

On Wednesday, March 3, 2021, MoneyLion Inc. (“MoneyLion”), Fusion Acquisition Corp.’s business combination target, issued a press release titled “MoneyLion Unlocks the Exclusivity of a Private Banking Experience for All with Acquisition of Wealth Technologies Inc.” The press release announces the acquisition of Wealth Technologies Inc. by MoneyLion and includes quoted language from Dee Choubey, Chief Executive Officer of MoneyLion. A copy of the press release and weblink are set forth below:



**MoneyLion Unlocks the Exclusivity of a Private Banking Experience for All  
with Acquisition of Wealth Technologies Inc.**

*Data-driven, digital financial platform utilizes AI and predictive analytics to bring institutional quality, personalized short- and long-term advice to hardworking Americans*

<https://www.prnewswire.com/news-releases/moneylion-unlocks-the-exclusivity-of-a-private-banking-experience-for-all-with-acquisition-of-wealth-technologies-inc-301239391.html>

**NEW YORK, March 3, 2021** – MoneyLion, an award-winning data-driven, digital financial platform, today announced that it has acquired Wealth Technologies Inc. (WTI), a pioneer in algorithmic financial planning technology. The company also announced the appointment of WTI co-founder, Rohit D’Souza, as Executive Chairman of its Board of Directors.

The acquisition of WTI is designed to improve members’ experience and engagement with MoneyLion, a digital platform where Americans can easily bank, borrow, save and invest – all in one place. The MoneyLion platform will be powered by WTI’s proprietary fGPS<sup>®</sup> Financial Goals Positioning System, the industry’s first dynamic course-correcting, comprehensive financial planning and advice system. With this addition, MoneyLion’s new analytical framework will provide the intelligent turn-by-turn guidance its members need to confidently manage today, plan for tomorrow and invest in their future.

“Our acquisition of WTI adds significant new capabilities to MoneyLion by enhancing our suite of financial tools with precision-guided financial advice to help our members see the interconnectivity of short- and long-term financial decisions across their entire financial portfolio,” said Dee Choubey, MoneyLion co-founder and CEO. “With fGPS<sup>®</sup> guidance, MoneyLion will bring the previously exclusive experience of private banking with personalized advice to every hardworking American.”

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Yahoo! Finance Interview – Dee Choubey

February 22, 2021

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“The WTI acquisition brings tremendous talent with many years of experience in the areas of quantitative finance, data analytics, algorithmic decision making, and financial product design, which will help us greatly as we seek to empower even more people to make informed decisions on their path to achieving financial wellness,” added Choubey.

MoneyLion will leverage fGPS<sup>®</sup> technology to enhance the advice provided to members regarding spending, credit and investing by analyzing the full picture of members’ personal assets, liabilities, incomes and expenses. Predictive fGPS<sup>®</sup> analytics will help them navigate life’s ups and downs and set and achieve their most important financial goals. It will also bring to life MoneyLion’s Financial Heartbeat<sup>®</sup> financial health tracker, enabling it to operate as a personalized status check that offers members individualized, step-by-step plans to support their entire financial journey, from offering guidance on how to manage short-term expenses, tips for making credit and financing decisions, or suggestions to optimize insurance coverage.

D’Souza brings deep knowledge and vision as a pioneer in algorithmic trading and quantitative finance, with decades of experience in capital markets, including leadership roles as Head of US Equity and Derivatives Trading at Morgan Stanley, Global Head of Merrill Lynch’s Equity, Equity Derivatives and Prime Brokerage division, and CEO of Citadel Securities.

“WTI’s innovative technology, coupled with MoneyLion’s proven ability to deliver comprehensive AI-powered financial solutions to millions of hardworking Americans, can revolutionize the way the personal finance industry functions by leveraging technology to put the client’s needs and goals at the center – refocusing the business processes from product-centric, sales-oriented verticals to client-centric, outcome-oriented solutions,” said D’Souza.

“We know where the incumbent industry’s strengths and weaknesses are and where change is long overdue,” continued D’Souza. “By applying hyper-personalized technology at mass scale, MoneyLion is accelerating the path to financial inclusion by bringing the private banking benefits historically reserved for the ultra-wealthy to anyone whose financial life can be improved with good guidance and tailored services.”

This news follows MoneyLion’s February 12 [announcement](#) that the company has entered into a definitive agreement with Fusion Acquisition Cop. (NYSE: FUSE) that will result in MoneyLion becoming a publicly listed company in the first half of 2021.

To learn more, visit [www.MoneyLion.com](http://www.MoneyLion.com).

#### **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](http://www.moneylion.com) or download the app.

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#### **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](http://www.sec.gov) or by directing a request to Cody Slach and Matt Glover, (949) 574-3860, [FUSE@gatewayir.com](mailto: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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#### **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.

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#### **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.

[End of Press Release]

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](http://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.

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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.

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