SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person
   Linford Michael
   C/O AFFIRM HOLDINGS, INC.
   650 CALIFORNIA STREET
   SAN FRANCISCO CA 94108

2. Issuer Name and Ticker or Trading Symbol
   Affirm Holdings, Inc. [ AFRM ]

3. Date of Earliest Transaction (Month/Day/Year)
   10/01/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   Director
   10% Owner

   Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

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

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Date of Transaction (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2023</td>
<td></td>
<td>M</td>
<td>8,947</td>
<td>$0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>10/01/2023</td>
<td></td>
<td>F</td>
<td>2,573</td>
<td>111,175 D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Date of Transaction (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>(A) or (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units (2)</td>
<td>10/01/2023</td>
<td></td>
<td>M</td>
<td>2,335</td>
<td>(3)</td>
<td>Class A Common Stock</td>
<td>2,335</td>
<td>$0</td>
</tr>
<tr>
<td>Restricted Stock Units (2)</td>
<td>10/01/2023</td>
<td></td>
<td>M</td>
<td>6,612</td>
<td>(4)</td>
<td>Class A Common Stock</td>
<td>6,612</td>
<td>$0</td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Represents the number of shares of the Issuer's Common Stock withheld to satisfy the Reporting Person's tax obligation in connection with the settlement of shares of Common Stock underlying the Reporting Person's restricted stock units that vested on October 1, 2023.
2. Each Restricted Stock Unit (RSU) represents a contingent right to receive one share of the Issuer's Class A Common Stock.
3. The RSUs vest in 48 equal monthly installments beginning October 1, 2022, subject to the Reporting Person's continued employment with the Issuer as of each vesting date. This grant has no expiration date.
4. RSU grant vests over four and one-half years, commencing as of January 1, 2021, the vesting commencement date. The first 5% of the shares vest on the six-month anniversary of the vesting commencement date, and the remainder of the shares vest in quarterly installments over the remaining four years, in annual aggregate amounts equal to 15%, 20%, 30% and 30%, respectively, subject to the Reporting Person's continuous service with the Issuer as of each vesting date.

Remarks:

/s/ David Ritenour, Attorney-in-Fact 10/01/2023

** 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).


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.