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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Correia Richard</u> _____ (Last) (First) (Middle) <u>C/O MONEYLION INC.</u> <u>30 WEST 21ST STREET, 9TH FLOOR</u> _____ (Street) <u>NEW YORK NY 10010</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MONEYLION INC. [ML]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>President, CFO and Treasurer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/15/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	08/15/2023		F		6,693 ⁽¹⁾	D	\$16.46	200,793 ⁽²⁾	D	
Class A Common Stock	08/16/2023		S		4,941	D	\$14.4612 ⁽³⁾	195,852 ⁽²⁾	D	
Class A Common Stock	08/17/2023		S		2,058	D	\$14.8339 ⁽⁴⁾	193,794 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents shares of Class A common stock, par value \$0.0001 per share (the "Class A Common Stock"), of MoneyLion Inc. (the "Company") withheld to cover payment of the tax liabilities of the Reporting Person related to the vesting of 12,530 restricted stock units ("RSUs") and performance share units ("PSUs"). The acquisitions of the RSUs and PSUs were previously reported in Table I of the Reporting Person's Form 4s filed on March 18, 2022 and March 17, 2023.
- Includes RSUs and PSUs, each of which represents a contingent right to receive one share of Class A Common Stock and the acquisition of which was previously reported in Table I of the Reporting Person's prior Form 4s.
- The shares were sold in multiple trades at prices ranging from \$14.3400 to \$14.6950 per share, inclusive. The price reported in Column 4 reflects the weighted average price. The Reporting Person hereby undertakes to provide to the staff of the Securities and Exchange Commission, MoneyLion Inc. or any security holder of MoneyLion Inc., upon request, full information regarding the number of shares sold at each separate price.
- The shares were sold in multiple trades at prices ranging from \$14.7200 to \$15.0300 per share, inclusive. The price reported in Column 4 reflects the weighted average price. The Reporting Person hereby undertakes to provide to the staff of the Securities and Exchange Commission, MoneyLion Inc. or any security holder of MoneyLion Inc., upon request, full information regarding the number of shares sold at each separate price.

Remarks:

On April 24, 2023, the Company effected a reverse stock split (the "Reverse Stock Split") of the Class A Common Stock pursuant to which every 30 shares of Class A Common Stock were automatically reclassified into one new share of Class A Common Stock. Proportionate adjustments were made to the Company's outstanding equity awards as well as the exercise, grant and acquisition prices of such equity awards, as applicable. Accordingly, all amounts of securities reported on this Form 4 have been adjusted to reflect the Reverse Stock Split.

/s/ Adam VanWagner, as
Attorney-in-Fact for Richard
Correia 08/17/2023

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.