New York, NY 10010

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (212) 380-1735

N/A

(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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.0001 per share	ML	The New York Stock Exchange
Redeemable Warrants: each whole warrant exercisable for one share of common stock, par value \$0.0001 per share	ML WS	The New York Stock Exchange

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.

**Item 7.01. Regulation FD Disclosure.**

On December 16, 2021, MoneyLion Inc., a Delaware corporation (the "Company"), issued a press release announcing its entry into an Agreement and Plan of Merger, dated December 15, 2021 (as may be amended or modified from time to time, the "Merger Agreement"), by and among the Company, Epsilon Merger Sub Inc., a Delaware corporation and wholly owned subsidiary of the Company ("Merger Sub"), Even Financial Inc., a Delaware corporation ("Even"), and Fortis Advisors LLC, a Delaware limited liability company, in its capacity as representative of the equityholders of Even, pursuant to which Merger Sub will merge with and into Even, with Even surviving as a wholly owned subsidiary of the Company. The press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Furnished as Exhibit 99.2 hereto and incorporated into this Item 7.01 by reference is the investor presentation that the Company has prepared to use in connection with the transactions contemplated by the Merger Agreement.

The information in Item 7.01 is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act or the Exchange Act, except as otherwise set forth herein or as shall be expressly set forth by specific reference in such a filing.

**Forward-Looking Statements**

The information in this Current Report on Form 8-K includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "estimate," "plan," "project," "forecast," "intend," "will," "expect," "anticipate," "believe," "seek," "target" or other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements include, but are not limited to, statements regarding estimates and forecasts of financial and performance metrics and expectations and timing related to potential benefits, terms and timing of the transaction. These statements are based on various assumptions, whether or not identified in this press release, and on the current expectations of the Company's management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on by any investor as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. Many actual events and circumstances are beyond the control of the Company.

These forward-looking statements are subject to a number of risks and uncertainties, including changes in domestic and foreign business, market, financial, political and legal conditions; the inability of the parties to successfully or timely consummate the proposed transaction, including the risk that any required regulatory approvals are not obtained, are delayed or are subject to unanticipated conditions that could adversely affect the combined company or the expected benefits of the proposed transaction; failure to realize the anticipated benefits of the proposed transaction; risks relating to the uncertainty of the projected financial information with respect to the Company; future global, regional or local economic and market conditions; the development, effects and enforcement of laws and regulations; the Company's ability to manage future growth; the Company's ability to develop new products and solutions, bring them to market in a timely manner, and make enhancements to its platform; the effects of competition on the Company's future business; or, the outcome of any potential litigation, government and regulatory proceedings, investigations and inquiries. If any of these risks materialize or our assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that the Company presently knows or that the Company currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect the Company's expectations, plans or forecasts of future events and views as of the date of this press release. The Company anticipates that subsequent events and developments will cause its assessments to change. However, while the Company may elect to update these forward-looking statements at some point in the future, the Company specifically disclaims any obligation to do so. These forward-looking statements should not be relied upon as representing the Company's assessments as of any date subsequent to the date of this press release. Accordingly, undue reliance should not be placed upon the forward-looking statements.

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#### Item 9.01. Financial Statements and Exhibits.

Exhibit	Description
<a href="#">99.1</a>	<a href="#">Press Release, dated December 16, 2021, titled "MoneyLion to Acquire Even Financial, Expanding Distribution Network and Enhancing Consumers' Financial Access and Decision Making."</a>
<a href="#">99.2</a>	<a href="#">Investor Presentation dated December 16, 2021</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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#### SIGNATURES

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

#### MONEYLION INC.

By: /s/ Diwakar Choubey  
Name: Diwakar Choubey  
Title: Chief Executive Officer and President

Date: December 16, 2021

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## MoneyLion to Acquire Even Financial, Expanding Distribution Network and Enhancing Consumers' Financial Access and Decision Making

*Even's embedded finance marketplace and infrastructure provide MoneyLion with best-in-class distribution capabilities and a growing network of over 900 partners*

*Acquisition expected to be accretive to MoneyLion's 2022 earnings*

**NEW YORK, NY, December 16, 2021** – [MoneyLion Inc.](#) (“MoneyLion”) (NYSE: ML), the award-winning digital financial platform, announced today that it has agreed to acquire [Even Financial Inc.](#) (“Even”), the category-leading embedded finance marketplace, to accelerate its mission of providing financial access and advice to hardworking Americans.

The transaction provides for total consideration to Even's equity holders of up to \$440 million, using a convertible financing structure that values MoneyLion at its initial public listing price of \$10 per share. Even's investors include Goldman Sachs, American Express Ventures, SoFi, F-Prime Capital, MassMutual Ventures, LendingClub, Canaan Partners, and GreatPoint Ventures.

Founded in 2014, Even digitally connects and matches consumers with real-time personalized financial product recommendations from banks, insurance, and fintech companies on mobile apps, websites, and other consumer touchpoints through its marketplace technology. Even's infrastructure leverages machine learning and advanced data science to solve a significant pain point in financial services customer acquisition, seamlessly bridging financial institutions and channel partners via its industry-leading API and embedded finance marketplaces.

The acquisition strengthens MoneyLion's platform by improving consumers' abilities to find and access the right financial products to help them manage their financial lives. Even's growing network includes over 400 financial institution partners and 500 channel partners, covering a breadth of financial services including loans, credit cards, mortgages, savings, and insurance products. The acquisition also expands MoneyLion's addressable market, extends the reach of its own products, diversifies its revenue mix, and furthers MoneyLion's ambition to be the premier financial super app for hardworking Americans.

The strategic benefits of the acquisition include:

- **Expanding MoneyLion's target addressable market** leveraging Even's scalable embedded marketplace infrastructure, to tap into the rapidly growing \$230 billion embedded finance industry (1)
- **Increasing MoneyLion's distribution capabilities** across Even's growing network of over 500 channel partners

- **Broadening the range of products and services available within MoneyLion** via 400 financial services partners covering a portfolio of consumer purchasing intents, including loans, credit cards, mortgages, savings, and insurance products
- **Immediately positioning MoneyLion as a “must have” consumer finance product**, leveraging MoneyLion's AI-driven intelligence layer to match consumers with the right product at the right time in pursuit of improved financial access and outcomes across all FICO segments
- **Accretive to MoneyLion's earnings** with Even expected to add \$90 million of revenue and positive EBITDA in 2022 (excluding synergies)

“Even has revolutionized how consumers receive recommendations for financial services,” said Dee Choubey, Co-Founder and CEO of MoneyLion. “Combining Even's best-in-class recommendation engine with MoneyLion's powerful first-party products and open architecture marketplace expands the range of products and services available within our platform, while delivering a new distribution channel for Even's financial partners. Together, we can accelerate our mission of providing financial access and advice to hardworking Americans, reaching them where they are, and enabling them to make financial progress regardless of where they are in life.”

Phillip Rosen, CEO and Founder of Even said, “At Even, our vision is to use machine learning to reimagine how financial institutions find and connect with consumers, while providing them with a superb and trusted user experience. By integrating Even's powerful infrastructure technology with MoneyLion's platform, we will be able to power their fast-growing Marketplace and provide consumers with the optimal mix of financial solutions for their needs, while greatly extending distribution for MoneyLion's suite of products.”

Even will continue to operate as an independent subsidiary of MoneyLion, led by Even's current management team. Phillip Rosen will continue in his role as CEO of Even and will join MoneyLion's executive committee. Even will collaborate with MoneyLion to accelerate the technology roadmap for its financial marketplace, as well as offer the full MoneyLion suite of products to Even's channel partners looking to broaden their offerings to better meet the needs of their customers.

### Transaction Details

- MoneyLion will pay a total purchase price of up to \$440 million to acquire Even, using a convertible financing structure that values MoneyLion at its initial public listing price of \$10 per share, comprised of:
  - A \$360 million upfront payment comprised of \$15 million in cash and \$345 million in preferred shares that are convertible into 34.5 million MoneyLion common shares at \$10 per share
- Subject to the successful achievement of certain revenue targets, a potential earn-out of up to \$80 million, payable up to 8 million in preferred shares valued at \$10 per share
- Unconverted preferred shares carry a 3% annual dividend payable in common equity or cash, at MoneyLion's discretion

- Even employees will be subject to a lock-up of 12 months following closing of the transaction; all other Even shareholders will be subject to a lock-up until March 22, 2022
- The transaction is expected to be accretive to MoneyLion's 2022 earnings
- The transaction is expected to close in the first quarter of 2022, subject to regulatory approvals and other customary closing conditions
- Evercore is serving as financial advisor and Davis Polk & Wardwell is serving as legal advisor to MoneyLion. Broadhaven is serving as financial advisor and Goodwin Procter is serving as legal advisor to Even

## Conference Call

MoneyLion has published a presentation to provide an overview of the acquisition, which is now available on MoneyLion's Investor Relations website at [investors.moneylion.com](https://investors.moneylion.com), and management will hold a conference call and webcast today at 8:30 a.m. ET to discuss the transaction. A live webcast and replay will be available [here](#) and on MoneyLion's Investor Relations website. Please dial into the conference 5-10 minutes prior to the start time and ask for the MoneyLion to Acquire Even Financial conference call.

Toll-free dial-in number: (888) 428-7458  
International dial-in number: (862) 298-0702

(1) Embedded finance revenue forecast in 2025 based on Light Year Capital Markets estimates

## About MoneyLion

MoneyLion is a mobile banking and financial membership platform that empowers people to take control of their finances. Since its launch in 2013, MoneyLion has engaged with 9.4 million hard-working Americans and has earned its members' trust by building a full-service digital platform to deliver mobile banking, lending, and investment solutions. From a single app, members can get a 360-degree snapshot of their financial lives and have access to personalized tips and tools to build and improve their credit and achieve everyday savings. MoneyLion is headquartered in New York City, with offices in Sioux Falls and Kuala Lumpur, Malaysia. MoneyLion has achieved various awards of recognition including the 2020 Forbes FinTech 50, Aite Group Best Digital Wealth Management Multiproduct Offering, Finovate Award for Best Digital Bank 2019, Benzinga FinTech Awards winner for Innovation in Personal Finance 2019 and the Webby Awards 2019 People's Voice Award.

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For more information about the company, visit [www.moneylion.com](https://www.moneylion.com). For investor information and updates, visit [www.moneylion.com/investors](https://www.moneylion.com/investors) and follow @MoneyLionIR on Twitter.

## About Even Financial

Founded in 2014, Even Financial is a B2B fintech company that is transforming the way financial institutions find and connect with consumers. As the leading search, comparison, and recommendation engine for financial services, Even seamlessly bridges financial institutions (such as SoFi) and channel partners (such as TransUnion) via its simple yet robust API and embeddable solutions. Even turns any consumer touchpoint into a comprehensive financial services marketplace with full compliance and security at scale. Even was named one of "America's Best Startup Employers" by Forbes for 2021 and placed in the Top 50 of the 2020 Deloitte Technology Fast 500, which recognizes the fastest growing tech companies in the world. The company is backed by leading financial services firms and VCs, including American Express Ventures, Canaan Partners, F-Prime Capital, GreatPoint Ventures, Goldman Sachs, LendingClub, and MassMutual Ventures. Learn more at [www.evenfinancial.com](https://www.evenfinancial.com).

## Forward-Looking Statements

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## Contacts

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MoneyLion Communications  
[pr@moneylion.com](mailto:pr@moneylion.com)

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# MoneyLion to Acquire Even Financial

Investor Presentation  
December 16, 2021



## Disclaimer

### Use of Non-GAAP Financial Measures

Some of the financial information and data contained in this presentation, such as adjusted revenue, have not been prepared in accordance with United States generally accepted accounting principles ("GAAP"). MoneyLion management uses these non-GAAP measures for various purposes, including as measures of performance and as a basis for strategic planning and forecasting. MoneyLion believes these non-GAAP measures of financial results provide relevant and useful information to management and investors regarding certain financial and business trends relating to MoneyLion's results of operations. MoneyLion's method of determining these non-GAAP measures may be different from other companies' methods and, therefore, may not be comparable to those used by other companies and MoneyLion does not recommend the sole use of these non-GAAP measures to assess its financial performance. MoneyLion management does not consider these non-GAAP measures in isolation or as an alternative to financial measures determined in accordance with GAAP. The principal limitation of these non-GAAP financial measures is that they exclude significant expenses and income that are required by GAAP to be recorded in MoneyLion's financial statements. In addition, they are subject to inherent limitations as they reflect the exercise of judgments by management about which expense and income are excluded or included in determining these non-GAAP financial measures. In order to compensate for these limitations, management presents non-GAAP financial measures in connection with GAAP results. You should review MoneyLion's financial statements, which are included in MoneyLion's 10-Q, and not rely on any single financial measure to evaluate MoneyLion's business. To the extent that forward-looking non-GAAP financial measures are provided, they are presented on a non-GAAP basis without reconciliations of such forward-looking non-GAAP measures, due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation, which could be material based on historical adjustments.

### Forward-Looking Statements

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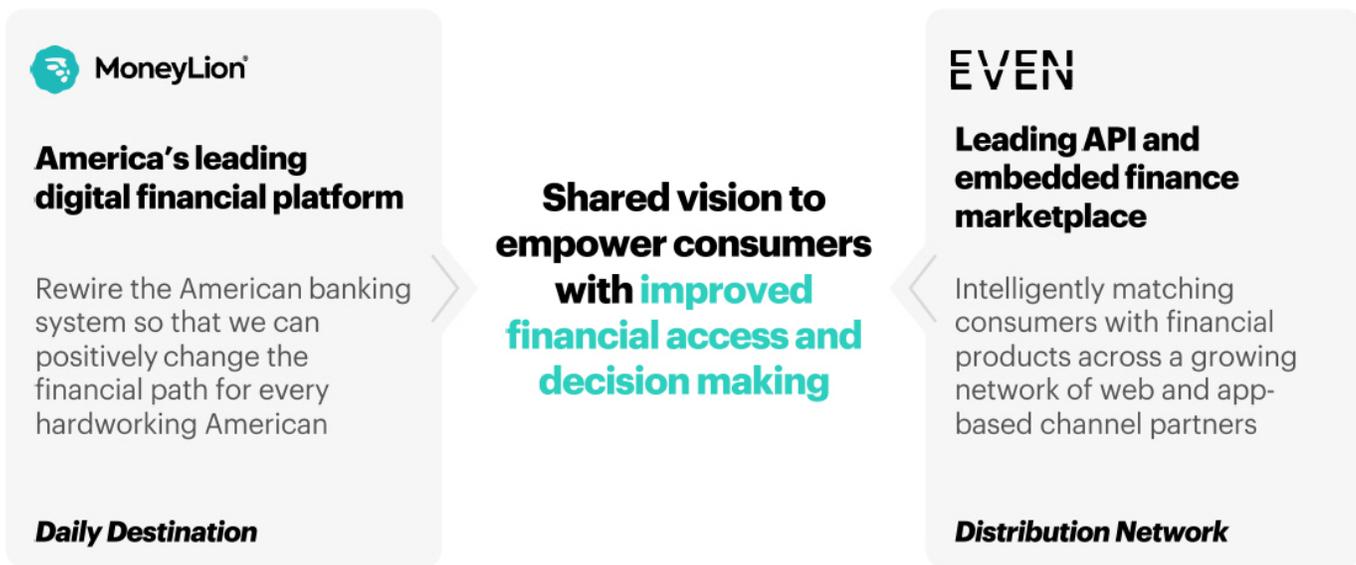
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**Combines the most robust consumer fintech platform  
with a scalable embedded finance marketplace and infrastructure**



## MoneyLion + Even Drives Two-Way Network Effects



# Expands MoneyLion's Mission of Creating Financial Access to All Products Essential to Daily Life



## IN TIMES OF EXCESS

- Roar Money**
- Investing**
- Crypto**
- EVEN Insurance**
- EVEN Mortgages**



## IN TIMES OF NEED

- Instacash**
- Credit Builder Plus**
- Personal Loans** EVEN
- Student Loans** EVEN
- Credit Cards** EVEN

## Strategic Rationale



<b>Expands target addressable market</b>	Leveraging Even's scalable embedded marketplace infrastructure, to tap into the rapidly growing \$230 billion embedded finance industry <sup>(1)</sup>
<b>MoneyLion operates "beyond the app" with expanded distribution capabilities</b>	Growing network of over 400 financial institution partners and 500 channel partners
<b>Broadens the range of products and services available within MoneyLion</b>	Covering a portfolio of consumer purchasing intents, including loans, credit cards, mortgages, savings and insurance products
<b>Immediately positions MoneyLion as a "must have" consumer product</b>	AI-driven intelligence layer matches consumers with the right product at the right time, in pursuit of improved financial access and outcomes across all FICO segments
<b>Accretive to profitability with diversified revenue</b>	Adds immediate scale and revenue diversification, while maintaining growth profile: expected to add \$90 million of revenue and positive EBITDA, excluding synergies, in 2022

(1) Embedded finance revenue forecast in 2025 based on Light Year Capital Markets estimates

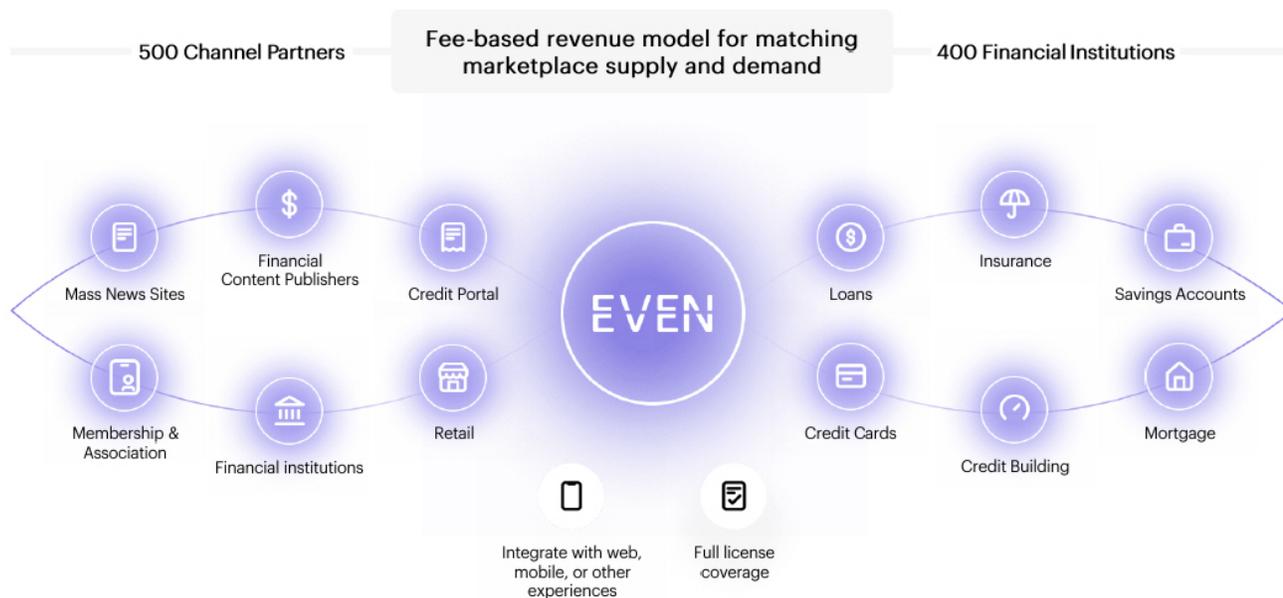


# EVEN

## A category-leading embedded finance marketplace and infrastructure platform



## Even Allows MoneyLion to Own Scalable Marketplace Infrastructure

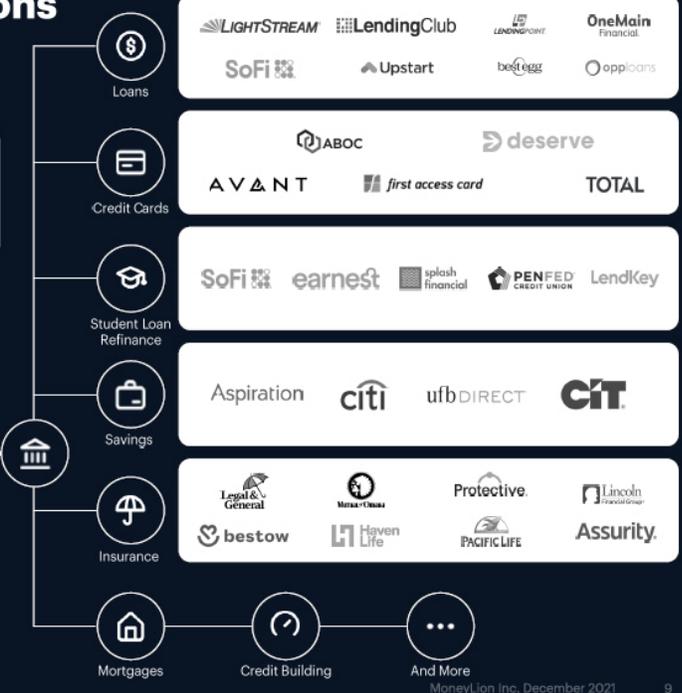
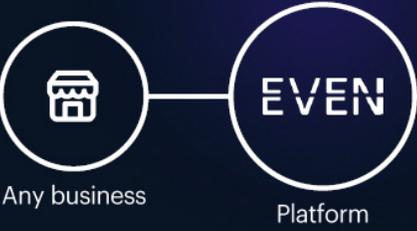


# Even Matches Consumers with Personalized Financial Product Recommendations

**\$700B+** Consumer Applications for Financial Services

**125M+** Consumer Profiles Generated

**8M+** Applicants Routed Monthly

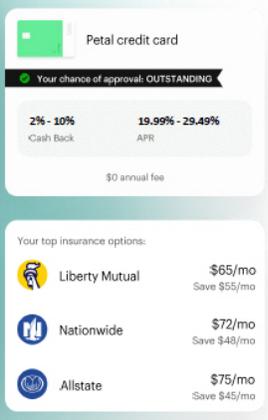
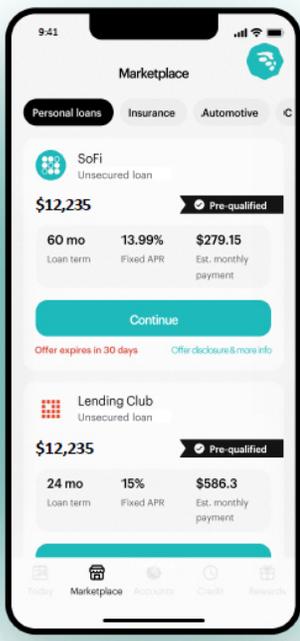
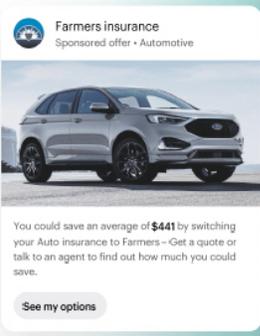


# Even Broadens the Range of Products and Services Available Within MoneyLion

MoneyLion's open architecture marketplace delivers a new distribution channel for Even's 400 financial institution partners

Expands MoneyLion's portfolio of purchasing intents across a spectrum of client segments, including higher FICO segments

- Benefits to Our Customers:**
- Access to hundreds of new financial products
  - Hyper-personalized matching and recommendation experience
  - Ability to compare products and services transparently

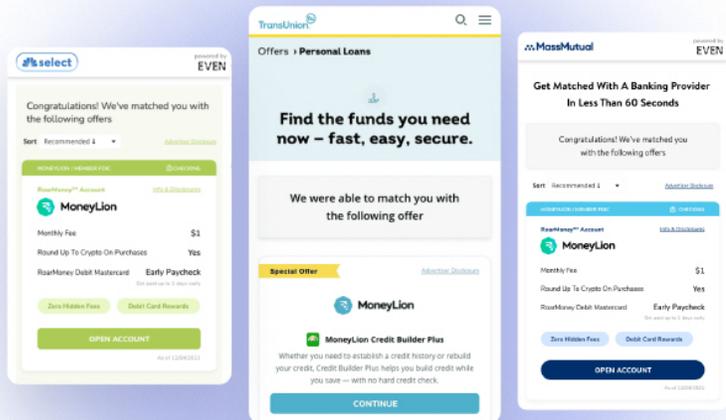




# MoneyLion Operates “Beyond the App” With Expanded Distribution Capabilities

MoneyLion’s suite of products will be available across **500 channel partner websites and apps**

MoneyLion’s products are highly complementary to the existing Even marketplace suite, expanding the range of services available to network partners

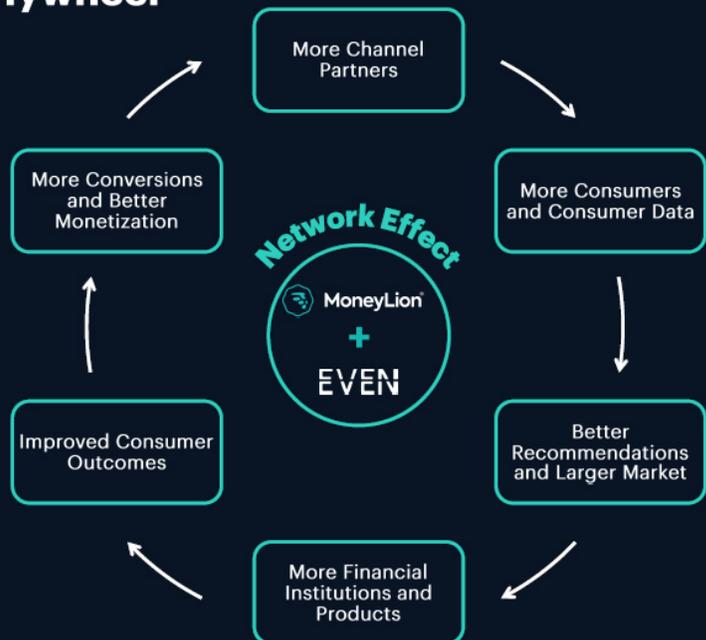


## Benefits to Our Customers:

MoneyLion products will be more easily discovered across hundreds of channels – *meeting our customers where they are*



# Catalyzing the Flywheel





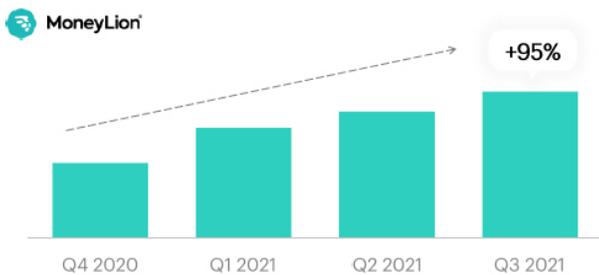
# Transaction Structure

<b>Consideration</b>	<ul style="list-style-type: none"> <li>▪ \$15 million in cash and \$345 million in preferred shares that are convertible into 34.5 million MoneyLion common shares at \$10 / share</li> <li>▪ 3% annual cumulative dividend on unconverted preferred shares, payable in cash or equity at MoneyLion’s discretion</li> <li>▪ Transaction validates MoneyLion’s initial public listing valuation of \$10 / share</li> </ul>	→ Innovative financing structure
<b>Earn-Out</b>	<ul style="list-style-type: none"> <li>▪ Up to \$80 million, payable in preferred shares, tied to successful achievement of certain revenue targets</li> <li>▪ Even employees will be subject to a lock-up of 12 months following closing of the transaction; all other Even shareholders will be subject to a lock-up until March 22, 2022</li> </ul>	→ Creates long-term alignment around shareholder value creation
<b>Management &amp; Governance</b>	<ul style="list-style-type: none"> <li>▪ Even will continue to operate as an independent, wholly-owned subsidiary of MoneyLion</li> <li>▪ Phillip Rosen, Even’s CEO, to join MoneyLion Executive Committee</li> <li>▪ Highly talented team comprised of 100 engineers, product managers and enterprise sales team</li> </ul>	→ Enhances product leadership and innovation with an expanded team

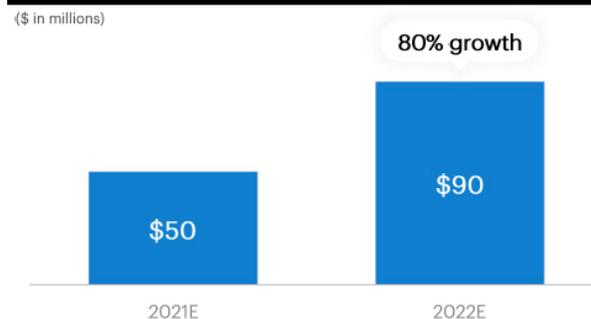
# High Growth Profile Expected to Add Incremental \$90 Million in Revenue in 2022, with Positive EBITDA Contribution



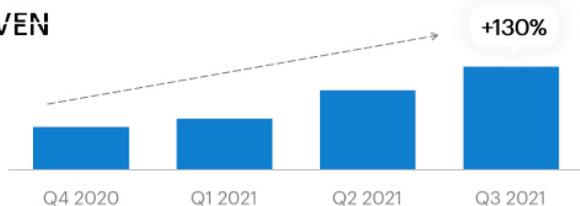
## Quarterly Revenue



## Even: 2021E – 2022E Revenue



## EVEN



- 2022E EBITDA-positive on a standalone basis
- Diversifies revenue streams
- Excludes synergies

Note: Revenue presented on a GAAP basis.  
 Note: Even’s financial information is preliminary, unaudited and subject to adjustment upon finalization of financial statements for these periods. Any adjustments may be material.



MoneyLion®

+

EVEN

+

MALKA

The combination of MoneyLion's powerful, digital financial platform, Even's embedded finance marketplace and infrastructure and Malka Media Group's creator network and content platform enables us to achieve the full potential of our mission:

Providing financial access and advice to all consumers, wherever they are investing their attention

## Delivering FinTech 3.0

- Even immediately enables MoneyLion to own all required capabilities to become the daily destination
- Infrastructure platform for embedded finance
- Highly differentiated suite of capabilities, unparalleled in fintech today



# THANK YOU