

The following communication was made available by MoneyLion, Inc. on its website on February 12, 2021.



**MONEYLION IS AMERICA'S LEADING ALL-IN-ONE,
DIGITAL FINANCIAL PLATFORM THAT EMPOWERS
HARD WORKING AMERICANS TO TAKE CONTROL OF
THEIR FINANCES SO THAT THEY CAN ACHIEVE
THEIR LIFE GOALS.**

With the only complete technology stack in digital finance,
MoneyLion is realizing the potential of a massive addressable market.



Serving 100 million middle-class
Americans in need of a financial
partner



Differentiated value to our users
fuels strong revenue growth and
profitability



Complete product solution enables a
highly efficient marketing acquisition
cost



Data-driven approach to product
innovation, built on billions of
user data points



Proven management team with
significant finance and tech
experience

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PRESS RELEASE

**MoneyLion, America's Leading Digital
Financial Platform, to Become Publicly
Traded via Merger with Fusion Acquisition**

[Webcast](#)

[Webcast Transcript](#)

Corp. (NYSE: FUSE)

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Investment advisory services provided by ML Wealth LLC. Investment Accounts Are Not FDIC Insured • No Bank Guarantee • Investments May Lose Value. For important information and disclaimers relating to the MoneyLion Investment Account, see [Investment Account FAQs](#) and [FORM ADV](#). Broker-Dealer may charge a \$0.25 ACH withdrawal fee, among other fees. Accounts are subject to administrative fee of \$1 per month.

Instacash is an optional service offered by MoneyLion. The amount of Instacash you are eligible to receive will be based on your creditworthiness and other criteria determined by MoneyLion, and may change from time to time. You will be informed of your current available amount in the MoneyLion mobile app. See Membership Agreement and help.moneylion.com for additional terms, conditions and eligibility requirements.

Credit Builder Plus membership (\$19.99/mo) unlocks eligibility for Credit Builder Plus loans and other exclusive services. Credit Builder Plus loans have an annual percentage rate (APR) ranging from 5.99% APR to 29.99% APR, are made by either exempt or state-licensed subsidiaries of MoneyLion Inc., and require a loan payment in addition to the membership payment. The Credit Builder Plus loan may, at lender's discretion, require a portion of the loan proceeds to be deposited into a reserve account maintained by ML Wealth LLC and held by Drivewealth LLC, member SIPC and FINRA. The funds in this account will be placed into money market and/or cash sweep vehicles, and may generate interest at prevailing market rates. You will not be able to access the portion of your loan proceeds held in the credit reserve account until you have paid off your loan, and until your Credit Builder Plus membership payments are current. If you default on your loan, your credit reserve account may be liquidated by the lender to partially or fully satisfy your outstanding indebtedness. May not be available in all states.

Credit Reserve Accounts Are Not FDIC Insured • No Bank Guarantee • Investments May Lose Value. For important information and disclaimers relating to the MoneyLion Credit Reserve Account, see [Investment Account FAQs](#) and [FORM ADV](#).

Credit score improvement is not guaranteed. Credit scores are independently determined by credit bureaus, and on-time payment history is only one of many factors that such bureaus consider. Your credit score may be negatively impacted by other financial decisions you make, or by activities or services you engage in with other financial services organizations. MoneyLion is not a Credit Services Organization.

Shake 'N' Bank and other Rewards are subject to terms and conditions, see [here](#). Rewards are an optional service offered by MoneyLion.

1 With direct deposit. Faster and easier access to funds is based on comparison of traditional banking policies and deposit of paper checks versus deposits made electronically and the additional methods available to access funds via a card as opposed to a paper check.

2 The MoneyLion Debit Mastercard can be used for no-fee withdrawals at ATMs in the Allpoint network. Fees may apply for ATM transactions outside this network.

3 Should you find a lower price for an eligible new item within 90 days from the date of purchase using your MoneyLion Debit Mastercard, you may be reimbursed for the price difference. For more information about the coverage you may be eligible to receive, call 1-800-MASTERCARD (627-8372). To file a claim online, go to mycardbenefits.com. Benefits are subject to terms, conditions and limitations, including limitations on the amount of coverage. Coverage is provided by AIG WarrantyGuard, Inc., an AIG company. Policy provides secondary coverage only. Please reference the Guide to Benefits.

4 Credit score improvement is not guaranteed. Credit scores are independently determined by credit bureaus. Data was sourced from credit score data from over 29,000 Credit Builder Plus members with an active loan between August 7, 2019, and April 21, 2020. Credit score improvement is not guaranteed. Credit scores are independently determined by credit bureaus. MoneyLion is not a Credit Services Organization. Credit Builder Plus is an optional service offered by MoneyLion.

5 Projection of bank fees saved is based on the number of MoneyLion Checking account holders in 2019, their average number of days as an account holder, and the average bank fees typically paid by members' linked external bank accounts.



PRESS RELEASES



FEB 12, 2020, 07:00 ET

MoneyLion, America’s Leading Digital Financial Platform, to Become Publicly Traded via Merger with Fusion Acquisition Corp. (NYSE: FUSE)



FEB 01, 2021, 09:15 ET

MoneyLion Races Into Third-Consecutive Year As Team Penske Partner

Kicks Off 2021 Nascar Season With Brad Keselowski’s Run In Daytona. [Read more](#)



SEP 15, 2020, 09:15 ET

MoneyLion Launches New Thematic Investing Solutions

The new thematic portfolios are designed as packaged solutions to meet certain investment interests or preferences... [Read more](#)



JUL 15, 2020, 10:15 ET

MoneyLion Launches RoarMoney, an Advanced Mobile Banking Experience

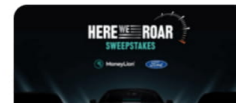
MoneyLion teams up with MetaBank® and Mastercard® to launch RoarMoney... [Read more](#)



NOV 25, 2019, 09:43 ET

MoneyLion Names Samantha Rody Chief Operating Officer

As COO, Rody will be responsible for the growth, operations, and people functions at MoneyLion... [Read more](#)





OCT 07, 2019, 09:58 ET

MoneyLion And Ford Performance Present The Third Custom-Built 2019 Ford Mustang

This new 700-horsepower Ford Mustang GT will be officially unveiled for fans... [Read more](#)



AUG 06, 2019, 12:50 ET

MoneyLion and Ford Performance Unveil Another New 2019 Ford Mustang

MoneyLion, the mobile bank that created America's most powerful financial membership, and Ford Performance unveiled... [Read more](#)



JUL 23, 2019, 09:01 ET

MoneyLion Announces \$160M in Funding to Rapidly Accelerate the Growth

MoneyLion, the mobile bank that created America's most powerful financial membership designed to help hardworking... [Read more](#)



JUN 10, 2019, 09:01 ET

MoneyLion and Ford Performance Announce the Final Two Performance Car Influencers

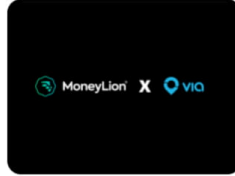
MoneyLion, America's most powerful financial membership, and Ford Performance today... [Read more](#)



APR 23, 2019, 09:03 ET

MoneyLion And Ford Performance Introduce Sweepstakes To Give Away Three Custom Mustangs

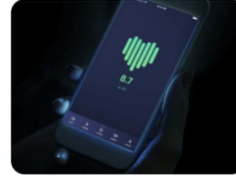
America's Most Powerful Financial Membership Partners with Joey Logano, Ryan Blaney... [Read more](#)



APR 11, 2019, 09:00 ET

MoneyLion and Via Announce New Financial Membership Program

The partnership will provide Via drivers with a powerful new way to bank, invest and grow their money... [Read more](#)



MAR 18, 2019, 09:00 ET

MoneyLion Launches the Financial Heartbeat — a Fitness-Inspired Mobile Tracker for Finances

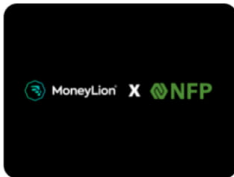
MoneyLion, America's most powerful financial membership... [Read more](#)



MAR 01, 2019, 09:09 ET

MoneyLion "Paves the Wage" in Honor of International Women's Day

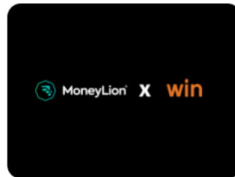
In recognition of International Women's Day, MoneyLion, America's most powerful financial... [Read more](#)



OCT 20, 2020, 11:12 ET

NFP Ventures teams up with MoneyLion on financial wellness benefit

NFP Ventures, the early stage investment branch of insurance broker NFP, has partnered with digital finance platform... [Read more](#)



FEB 26, 2019, 13:01 ET

MoneyLion Announces Workplace Financial Wellness Partnership with New York Nonprofit Organization, Win

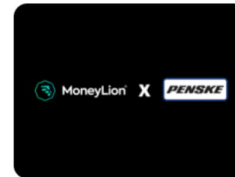
MoneyLion, America's most powerful financial membership, today announced a partne... [Read more](#)



FEB 13, 2019, 09:00 ET

MoneyLion Partners with dfree® to Promote Financial Wellness

MoneyLion, America's most powerful and rewarding financial membership, empowering hardworking Americans to save, borrow and ... [Read more](#)

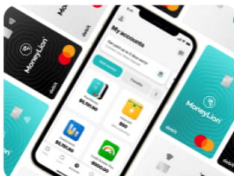


FEB 04, 2019, 10:15 ET

MoneyLion Announces Workplace Financial Wellness Partnership with Penske Automotive Group

In recognition of International Women's Day, MoneyLion, America's most powerful financial... [Read more](#)

IN THE NEWS



FEB 12, 2020

The Future Of Personal Finance: Forbes Fintech 50



NOV 01, 2019

Leading the neobank pack



SEP 16, 2020

Thematic Investing rolls out



JUL 15, 2020

MoneyLion launches contactless mobile wallet

2020

Digital bank targeting \$50,000-income... [Read more](#)

The promise of MoneyLion is to be the wealth manager, the private bank for the \$50,000 household. [Read more](#)

Our new portfolios allow our members to strengthen their investing accounts and put their interests and... [Read more](#)

We've completely reimagined the mobile banking experience by going above and beyond what consumers expect from their banks. [Read more](#)



JUL 23, 2019

MoneyLion earns \$100 million in capital funding

The new capital will go toward refining subscription offerings and adding new features to add value to the platform... [Read more](#)



Nov 4, 2019

The 'Netflix of finance': How MoneyLion is evolving its subscription offering

Personal finance, banking and investment platform MoneyLion is moving its monthly... [Read more](#)



JUL 25, 2019

How MoneyLion is differentiating itself in digital banking

Digital consumer bank MoneyLion CEO Dee Choubey talks with Yahoo Finance's Julie... [Read more](#)



MAR 4, 2019

Digital Bank MoneyLion is Hoping to 'Pave the Wage' for Women

Samantha Roady, President of Retail for GAIN Capital and a member of MoneyLion's ... [Read more](#)

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PRESS RELEASE



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FEB 12, 2021, 07:00 ET

MoneyLion, America’s Leading Digital Financial Platform, to Become Publicly Traded via Merger with Fusion Acquisition Corp. (NYSE: FUSE)

– MoneyLion Uses the Power of Technology to Empower Hard-Working Americans to Take Control of Their Finances so That They Can Achieve Their Life Goals –

– Proprietary FinTech Platform Delivers Comprehensive Suite of Products That Makes It More Engaging to Bank, Borrow, Save, Invest, and Grow – All in One App –

– Estimated Post-Transaction Enterprise Value of \$2.4 Billion With Over \$500 Million in Cash to Fund Growth –

– Transaction Includes a \$250 Million Oversubscribed and Upsized, Fully Committed Common Stock Private Investment at \$10 Per Share Led by Funds and Accounts Managed by BlackRock, Certain Funds Managed by Affiliates of Apollo Global Management, Inc., and Leading Global Technology and Growth Investors –

New York, NY – February 12, 2021 – MoneyLion Inc. (“MoneyLion”), America’s leading digital financial platform, and **Fusion Acquisition Corp.** (NYSE: FUSE) (“Fusion”) have entered into a definitive agreement which would result in MoneyLion becoming a publicly listed company.

MoneyLion uses the power of technology to empower hard-working Americans to take control of their finances and achieve their life goals. MoneyLion’s data-driven, digital financial platform provides access to a comprehensive suite of products that help members bank, borrow, save, invest, and grow – all in one app. These products include:

- **RoarMoney:** Modern mobile banking that enables members to get paid up to two days early and manage their day-to-day spending, with no hidden fees, cashback rewards, and robust security controls.

- **Investing:** Full featured, automated investing tools with a variety of investment options, including ESG portfolios, so members can invest in strategies that match their personal preferences.
- **Instacash:** Interest-free salary advances with no monthly fees to help members bridge short-term timing gaps in their income, enabling them to pay their bills on time or cover unexpected expenses without incurring costly overdraft fees.
- **Credit Builder Plus:** A program designed to help members build or rebuild their credit – more than half of the members in this program increase their credit score by 60 points in the first 60 days.

In addition to offering a complementary suite of financial products, MoneyLion has pioneered a new approach to personal financial management with **Financial Heartbeat**, an intelligent, automated advice platform that guides members on their financial journey. Financial Heartbeat evaluates members’ financial situation across four key dimensions and delivers personalized advice that helps them decide what actions to take and which products to use to improve their financial health.

Through these products and personalized advice, MoneyLion is changing the way people think about and take control of their money, relieve financial stress and, ultimately, make confident financial decisions to achieve both their near- and long-term goals.

MoneyLion Investment Highlights

- **Mission-Driven Organization.** MoneyLion’s mission is to use the power of technology to empower hard-working Americans to take control of their finances, help them manage their money more effectively, and make confident financial decisions to put them on a path to achieve their goals.
- **Serving 100 Million Hard-Working Americans.** MoneyLion aims to serve the 100 million middle-class Americans who are currently disadvantaged by a system not built for their needs. This underserved population represents trillions of dollars in annual savings, spending and investments, and is a \$250 billion revenue opportunity for MoneyLion.
- **Data-Driven Approach to Product Innovation.** Through a holistic, digital platform, the Company harnesses data and insights to deliver more personalized customer experiences and helps accelerate product development and innovation. In 2021, MoneyLion plans to roll out a new slate of products, including the next generation of the Financial Heartbeat platform, new credit and financing products, and a crypto rewards offering.
- **Complete Product Solution Drives Attractive Unit Economics.** MoneyLion offers a single platform to address all of its customers’ needs. Multiple product engagement increases revenue per customer and is paired with a highly efficient marketing cost structure.
- **Accelerating Adjusted Revenue Growth.** MoneyLion generated \$76 million of adjusted revenue in 2020, finishing the year on a \$102 million adjusted revenue run-rate in Q4 2020. MoneyLion forecasts adjusted revenue for 2021 of \$144 million, representing year-over-year growth of approximately 88%. The Company expects significant long-term upside from penetrating an enormous addressable market and cross-selling products with its platform approach.
- **Proven Management Team:** MoneyLion is led by an accomplished and experienced senior management team with significant finance and tech experience, and a strong track record of driving growth and profitability.

“MoneyLion is a digital financial platform on a mission to rewire a broken banking system that applies a one-size-fits-all approach to personal finance,” said Dee Choubey, CEO and co-founder of MoneyLion. “We are using transformative technology to bring the private banking experience to everyone – in a single app. Our platform surrounds each customer with the financial tools, content, and actionable advice relevant to their unique situation. This model is generating high user growth, multiple product engagement, and low cost of acquisition. A public listing enhances our ability to scale more quickly and continue to innovate so that we can help more people take control of their finances and achieve their life goals.”

John James, Founder and CEO of Fusion, commented: “MoneyLion is at the perfect high-growth inflection point that makes accessing public markets a logical next step. This will be the first publicly traded all-in-one digital financial services platform, which in and of itself creates huge scarcity value for the Company. Unlike its peers, MoneyLion has purpose-built its technology and operates a holistic platform with multiple products and revenue streams with strong unit economics. We believe in today’s market there are limited opportunities to invest in high-growth businesses built for profitability like MoneyLion. We look forward to partnering with the Company’s highly experienced team of technologists and financial product experts to accelerate growth post-merger.”

Transaction Terms & Financing

The combined Company will have an estimated post-transaction enterprise value of \$2.4 billion with an estimated equity value of \$2.9 billion from the contribution of up to \$526 million in cash proceeds from the transaction, net of debt paydown and expenses. Proceeds will consist of up to \$350 million of cash held in Fusion's trust account and an additional \$250 million fully committed private investment at \$10.00 per share led by funds and accounts managed by BlackRock, certain funds managed by affiliates of Apollo Global Management, Inc., and leading global technology and growth investors.

The net proceeds raised from the transaction will be used to support MoneyLion's working capital and scale its proven platform and suite of products.

MoneyLion shareholders will hold approximately 76% of the equity of the combined Company by rolling their existing holdings in MoneyLion. That ownership percentage could change if MoneyLion elects to have its existing shareholders receive cash as part of the transaction consideration. The business combination has been unanimously approved by the boards of directors of both MoneyLion and Fusion and is expected to close in the first half of 2021, subject to regulatory and stockholder approvals, and other customary closing conditions. Upon closing of the transaction, Fusion will be renamed MoneyLion Inc. and is expected to remain listed on the New York Stock Exchange.

For a summary of the material terms of the proposed transaction, as well as a supplemental investor presentation, please see the Current Report on Form 8-K filed today with the U.S. Securities and Exchange Commission ("SEC"). Additional information about the proposed transaction will be described in Fusion's registration statement relating to the merger, which it will file with the SEC.

Advisors

Citi, Broadhaven, and FT Partners acted as financial advisors to MoneyLion. Davis Polk & Wardwell LLP acted as legal advisor to MoneyLion. J.P. Morgan Securities LLC served as exclusive financial advisor and lead placement agent to Fusion. Cantor Fitzgerald & Co. is acting as capital markets advisor to Fusion and White & Case LLP acted as legal advisor to Fusion. Citi, Cantor Fitzgerald & Co. and Odeon Capital Group, LLC also acted as co-placement agents on the PIPE.

Conference Call & Webcast Information

Fusion and MoneyLion management will host a conference call and webcast to discuss the proposed transaction today, February 12, 2021, at 8:00 a.m. Eastern time.

The webcast will be available [here](#) and can also be accessed on MoneyLion's website at www.moneylion.com/investors or Fusion's website at www.fusionacq.com.

For those who wish to participate by telephone, please dial (833) 362-0225 (U.S.) or (914) 987-7682 (International) and reference conference ID 3796264.

Please call the conference telephone number 5-10 minutes prior to the start time. An operator will register your name and organization. If you have any difficulty connecting with the conference call, please contact Gateway Investor Relations at (949) 574-3860.

The conference call will be broadcast live and available for replay [here](#) and via Fusion's website at www.fusionacq.com.

A telephonic replay of the conference call will be available after 11:00 a.m. Eastern time today through February 19, 2021 by dialing (855) 859-2056 (U.S.) or (404) 537-3406 (International) and referencing conference ID 3796264.

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 7.5 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 San Francisco, Salt Lake City, 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. For more information, please visit www.moneylion.com or download the app.

About Fusion Acquisition Corporation

Fusion Acquisition Corporation is a special purpose acquisition company formed for the purpose of effecting a merger, capital stock exchange, asset acquisition, stock purchase, reorganization or similar business combination with one or more businesses. The Company was founded by and is led by CEO John James (who also stands behind the global fintech, BetaSmartz, as well as co-founding emerging opportunities investment company, Boka Group), and Chairman Jim Ross (senior advisor to State Street and former Chairman of State Street Global Advisors SPDR ETFs). Fusion is focusing on businesses with an enterprise value of approximately \$750 million to \$3 billion that are applying, providing or changing technology within the fintech or asset and wealth management sectors. For more information, visit fusionacq.com.

Forward-Looking Statements

The information in this press release 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 MoneyLion's and Fusion'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 MoneyLion and Fusion. 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 business combination, 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 business combination or that the approval of the shareholders of Fusion or MoneyLion is not obtained; failure to realize the anticipated benefits of the proposed business combination; risks relating to the uncertainty of the projected financial information with respect to MoneyLion; future global, regional or local economic and market conditions; the development, effects and enforcement of laws and regulations; MoneyLion's ability to manage future growth; MoneyLion'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 MoneyLion's future business; the amount of redemption requests made by Fusion's public shareholders; the ability of Fusion or the combined company to issue equity or equity-linked securities in connection with the proposed business combination or in the future; the outcome of any potential litigation, government and regulatory proceedings, investigations and inquiries; and those factors discussed in Fusion's final prospectus dated June 25, 2020 and Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, in each case, under the heading "Risk Factors," and other documents of Fusion filed, or to be filed, with the Securities and Exchange Commission ("SEC"). 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 neither MoneyLion nor Fusion presently know or that MoneyLion and Fusion currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect MoneyLion's and Fusion's expectations, plans or forecasts of future events and views as of the date of this press release. MoneyLion and Fusion anticipate that subsequent events and developments will cause MoneyLion's and Fusion's assessments to change. However, while MoneyLion and Fusion may elect to update these forward-looking statements at some point in the future, MoneyLion and Fusion specifically disclaim any obligation to do so. These forward-looking statements should not be relied upon as representing MoneyLion's and Fusion'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.

Additional Information About the Proposed Business Combination and Where to Find It

The proposed business combination will be submitted to shareholders of Fusion for their consideration. Fusion intends to file a registration statement on Form S-4 (the "Registration Statement") with the SEC which will include preliminary and definitive proxy statements to be distributed to Fusion's shareholders in connection with Fusion's solicitation for proxies for the vote by Fusion's shareholders in connection with the proposed business combination and other matters as described in the Registration Statement, as well as the prospectus relating to the offer

matters as described in the registration statement, as well as the prospectus relating to the offer of the securities to be issued to MoneyLion's shareholders in connection with the completion of the proposed business combination. After the Registration Statement has been filed and declared effective, Fusion will mail a definitive proxy statement and other relevant documents to its shareholders as of the record date established for voting on the proposed business combination. Fusion's shareholders and other interested persons are advised to read, once available, the preliminary proxy statement / prospectus and any amendments thereto and, once available, the definitive proxy statement / prospectus, in connection with Fusion's solicitation of proxies for its special meeting of shareholders to be held to approve, among other things, the proposed business combination, because these documents will contain important information about Fusion, MoneyLion and the proposed business combination. Shareholders may also obtain a copy of the preliminary or definitive proxy statement, once available, as well as other documents filed with the SEC regarding the proposed business combination and other documents filed with the SEC by Fusion, without charge, at the SEC's website located at www.sec.gov or by directing a request to Cody Slach and Matt Glover, (949) 574-3860, FUSE@gatewayir.com.

Participants in the Solicitation

Fusion, MoneyLion and certain of their respective directors, executive officers and other members of management and employees may, under SEC rules, be deemed to be participants in the solicitations of proxies from Fusion's shareholders in connection with the proposed business combination. Information regarding the persons who may, under SEC rules, be deemed participants in the solicitation of Fusion's shareholders in connection with the proposed business combination will be set forth in Fusion's proxy statement / prospectus when it is filed with the SEC. You can find more information about Fusion's directors and executive officers in Fusion's final prospectus dated June 25, 2020, filed with the SEC on June 29, 2020. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests will be included in the proxy statement / prospectus when it becomes available. Shareholders, potential investors and other interested persons should read the proxy statement / prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from the sources indicated above.

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CEO MESSAGE



FEB 10, 2021, 07:00 ET

CEO message

**Welcome to the MoneyLion pride!
We're glad you're here.**

You've joined something big — bigger than just an award-winning financial technology platform. You're part of a movement that's re-wiring the consumer financial experience and empowering millions of hard working Americans to take control of their finances so they can achieve their life goals.

When we launched MoneyLion in 2013, we set out to use the power of technology to fix a banking system that is broken. Today's system applies a one-size-fits-all approach to personal finance that disadvantages a huge swath of Americans, charging them billions in outdated fees — including overdraft fees, transfer fees, account maintenance fees, and more — just to participate.

Throughout my life, I've seen how this model of inertia limits financial success. As a child, I saw how my parents' sacrifices to raise their children were made more difficult by not having access to financial tools and advice that would have made it easier for them to achieve their goals. Then, when I worked in the institutional banking world, I had a front row seat to the systemic failures that made it difficult for millions more Americans to get ahead in life and thrive in a rapidly changing economy.

I'm talking about everyday people from all walks of life. Gig workers who have multiple jobs and are trying to make ends meet. People approaching retirement who aren't sure if they have enough saved. Millennials who dream of buying a house and putting their kids through college. And more. We have built a solution for hard working people who are looking for a simple, engaging way to bank, borrow, save, invest and grow their money.

At MoneyLion, we believe finances should propel people forward, not hold them back. We offer the most powerful all-in-one, digital financial solution that gives people access to the products, tools and advice they need while helping them understand how they can make their money work as hard as they do. It is mobile banking with no hidden fees and cash back rewards. Interest free salary advances when people need it most. A program designed to help people build and rebuild their credit. Full featured and automated investing tools. And a place where advice comes in the form of a "financial coach." To make sure you're taking the most powerful, proactive

form or a financial heartbeat. Together, our team is bringing the previously exclusive experience of private banking to everyone and there's much more to come.

Today, I'm proud to say that we are empowering millions of Americans to live a better life by offering the most innovative and engaging financial tools in the industry. With your help, we will continue to flip the script and change the course of finance. This is where it all starts. Because here we are strong. Here we rise.

HERE WE ROAR.

Sincerely,
Dee Choubey
Co-Founder and CEO

[Disclaimer](#)

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DISCLAIMER

Additional Information About the Proposed Business Combination and Where to Find It

The proposed business combination will be submitted to shareholders of Fusion Acquisition Corp. ("Fusion") for their consideration. Fusion intends to file a registration statement on Form S-4 (the "Registration Statement") with the SEC which will include preliminary and definitive proxy statements to be distributed to Fusion's shareholders in connection with Fusion's solicitation for proxies for the vote by Fusion's shareholders in connection with the proposed business combination and other matters as described in the Registration Statement, as well as the prospectus relating to the offer of the securities to be issued to MoneyLion's shareholders in connection with the completion of the proposed business combination. After the Registration Statement has been filed and declared effective, Fusion will mail a definitive proxy statement and other relevant documents to its shareholders as of the record date established for voting on the proposed business combination. Fusion's shareholders and other interested persons are advised to read, once available, the preliminary proxy statement / prospectus and any amendments thereto and, once available, the definitive proxy statement / prospectus, in connection with Fusion's solicitation of proxies for its special meeting of shareholders to be held to approve, among other things, the proposed business combination, because these documents will contain important information about Fusion, MoneyLion and the proposed business combination. Shareholders may also obtain a copy of the preliminary or definitive proxy statement, once available, as well as other documents filed with the SEC regarding the proposed business combination and other documents filed with the SEC by Fusion, without charge, at the SEC's website located at www.sec.gov or by directing a request to Cody Slach and Matt Glover, (949) 574-3860, FUSE@gatewayir.com.

Participants in the Solicitation

Fusion, MoneyLion and certain of their respective directors, executive officers and other members of management and employees may, under SEC rules, be deemed to be participants in the solicitations of proxies from Fusion's shareholders in connection with the proposed business combination. Information regarding the persons who may, under SEC rules, be deemed participants in the solicitation of Fusion's shareholders in connection with the proposed business combination will be set forth in Fusion's proxy statement / prospectus when it is filed with the SEC. You can find more information about Fusion's directors and executive officers in Fusion's final prospectus dated June 25, 2020, filed with the SEC on June 29, 2020. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests will be included in the proxy statement / prospectus when it becomes available. Shareholders, potential investors and other interested persons should read the proxy statement / prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from the sources indicated above.

Forward-Looking Statements

The information in this communication 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 MoneyLion's and Fusion'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 MoneyLion and Fusion. 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 business combination, 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 business combination or that the approval of the shareholders of Fusion or MoneyLion is not obtained; failure to realize the anticipated benefits of the proposed business combination; risks relating to the uncertainty of the projected financial information with respect to MoneyLion; future global, regional or local economic and market conditions; the development, effects and enforcement of laws and regulations; MoneyLion's ability to manage future growth; MoneyLion'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 MoneyLion's future business; the amount of redemption requests made by Fusion's public shareholders; the ability of Fusion or the combined company to issue equity or equity-linked securities in connection with the proposed business combination or in the future; the outcome of any potential litigation, government and regulatory proceedings, investigations and inquiries; and those factors discussed in Fusion's final prospectus dated June 25, 2020 and Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, in each case, under the heading "Risk Factors," and other documents of Fusion filed, or to be filed, with the Securities and Exchange Commission ("SEC"). 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 neither MoneyLion nor Fusion presently know or that MoneyLion and Fusion currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect MoneyLion's and Fusion's expectations, plans or forecasts of future events and views as of the date of this press release. MoneyLion and Fusion anticipate that subsequent events and developments will cause MoneyLion's and Fusion's assessments to change. However, while MoneyLion and Fusion may elect to update these forward-looking statements at some point in the future, MoneyLion and Fusion specifically disclaim any obligation to do so. These forward-looking statements should not be relied upon as representing MoneyLion's and Fusion'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.

No Offer or Solicitation

This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of section 10 of the Securities Act, or an exemption therefrom.

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Important Information About the Business Combination and Where to Find It

The proposed business combination will be submitted to stockholders of Fusion for their consideration. Fusion intends to file a registration statement on Form S-4 (the “Registration Statement”) with the SEC which will include preliminary and definitive proxy statements to be distributed to Fusion’s stockholders in connection with Fusion’s solicitation for proxies for the vote by Fusion’s stockholders in connection with the proposed business combination and other matters as described in the Registration Statement, as well as the prospectus relating to the offer of the securities to be issued to MoneyLion’s stockholders in connection with the completion of the proposed business combination. After the Registration Statement has been filed and declared effective, Fusion will mail a definitive proxy statement and other relevant documents to its stockholders as of the record date established for voting on the proposed business combination. **Fusion’s stockholders and other interested persons are advised to read, once available, the preliminary proxy statement / prospectus and any amendments thereto and, once available, the definitive proxy statement / prospectus, in connection with Fusion’s solicitation of proxies for its special meeting of stockholders to be held to approve, among other things, the proposed business combination, because**

these documents will contain important information about Fusion, MoneyLion and the proposed business combination. Stockholders may also obtain a copy of the preliminary or definitive proxy statement, once available, as well as other documents filed with the SEC regarding the proposed business combination and other documents filed with the SEC by Fusion, without charge, at the SEC's website located at www.sec.gov or by directing a request to : Fusion Acquisition Corp., 375 Park Avenue, Suite 2607, New York, New York, 10152 Attention: John James, (212) 763-0169.

Participants in the Solicitation

Fusion, MoneyLion and certain of their respective directors, executive officers and other members of management and employees may, under SEC rules, be deemed to be participants in the solicitations of proxies from Fusion's stockholders in connection with the proposed business combination. Information regarding the persons who may, under SEC rules, be deemed participants in the solicitation of Fusion's stockholders in connection with the proposed business combination will be set forth in Fusion's proxy statement / prospectus when it is filed with the SEC. You can find more information about Fusion's directors and executive officers in Fusion's final prospectus dated June 25, 2020, filed with the SEC on June 29, 2020. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests will be included in the proxy statement / prospectus when it becomes available. Stockholders, potential investors and other interested persons should read the proxy statement / prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from the sources indicated above.

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No Offer or Solicitation

This communication shall not constitute a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the Business Combination. This Form 8-K shall also not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any states or jurisdictions in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of section 10 of the Securities Act.
