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2024-10-012024-12-31 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 10-Kâ˜'ANNUAL REPORT PURSUANT TO SECTION Â 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OFÂ 1934 orâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934 For the fiscal year ended DecemberÂ 31, 2024 Commission File Number: 001-36771Â LendingClub Corporation(Exact name of registrant as specified in its charter)DelawareÂ 51-0605731(State or other jurisdiction ofincorporation or organization)Â (I.R.S. EmployerIdentification No.)595 Market Street, Suite 200,San Francisco,CA94105(Address of principal executive offices and zip code)Registrantâ€™s telephone number, including area code: (415) 930-7440Securities registered pursuant to SectionÂ 12(b) of the Act:Title of each class:Trading SymbolName of each exchange on which registered:Common stock, par value $0.01 per shareLCNew York Stock ExchangeSecurities registered pursuant to SectionÂ 12(g) of the Act: NoneIndicate by check mark if the registrant is a well-known seasoned issuer, as defined in RuleÂ 405 of the Securities Act.Â Â Â Â YesÂ Â Ã½Â Â Â Â NoÂ Â Â¨Indicate by check mark if the registrant is not required to file reports pursuant to SectionÂ 13 or SectionÂ 15(d)Â of the Act.Â Â Â Â YesÂ Â Â¨Â Â Â Â NoÂ Â Ã½Indicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90 days.Â Â Â Â YesÂ Â Ã½Â Â Â Â NoÂ Â Â¨Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).Â Â Â Â YesÂ Â Ã½Â Â Â Â NoÂ Â Â¨Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act.Large accelerated filerâ˜'Accelerated filerâ˜Non-accelerated filerâ˜SmallerÂ reportingÂ companyâ˜Emerging growth companyâ˜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. oIndicate by check mark whether the registrant has filed a report on and attestation to its managementâ€™s assessment of the effectiveness of its internal control over financial reporting under SectionÂ 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. â˜'If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. oIndicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrantâ€™s executive officers during the relevant recovery period pursuant to Â§240.10D-1(b). oIndicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act).Â Â Â Â YesÂ Â â˜Â Â Â Â NoÂ Â â˜'The aggregate market value of the voting and non-voting common equity held by non-affiliates of the registrant as of June 30, 2024, the last business day of the registrantâ€™s most recently completed second fiscal quarter, was $824,231,718 based on the closing price reported for such date on the New York Stock Exchange. Shares of the registrantâ€™s common stock held by each executive officer, director and holder of 10% or more of the outstanding common stock have been excluded in that such persons may be deemed to be affiliates. This calculation does not reflect a determination that certain persons are affiliates of the registrant for any other purpose.As of JanuaryÂ 31, 2025, there were 113,383,917 shares of the registrantâ€™s common stock outstanding.Documents Incorporated by ReferencePortions of the registrantâ€™s Definitive Proxy Statement for the Registrantâ€™s 2025 Annual Meeting of Stockholders are incorporated by reference into PartÂ III of this Annual Report on FormÂ 10-K to the extent stated herein. Such Definitive Proxy Statement will be filed with the Securities and Exchange Commission within 120 days after the end of the registrantâ€™s fiscal year ended DecemberÂ 31, 2024.LENDINGCLUB CORPORATIONAnnual Report On Form 10-KFor Fiscal Year Ended DecemberÂ 31, 2024 TABLE OF CONTENTSÂ Glossary1Forward-looking Statements3PART I5Item 1.Business5Item 1A.Risk Factors17Item 1B.Unresolved Staff Comments47Item 1C.Cybersecurity47Item 2.Properties48Item 3.Legal Proceedings49Item 4.Mine Safety Disclosures49PART II50Item 5.Market for Registrantâ€™s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities50Item 6.[Reserved]52Item 7.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations53Item 7A.Quantitative and Qualitative Disclosures About Market Risk78Item 8.Financial Statements and Supplementary Data78Item 9.Changes in and Disagreements With Accountants on Accounting and Financial Disclosure140Item 9A.Controls and Procedures140Item 9B.Other Information142Item 9C.Disclosure Regarding Foreign Jurisdictions that Prevent Inspections142PART III142Item 10.Directors, Executive Officers and Corporate Governance142Item 11.Executive Compensation142Item 12.Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters142Item 13.Certain Relationships and Related Transactions, and Director Independence143Item 14.Principal Accountant Fees and Services143PART IV144Item 15.Exhibits and Financial Statement Schedules144Item 16.Form 10-K Summary144Signatures145Exhibit Index147LENDINGCLUB CORPORATIONGlossaryThe following is a list of common acronyms and terms LendingClub Corporation regularly uses in its financial reporting:ACLAllowance for Credit Losses (includes both the allowance for loan and lease losses, allowance for securities available for sale and the reserve for unfunded lending commitments)AFSAvailable for SaleALLLAllowance for Loan and Lease LossesAnnual ReportAnnual Report on Form 10-K for the year ended December 31, 2024ASUAccounting Standards UpdateAUMAssets Under Management (outstanding balances of Loan Originations serviced by the Company including loans sold to investors as well as loans held for investment and held for sale by the Company)Balance SheetConsolidated Balance SheetsCECLCurrent Expected Credit Losses (Accounting Standards Update 2016-13, Financial Instrumentsâ€"Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments)CET1Common Equity Tier 1CET1 Capital RatioCommon Equity Tier 1 capital divided by total risk-weighted assets as defined under the Basel III capital frameworkDCFDiscounted Cash FlowEPSEarnings Per ShareExchange ActSecurities Exchange Act of 1934, as amendedFRB or Federal ReserveBoard of Governors of the Federal Reserve System and, as applicable, Federal Reserve Bank(s)GAAPAccounting Principles Generally Accepted in the United States of AmericaHFILoans which are retained by the Company and held for investmentHFSHeld for sale loans expected to be sold to investors, including Marketplace LoansIncome StatementConsolidated Statements of IncomeLC Bank or LendingClub Bank LendingClub Bank, National AssociationLendingClub, LC, the Company, we, us, or ourLendingClub Corporation and its subsidiariesLoan OriginationsUnsecured personal loans and auto refinance loans originated by the Company or facilitated by third-party issuing banksMarketplace LoansLoan Originations designated as HFS and subsequently sold to investorsN/MNot meaningfulParentLendingClub Corporation (the Parent Company of LendingClub Bank, National Association and other subsidiaries)PPNR or Pre-Provision Net RevenuePPNR, or Pre-Provision Net Revenue, is a non-GAAP financial measure calculated by subtracting the provision for credit losses and income tax benefit/expense from net income.SECUnited States Securities and Exchange CommissionSecurities ActSecurities Act of 1933, as amendedStatement of Cash FlowsConsolidated Statements of Cash FlowsStructured Program transactionsAsset-backed securitization transactions where certain accredited investors and qualified institutional buyers have the opportunity to invest in securities backed by a pool of unsecured personal whole loans.1LENDINGCLUB CORPORATIONTier 1 Capital RatioTier 1 capital, which includes Common Equity Tier 1 capital plus non-cumulative perpetual preferred equity that qualifies as additional tier 1 capital, divided by total risk-weighted assets as defined under the Basel III capital framework.Tier 1 Leverage RatioTier 1 capital, which includes Common Equity Tier 1 capital plus non-cumulative perpetual preferred equity that qualifies as additional tier 1 capital, divided by quarterly adjusted average assets as defined under the Basel III capital framework.Total Capital RatioTotal capital, which includes Common Equity Tier 1 capital, Tier 1 capital and allowance for credit losses and qualifying subordinated debt that qualifies as Tier 2 capital, divided by total risk-weighted assets as defined under the Basel III capital framework.Unsecured personal loansUnsecured personal loans originated on the Companyâ€™s platforms, including an online direct to consumer platform and a platform connected with a network of education and patient finance providers.VIEVariable Interest Entity2LENDINGCLUB CORPORATIONExcept as the context requires otherwise, as used herein, â€œLendingClub,â€ â€œCompany,â€ â€œwe,â€ â€œus,â€ and â€œour,â€ refer to LendingClub Corporation, a Delaware corporation, and, where appropriate, its consolidated subsidiaries and consolidated variable interest entities (VIEs), including LendingClub Bank, National Association (LC Bank), and various entities established to facilitate loan sale transactions under LendingClubâ€™s Structured Program.Forward-looking StatementsThis Annual Report on Form 10-K for the year ended DecemberÂ 31, 2024 (Annual Report) contains forward-looking statements within the meaning of SectionÂ 27A of the Securities Act of 1933, as amended (Securities Act), and SectionÂ 21E of the Securities Exchange Act of 1934, as amended (Exchange Act). Forward-looking statements in this Annual Report include, without limitation, statements regarding borrowers, credit scoring, our strategy, future operations, expected losses, future financial position, future revenue, projected costs, prospects, plans, objectives of management, expected market growth and the impact on our business. You can identify these forward-looking statements by words such as â€œanticipate,â€ â€œappear,â€ â€œbelieve,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œforecast,â€ â€œfuture,â€ â€œintend,â€ â€œmay,â€ â€œopportunity,â€ â€œplan,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œstrategy,â€ â€œtarget,â€ â€œwill,â€ â€œwould,â€ or similar expressions.These forward-looking statements include, among other things, statements about:â€¢The impact of, and our ability to successfully navigate, the current interest rate and economic climate;â€¢whether and when we become subject to supervision and enforcement by the Consumer Financial Protection Bureau;â€¢our ability to sustain the business under adverse circumstances;â€¢our ability to attract and retain new members, to expand our product offerings and services, to improve revenue and generate recurring earnings, and to increase resiliency; â€¢our compliance, and that of third-party partners or providers, with applicable local, state and federal laws, regulations and regulatory developments or court decisions affecting our business;â€¢the effects of natural disasters, public health issues, acts of war or terrorism and other external events on our customers and business, including the Ukrainian-Russian and Gaza Strip conflicts;â€¢the impact of changes in laws or the regulatory or supervisory environment, including as a result of legislation, regulation, policies, legal challenges to agency regulations and interpretations or changes in government officials or other personnel;â€¢the impact of changes in monetary, fiscal, or trade laws or policies;â€¢the impact of accounting standards or policies, including the Current Expected Credit Losses (CECL) standard;â€¢the results of examinations of us by regulatory authorities and the possibility that any such regulatory authority may, among other things, require us to limit our business activities, increase our allowance for loan losses, increase our capital levels, or affect our ability to borrow funds or maintain or increase deposits;â€¢our ability, and that of third-party partners or providers, to maintain an enterprise risk management framework that is effective in mitigating risk;â€¢our ability to effectively manage capital or liquidity to support our evolving business or operational needs, while remaining compliant with regulatory or supervisory requirements and appropriate risk management standards;â€¢our ability to attract and retain loan borrowers;â€¢our ability to develop and maintain our deposit base or other low-cost funding sources necessary to fund our activities;â€¢the impact of changes in consumer spending, borrowing and saving habits;â€¢the impact of the continuation of, or changes in, the interest rate environment;â€¢our expectations on the interplay among origination volume, underwriting standards and interest rates;â€¢the ability and willingness of borrowers to repay loans;â€¢our belief that certain loans and leases in our commercial loan portfolio will be fully repaid in accordance with the contractual loan terms;â€¢our ability to maintain investor confidence in the operation of our platform;3LENDINGCLUB CORPORATIONâ€¢our ability to retain existing sources and secure new or additional sources of investor commitments for our platform;â€¢the performance of our loan products and expected rates of return for investors;â€¢platform volume, pricing and balance;â€¢the effectiveness of our platformâ€™s credit decisioning and scoring models;â€¢our ability to innovate and the adoption and success of new products and services;â€¢the adequacy of our corporate governance, risk management framework and compliance programs;â€¢the impact of, and our ability to resolve, pending litigation and governmental inquiries and investigations;â€¢the use of our own capital to purchase loans and the impact of holding loans on and our ability to sell loans off our balance sheet;â€¢our intention not to sell our available for sale (AFS) investment portfolio;â€¢our financial condition and performance, including the impact that managementâ€™s estimates have on our financial performance;â€¢our ability, and that of third-party partners and providers, to maintain service and quality expectations;â€¢the inputs used in the fair value measurement of our financial instruments;â€¢our estimate of our interest rate sensitivity;â€¢our calculation of expected credit losses for our collateral-dependent loans;â€¢our estimated maximum exposure to losses;â€¢our expectation of loan servicing fee revenue based on forecasted prepayments and estimated market rate of servicing at the time of loan sale;â€¢capital expenditures;â€¢our compliance with contractual obligations or restrictions;â€¢the potential impact of macroeconomic developments, including recessions, inflation or other adverse circumstances;â€¢our ability to develop and maintain effective internal controls;â€¢our ability to recruit and retain quality employees to support current operations and future growth;â€¢our

ability to continue to realize the financial and strategic benefits of our digital marketplace bank business model;â€¢changes in the effectiveness and reliability of our information technology and computer systems, including the impact of any security or privacy breach;â€¢the impact of artificial intelligence on our business;â€¢Our ability to control our cost structure;â€¢our ability to manage and repay our indebtedness; andâ€¢other risk factors listed from time to time in reports we file with the SEC.We caution you that the foregoing list may not contain all of the forward-looking statements in this Annual Report. We may not actually achieve the plans, intentions or expectations disclosed in forward-looking statements, and you should not place undue reliance on forward-looking statements. We have included important factors in the â€œRisk Factorsâ€ section of this Annual Report, as well as in our consolidated financial statements, related notes, and other information appearing elsewhere in this Annual Report and our other filings with the SEC that could, among other things, cause actual results or events to differ materially from forward-looking statements contained in this Annual Report. Forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures or investments we may make.You should read this Annual Report carefully and completely and with the understanding that actual future results may be materially different from what we expect. We do not assume any obligation to update or revise any forward-looking statements, whether as a result of new information, actual results, future events or otherwise, other than as required by law.4LENDINGCLUB CORPORATIONPART IItemÂ 1. BusinessIntroductionLendingClub is a digital-first company focused on building lifetime lending relationships with our members. We execute against a core strategy of acquiring new members with our award-winning personal loan product, then engaging and retaining them with other innovative lending, deposit and debt management products. Founded in 2006, LendingClub operates a leading, nationally chartered, digital marketplace that leverages data and technology to increase access to credit, lower borrowing costs, and improve returns on savings. We offer a suite of deposit and loan products through a smart, simple and rewarding digital experience. We retain a portion of the loans we originate and sell the remainder to marketplace investors including banks, credit unions, asset managers, and private credit funds. Since our founding, more than 5Â million individuals have become members and we have facilitated more than $95Â billion of loans.Our loan origination and deposit gathering modelOur sales and marketing efforts are designed to efficiently attract and retain members, build brand awareness, and support member satisfaction. We attract and retain members directly through our website and mobile app, using channels such as, online affiliate partners, direct mail, paid search engines, online display advertising, email, social media, and strategic relationship referrals. When our members need another loan or deposit product, many return to LendingClub â€“ at very low acquisition cost to us â€“ which increases the lifetime value of these repeat members while providing them additional opportunities to improve their financial position.Our primary loan products include unsecured personal loans, patient and education finance loans, and secured auto refinance loans (Consumer Loans). Once a loan application is received, our multivariable and automated processes enable us to assess risk and present approved applicants with one or more loan options, including the term, rate, and amount for which the applicant qualifies. Although approval of the vast majority of our loans is automated, we may perform additional applicant verifications. Once any additional verifications are completed, the loan is originated and funded, net of any origination fee retained by us.We currently offer borrowers multiple features to lower their cost of debt and enhance their financial position, including balance transfers (where a borrowerâ€™s existing credit card debt(s) are directly paid down and the debt is consolidated into a fixed-rate term loan), joint applications (where borrowers may receive a better rate when they jointly apply for a personal loan), and our recently introduced TopUp product (where borrowers can easily combine their existing LendingClub loan with additional loan proceeds into a new single payment loan). These loan products are intended to directly address the core borrowing needs of our members and are underpinned by our scalable technology platform and capabilities.Our commercial lending business is primarily focused on small businesses, and we participate in the U.S.Â Small Business Administration (SBA) lending programs, which guarantee a portion of the loan in the case of borrower default. Commercial loans are sourced through relationships with businesses across the country. We underwrite loans based on the creditworthiness of businesses, including an assessment of cash flows, and on the underlying value of any collateral. In the first quarter of 2023, we ceased originating commercial real estate loans and equipment leases and currently intend to retain the existing loan portfolios to maturity.Our deposit business includes sourcing deposits directly from customers and from third-party marketing channels and deposit brokers. For consumer depositors, we offer FDIC-insured high-yield savings accounts, checking accounts, and certificates of deposit (CDs). Our high-yield savings accounts allow members to enhance their savings by earning a competitive interest rate on their entire balance. In addition, we recently launched a new product, LevelUp Savings, to reward members with our best interest rates for engaging in positive savings behavior. 5LENDINGCLUB CORPORATIONOur checking accounts deliver an award-winning digital experience and member-friendly features, such as ATM fee rebates, no overdraft fees, and early direct deposits.Our marketplaceOur Consumer Loans are either: (i) sold to marketplace investors or (ii) retained by LC Bank. Our commercial loans are generally retained by LC Bank.Loan Sales (Marketplace Activity): We sell loans to marketplace investors through our innovative and proprietary marketplace. The composition of these investors varies from time to time, but can include banks, institutional funds, private credit funds, asset managers, and insurance companies. Our marketplace loan sales are executed as either: (i)Â loan sales shortly after origination or through our Extended Seasoning program, or (ii)Â Structured Program transactions. In 2023, we launched Structured Certificates â€“ a new type of private Structured Program transaction. In this structure, we have primarily retained (but may sell) the senior securities at a fixed rate, along with the amount required pursuant to the U.S. Risk Retention Rules, and we sell the residual certificates to marketplace investors. This structure, developed by LendingClub and enabled by our marketplace bank model, delivers a transaction that benefits both marketplace investors and LendingClub. Marketplace investors earn compelling levered returns (without the need for the financing typically required for a whole loan purchase) and LendingClub earns an attractive yield with remote credit risk on its retained senior securities. Since launch through the end of 2024, we sold over $4.7Â billion of loans under this program. Also in 2023, as part of our Extended Seasoning program, we began accumulating loans into the held for sale portfolio to meet marketplace investor demand for seasoned loans. Under this program, we earn interest income on the loans during the holding period.We also facilitate loan sales through LCX, our real-time electronic platform and settlement technology. This proprietary platform allows for dynamically priced loans at scale and can easily be customized to meet the needs of individual marketplace investors, making transactions on our marketplace fast, easy, and repeatable.LendingClub Bank: LC Bank retains loans and funds those loans directly with its own capital and deposits. We retain these loans as held for investment (HFI) or held for sale (HFS) and recognize the associated recurring revenue over the period that these loans are held on LC Bankâ€™s balance sheet.Loan Purchases: From time to time, we may opportunistically purchase loans, including portfolios of loans that we previously originated and sold to marketplace investors. Since the fourth quarter of 2022, we have acquired such loan portfolios with over $2.5 billion in outstanding principal balance.Our competitive advantages As a digital marketplace bank, we offer key business model and competitive advantages over both traditional banks and fintech marketplaces. These include:â€¢Financially attractive and resilient business model. As a bank, we benefit from two distinct revenue streams: (i)Â marketplace revenue in the form of origination fees from borrowers and servicing fees on loans sold to marketplace investors, which provides attractive in-period income, and (ii)Â net interest income earned from retaining loans and senior securities related to Structured Program transactions (offset by interest expense on our deposits), which provide a recurring and resilient revenue source. In addition to improving our loan-level economics, our banking capabilities also substantially increase the long-term resiliency of our business by providing access to deposit funding, instead of higher-cost and more volatile third-party warehouse funding. Finally, as a digital marketplace bank without the typical brick-and-mortar 6LENDINGCLUB CORPORATIONbranch network and related infrastructure of traditional banks, we are better able to leverage technology to meet customers where they are and provide them with smart, simple, and rewarding solutions.â€¢Unmatched data and analytics, which power our customer experience and underwriting results. We believe that lending is essentially a data problem and that we have the technology and expertise to solve it. We serve members across a wide band of the credit spectrum and have facilitated more than $95Â billion of loans. Through our interactions with applicants and members, we have collected more than 150Â billion cells of performance and behavioral data across thousands of attributes and various economic cycles. That data informs our activities across the customer lifecycle in both lending and savings â€“ from marketing to underwriting, pricing, and servicing â€“ and informs our proprietary credit decisioning and machine learning models to rapidly adapt and adjust to changing environments. As a result of our data advantage and iterative credit modeling, third-party data shows that we are able to assess credit risk more effectively than traditional scoring models and our peer set, which allows us to expand access to credit and generate savings for members while also generating competitive risk-adjusted returns. We also believe these advantages promote lower customer acquisition costs and give us a deep understanding of our members, which helps us anticipate their needs, informs future product offerings, and enables us to effectively customize offers.â€¢Strong, growing, and engaged customer base. Our scalable technology marketplace, customer-focused culture, and use of data and analytics has enabled us to provide loans and deposit accounts to our millions of members. Our typical member is among the industryâ€™s most sought-after consumers: borrowers who have relatively high incomes ($100,000+ annual income on average), high FICO scores (above 700 on average) and are between mid-30s to mid-50s in age. Many of our members have accumulated higher-cost debt as a result of relying on a limited set of available credit options to bridge cash flow gaps or disruptions and they want better, lower-cost solutions. We are able to help members refinance their higher-cost debt into a lower-cost, fixed-rate product, thereby providing our members with both savings and a pathway toward an improved financial position. Our high net promoter score reflects the strong affinity our members have for our brand and the value we provide. In fact, many of our members return to us for a subsequent personal loan and/or to increase their savings through other loan products, like auto refinance, and/or checking and deposit products. These repeat members have very low acquisition costs, demonstrate better loan performance, and are avid proponents of LendingClub, which serves as a powerful foundation for extension into future products.Our marketplace serves a broad range of investors who purchase and invest in our loans, which includes banks, institutional funds, private credit funds, asset managers, and insurance companies. Our marketplace primarily competes with other investment vehicles and asset classes, such as equities, bonds, and short-term fixed income securities. LendingClubâ€™s key competitive advantages for marketplace investors include:â€¢Competitive risk-adjusted returns and short duration. We have over a 15-year track record of generating competitive risk-adjusted returns for marketplace investors. Our loans compare favorably to other alternative investment options due to their higher yield and shorter duration. We dynamically price loans based on a variety of inputs, such as competitive insights, supply and demand, and prevailing interest rates.â€¢Portfolio diversification. Loans we sell through our marketplace can offer duration, geographic, and/or asset diversification to these investors.â€¢Innovative and easy-to-use technology platform. Our marketplace brings the traditional loan trading model into the digital age with faster, more efficient transactions that enable borrowers and marketplace investors alike to achieve better outcomes. Our marketplace supports same-day automated settlements, flexible real-time market-based pricing, the ability to customize marketplace investor portfolios and trading activity and passive or active loan selection strategies.â€¢Regulated and resilient counterparty. As a national bank subject to regulatory oversight and an investor in our own loans, LendingClub is a trusted partner, which is especially important for banks participating on our marketplace. 7LENDINGCLUB CORPORATIONLendingClubâ€™s key competitive advantages also extend to our members, including: â€¢Easy access to affordable credit. We allow members to easily apply for a loan from a desktop or mobile device, presenting a variety of rate and term options with no impact to their credit score. Once an offer is selected, we run credit and identity verifications, relying on automation, when possible, to reduce friction, and typically deposit net loan proceeds to approved applicants within a matter of days.â€¢Improvements in their financial position. Members who use a LendingClub personal loan to pay off their existing debt not only reduce their cost of debt but also may increase their credit score.â€¢Access to other LendingClub products and services. Members have access to a growing set of financial products and services that are designed to work well together to deliver smart, simple, and rewarding solutions.Seasonality Historically, borrower demand for our loans is generally lower in the first and fourth quarters of the year, which can result in lower origination volume and contribute to fluctuations in our operating results.RevenueWe sell Consumer Loans to marketplace investors, which generates a majority of related revenue immediately upon sale, or by using our own capital to hold the loans for investment, which generates revenue over the life of the loan.Revenue from loans HFS is recorded in â€œMarketplace revenueâ€ and â€œInterest incomeâ€ on our Consolidated Statements of Income (Income Statement). Marketplace revenue includes origination fees recorded at the time of loan origination and is monetized as cash from marketplace investor sale proceeds. Marketplace revenue also includes the gain on sales of loans (recognition of servicing asset), servicing fees received from marketplace investors over the life of the loan, and net fair value adjustments (gains or losses from sale prices in excess of or less than the loan principal amount sold and realized net charge-offs). We also earn interest income on loans HFS between the time of origination and the settlement date of the loan sales to marketplace investors. As loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in â€œNet fair value adjustmentsâ€ within â€œMarketplace revenue,â€ whereas the associated interest income, based on the loansâ€™ contractual interest rate, is recorded within â€œNet interest income.â€Revenue from loans HFI at amortized cost is recorded in â€œInterest incomeâ€ on our Income Statement. Origination fees and applicable costs on loans HFI are deferred and are accreted through interest income, over the life of the loans and are accelerated when loans are paid in full before their maturity date. The CECL allowance for HFI loans at amortized cost is calculated using a discounted cash flow (DCF) approach and is an estimate of the net present value of lifetime expected credit losses, which is initially recognized through earnings (as â€œProvision for credit lossesâ€) at the time of origination, while the loan interest received and the accretion of deferred fees and costs are recognized according to the loanâ€™s contractual payment terms. Due to the timing difference caused by origination fee deferrals and upfront credit loss provisioning, earnings are disproportionately impacted from investment in our HFI loan portfolio (at amortized cost) before benefiting from higher levels of interest income in later periods.HFI loans are measured at fair value if the Company elects the fair value option. We may elect the fair value option for certain HFI loans. Interest income is recorded under the effective interest method, which considers any purchase premium or discounts. In addition, purchase-related discounts absorb credit losses. We record fair value adjustments on loans that are recorded at fair value in â€œMarketplace revenueâ€ on our Income Statement.CompetitionThe financial services industry is highly competitive, rapidly changing, highly innovative, and subject to regulatory scrutiny and oversight. We compete with financial services providers such as banks, credit unions, and finance 8LENDINGCLUB CORPORATIONcompanies. We also face increased competition from non-bank institutions such as online and marketplace lending companies, as well as from financial services subsidiaries of commercial and manufacturing companies. Many of these competitors have less regulatory oversight and some may have lower cost structures. The financial services industry is also likely to become more competitive as further technological advances enable more companies to provide financial services.See â€œItemÂ 1A. Risk Factors â€“ Substantial and increasing competition in our industry may harm our businessâ€ for further discussion of the potential impact of competition on our business.Regulation and SupervisionGeneralThe U.S. financial services and banking industry is highly regulated. The bank regulatory regime is intended primarily for the protection of customers, the public, the financial system and the Deposit Insurance Fund (DIF) of the Federal Deposit Insurance Corporation (FDIC), rather than our stockholders or creditors.The legal and regulatory regime affects virtually all aspects of our operations. Statutes, regulations and regulatory and supervisory policies govern, among other things, the scope of activities that we may conduct and the manner in which we may conduct them; our business plan and growth; our board, management, and risk management infrastructure; the type, terms, and pricing of our products and services; our loan and investment portfolio; our capital and liquidity levels; our reserves against deposits; our ability to pay dividends, buy-back stock or distribute capital; and our ability to engage in mergers, acquisitions, strategic initiatives and transactions between LC Bank and its affiliates. The legal and regulatory regime is continually under review by legislatures, regulators and other governmental bodies, and changes regularly occur through the enactment or amendment of laws and regulations, through shifts in policy, implementation or enforcement or through legal challenges to new and/or existing agency regulations and interpretations. Changes are difficult to predict and could have significant effects on our business.The material regulatory requirements that are applicable to us and our subsidiaries are summarized below. The description below, as well as other descriptions of laws and regulations in this Annual Report, are not intended to summarize all laws and regulations applicable to us and our subsidiaries, and are based upon the statutes, regulations, policies, interpretive letters and other written guidance that are in effect as of the date of this Annual Report.Regulatory FrameworkWe are subject to regulation and supervision by multiple regulatory bodies. As a bank holding company, the Company is subject to the Bank Holding Company Act of 1956 (BHCA) and is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the Board of Governors of the Federal Reserve System (FRB). The FRB acts as the supervisor of the consolidated operations of bank holding companies.As a national bank, LC Bank is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the Office of the Comptroller of the Currency (OCC). The OCC charges fees to national banks, including LC Bank, in connection with its supervisory activities. Further, the Consumer Financial Protection Bureau (CFPB) has supervision and enforcement authority relating to federal consumer financial laws and regulations over depository institutions with assets of $10Â billion or more for four consecutive quarters. As of the filing of this Annual Report, LC Bank is not subject to supervision and enforcement by the CFPB. However, we currently anticipate that LC Bank will become subject to supervision and enforcement by the CFPB later in 2025.LC Bankâ€™s deposits are insured by the DIF of the FDIC

up to applicable legal limits. As an FDIC-insured depository institution, LC Bank is subject under certain circumstances to supervision, regulation and examination by the FDIC. The FDIC charges deposit insurance assessments to FDIC-insured institutions, including LC Bank, to fund and 9LENDINGCLUB CORPORATIONsupport the DIF. The rate of these deposit insurance assessments is based on, among other things, the risk characteristics of LC Bank. The FDIC has the power to terminate LC Bankâ€™s deposit insurance if it determines LCÂ Bank is engaging in unsafe or unsound practices. Federal banking laws provide for the appointment of the FDIC as receiver in the event LC Bank were to fail, such as in connection with undercapitalization, insolvency, unsafe or unsound condition or other financial distress. In a receivership, the claims of the receiver for administrative expenses and the claims of LC Bankâ€™s depositors (and those of the FDIC as subrogee of LCÂ Bank) would have priority over other general unsecured claims against LCÂ Bank. We are subject to the disclosure and regulatory requirements of the Securities Act and the Exchange Act, both as administered by the SEC. Our common stock is listed on the New York Stock Exchange (NYSE) under the trading symbol â€œLCâ€ and therefore we are also subject to the rules of the NYSE for listed companies.Notwithstanding the forgoing, the recent changes in U.S. presidential administration and the composition of the U.S. Congress is expected to lead to potentially significant changes to the existence, priorities, scope, practices and/or staffing levels of various regulatory agencies. For example, in February 2025, the Trump administration directed the CFPB to, among other things, suspend rule implementations and cease supervision activities. For more information see â€œItem 1A. Risk Factors â€“ Changes in the legal, regulatory or political regime could adversely affect our business, financial condition, and results of operations.â€Broad Powers to Ensure Safety and SoundnessA principal objective of the U.S. bank regulatory system is to ensure the safety and soundness of banking organizations. Safety and soundness is a broad concept that includes financial, operational, compliance and reputational considerations, including matters such as capital, asset quality, quality of board and management oversight, earnings, liquidity, and sensitivity to market and interest rate risk. The U.S. banking regulators have broad examination and enforcement authority. The regulators require banking organizations to file detailed periodic reports and regularly examine the operations of banking organizations. Banking organizations that do not meet the regulatorsâ€™ supervisory expectations can be subjected to increased scrutiny and supervisory criticism. The regulators have various remedies available, which may be public or of a confidential supervisory nature, if they determine that an institutionâ€™s condition, management, operations or risk profile is unsatisfactory. The regulators may also take action if they determine that the banking organization or its management is violating or has violated any law or regulation. The regulators have the power to, among other things:â€¢require affirmative actions to correct any violation or practice;â€¢issue administrative orders that can be judicially enforced;â€¢direct increases in capital;â€¢direct the sale of subsidiaries or other assets;â€¢limit dividends and distributions;â€¢restrict growth and activities;â€¢set forth parameters, obligations and/or limitations with respect to the operation of our business;â€¢assess civil monetary penalties;â€¢remove officers and directors; andâ€¢terminate deposit insurance.Engaging in unsafe or unsound practices or failing to comply with applicable laws, regulations and supervisory agreements could subject us and our subsidiaries or their officers, directors and institution-affiliated parties to a broad variety of sanctions or remedies, including those described above. 10LENDINGCLUB CORPORATIONLimits on Activities and Approval RequirementsThe BHCA generally restricts the Companyâ€™s ability, directly or indirectly, to engage in, or acquire more than 5% of any class of voting securities of a company engaged in, activities other than those determined by the FRB to be so closely related to banking as to be a proper incident thereto. The Gramm-Leach-Bliley Act expanded the scope of permissible activities to include those that are financial in nature or incidental or complementary to a financial activity for a bank holding company that elects to be a financial holding company, which requires the satisfaction of certain conditions. We have not elected financial holding company status.The bank regulatory regime requires that we obtain prior approval of one or more regulators for various initiatives or corporate actions, including acquisitions or minority investments, the establishment, relocation or closure of branches, certain dividends or capital distributions. Regulators take into account a range of factors in determining whether to grant a requested approval, including the supervisory status of the applicant and its affiliates. Thus, there is no guarantee that a particular proposal by us would receive the required regulatory approvals.The Community Reinvestment Act (CRA) requires federal banking regulators, in their review of certain applications by banking organizations, to take into account the applicantâ€™s record in helping meet the credit needs of its community, including low- and moderate-income neighborhoods. LCÂ Bank is subject to periodic examination under the CRA by the OCC, which will assign ratings based on the methodologies set forth in its regulations and guidance. Less favorable CRA ratings, or concerns raised under the CRA, may result in negative regulatory consequences for LC Bank. The federal banking regulators have recently finalized reforms to the regulations implementing the CRA that, subject to the outcome of related litigation, may impact how certain activities may be considered, and how regulators may assess performance, under the CRA.Company as Source of Strength for LC BankFederal law and the FRB policy require that a bank holding company serve as a source of financial and managerial strength for any FDIC-insured depository institution that it controls. Thus, if LCÂ Bank were to be in financial distress or to otherwise be viewed by the regulators as in an unsatisfactory condition, then the Federal Reserve has the authority to require the Company to act as a source of strength for LC Bank, which could include providing additional capital or liquidity support, or take other action, in support of LCÂ Bank, even if doing so is not otherwise in the best interest of the Company.Capital and Liquidity Requirements and Prompt Corrective ActionThe Company and LC Bank are expected to have established policies and practices for identifying, measuring, monitoring and controlling their funding and liquidity risks. The banking regulators view capital levels as important indicators of an institutionâ€™s financial soundness. As a general matter, FDIC-insured depository institutions and their holding companies are required to maintain a specified level of capital relative to the amount and types of assets they hold. While capital can serve as an important cushion against losses, higher capital requirements can also adversely affect an institutionâ€™s ability to grow and/or increase leverage through deposit-gathering or other sources of funding.The Company and LCÂ Bank are each subject to generally similar capital requirements adopted by the FRB and the OCC, respectively. These requirements establish required minimum ratios for common equity tier 1 (CET1) risk-based capital, TierÂ 1 risk-based capital, total risk-based capital and a Tier 1 leverage ratio; set risk-weighting for assets and certain other items for purposes of the risk-based capital ratios; require an additional capital conservation buffer over the minimum required capital ratios in order to avoid certain limitations on paying dividends, engaging in share repurchases, and paying discretionary bonuses; and define what qualifies as capital for purposes of meeting the capital requirements. The U.S. capital requirements generally are modeled off the Capital Accords of the Basel Committee on Banking Supervision (BCBS). Specifically, the capital thresholds in order to be regarded as a well-capitalized institution under the BCBS standardized approach for U.S. banking organizations are as follows: a CET1 11LENDINGCLUB CORPORATIONrisk-based capital ratio of 6.5%, a Tier 1 risk-based capital ratio of 8.0%, a total risk-based capital ratio of 10.0% and a Tier 1 leverage ratio of 5.0%. The regulators assess any particular institutionâ€™s capital adequacy based on numerous factors and may require a particular banking organization to maintain capital at levels higher than the generally applicable minimums.The Federal Deposit Insurance Act provides for a system of â€œprompt corrective actionâ€ (PCA). The PCA regime provides for capitalization categories ranging from â€œwell-capitalizedâ€ to â€œcritically undercapitalized.â€ An institutionâ€™s PCA category is determined primarily by its regulatory capital ratios. The PCA requires remedial actions and imposes limitations that become increasingly stringent as an institutionâ€™s condition deteriorates and its PCA capitalization category declines. Among other things, institutions that are less than well-capitalized become subject to increasingly stringent restrictions on their ability to accept and/or rollover brokered deposits. In addition to capital requirements, depository institutions are required to maintain noninterest-bearing reserves at specified levels against their transaction accounts and certain non-personal time deposits.Regulatory Limits on Dividends and DistributionsThe ability of the Company or LCÂ Bank to pay dividends, repurchase stock and make other capital distributions is limited by regulatory capital rules and other aspects of the regulatory regime. For example, a policy statement of the FRB provides that, among other things, a bank holding company generally should not pay dividends if its net income for the past year is not sufficient to cover both the cash dividends and a rate of earnings retention that is consistent with the companyâ€™s capital needs, asset quality, and overall financial condition. Because substantially all of our business activities, income and cash flow are expected to be generated by LCÂ Bank, an inability of LCÂ Bank to pay dividends or distribute capital to the Company would adversely affect the Companyâ€™s liquidity.See â€œPart II â€“ ItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ Note 20. Regulatory Requirementsâ€ and â€œItem 1A. Risk Factors â€“ Risks Related to Regulation, Supervision and Complianceâ€ for additional information.Consumer ProtectionWe are subject to a broad array of federal, state and local laws and regulations that govern almost every aspect of our business relationships with consumers. These laws relate to, among other things, the content and adequacy of disclosures, pricing and fees, fair lending, anti-discrimination, privacy, cybersecurity, usury, mortgages and housing finance, lending to service members, escheatment, debt collection, loan servicing, collateral secured lending, availability of funds and unfair, deceptive or abusive acts or practices. The CFPB has broad authority related to federal consumer protection laws and regulations impacting the provision of consumer financial products and services, and has substantial power to define the rights of consumers and responsibilities of lending institutions. In addition, the CFPB has primary supervision and enforcement authority relating to these federal consumer financial protection laws and regulations over banks with assets of $10Â billion or more. As noted above, the CFPB has supervision and enforcement authority relating to federal consumer financial laws and regulations over depository institutions with assets of $10 billion or more for four consecutive quarters. As of the filing of this Annual Report, LCÂ Bank is not subject to supervision and enforcement by the CFPB. However, we currently anticipate that LC Bank will become subject to supervision and enforcement by the CFPB later in 2025. The foregoing notwithstanding, many consumer protection laws and regulations adopted or amended by the CFPB currently apply to us and the OCC supervises our compliance with respect to these laws and regulations.If we fail to comply with these laws and regulations, we may be subject to significant penalties, judgments, other monetary or injunctive remedies, lawsuits (including putative class action lawsuits and actions by state and local attorneys general or other officials), customer rescission rights, supervisory or enforcement actions, and civil or criminal liability.12LENDINGCLUB CORPORATIONAnti-Money Laundering, Sanctions and Financial CrimeWe are subject to a wide range of laws related to anti-money laundering (AML), anti-corruption, anti-bribery, economic sanctions and prevention of financial crime, including the Bank Secrecy Act, the USA PATRIOT Act and economic sanctions programs. We are required to, among other things, maintain an effective anti-money laundering and counter-terrorist compliance program, identify and file suspicious activity and currency transaction reports, and block or reject transactions with sanctioned persons or jurisdictions. Compliance with these laws requires significant investment of management attention and resources. These laws are enforced by a number of federal and state regulatory and enforcement authorities, including the FRB, OCC, Office of Foreign Assets Control, the Financial Crimes Enforcement Network, the U.S. Department of Justice, Drug Enforcement Administration, and Internal Revenue Service. Failure to comply with these laws, or to meet our regulatorsâ€™ supervisory expectations in connection with these laws, could subject us to supervisory or enforcement action, significant financial penalties, criminal liability and/or reputational harm.Third-Party Relationship Risk ManagementWe utilize third-party service providers to perform a wide range of operations and other functions, which may present various risks. Our regulators expect us to maintain an effective program for managing risk arising from third-party relationships, which should be commensurate with the level of risk and complexity of our business and our third-party relationships. If not managed effectively, the use of third-party service providers may expose us to risks that could result in regulatory action, financial loss, litigation, and reputational harm.Privacy, Information Technology and CybersecurityWe are subject to various laws related to the privacy of consumer information. For example, the Company and its subsidiaries are required under federal law periodically to disclose to their retail clients the Companyâ€™s policies and practices with respect to the sharing of nonpublic client information with their affiliates and others, and the confidentiality and security of that information. In some cases, LC Bank must obtain a consumerâ€™s consent before sharing information with an unaffiliated third party, and LCÂ Bank must allow a consumer to opt out of LCÂ Bankâ€™s sharing of information with its affiliates for marketing and certain other purposes. We are also subject to laws and regulatory requirements related to information technology and cybersecurity. For example, the Federal Financial Institutions Examination Council (FFIEC), which is a council comprised of the primary federal banking regulators, has issued guidance and supervisory expectations for banking organizations with respect to information technology and cybersecurity. Our regulators regularly examine us for compliance with applicable laws and adherence to industry best practices with respect to these topics. For example, they will evaluate our security of user and customer credentials, business continuity planning, and the ability to identify and thwart cyber-attacks. The federal banking regulators have also implemented rules to require banks and their service providers to provide certain notification when certain cybersecurity incidents occur.State regulators have also been increasingly active in implementing privacy and cybersecurity standards and regulations. Recently, several states have adopted regulations requiring certain financial institutions to implement cybersecurity programs and providing detailed requirements with respect to these programs, including data encryption requirements. Many states have also recently implemented or modified their data breach notification and data privacy requirements. For example, the California Privacy Rights Act of 2020 became fully operative on JanuaryÂ 1, 2023. We expect this trend of state-level activity in those areas to continue and are monitoring developments in the states in which our customers are located.Limitations on Transactions with Affiliates and Loans to Insiders LC Bank is subject to restrictions on its ability to conduct transactions with affiliates and other related parties. For example, federal banking laws impose quantitative limits, qualitative requirements, and collateral standards on certain extensions of credit and other transactions by an insured depository institution with, or for the benefit of, its affiliates. In addition, most types of transactions by an insured depository institution with, or for the benefit of, an 13LENDINGCLUB CORPORATIONaffiliate must be on terms substantially the same or at least as favorable to the insured depository institution as if the transaction were conducted with an unaffiliated third party. Federal banking laws also impose restrictions and procedural requirements in connection with the extension of credit by an insured depository institution to directors, executive officers, principal stockholders (including the Company) and their related interests. In addition, extensions of credit between an insured depository institution and its executive officers, directors, principal stockholders, and their related interests are also limited by federal law. The Sarbanes-Oxley Act generally prohibits loans by public companies to their executive officers and directors. However, there is a specific exception for loans by financial institutions, such as LCÂ Bank, to its executive officers and directors that are made in compliance with federal banking laws. Acquisition of a Significant Interest in the CompanyBanking laws impose various regulatory requirements on parties that may seek to acquire a significant interest in the Company. For example, the Change in Bank Control Act of 1978 would generally require that any party file a formal notice with, and obtain non-objection of, the FRB prior to acquiring (directly or indirectly, whether alone or acting in concert with any other party) 10% or more of any class of voting securities of the Company. Further approval requirements and significant ongoing regulatory consequences would apply to any company that (directly or indirectly, whether alone or as part of an association with another company) seeks to acquire â€œcontrolâ€ of the Company or LCÂ Bank for purposes of the BHCA. The determination whether a party â€œcontrolsâ€ a depository institution or its holding company for purposes of these laws is based on applicable regulations and all of the facts and circumstances surrounding the investment.Effect on Economic EnvironmentThe policies of regulatory authorities, including the monetary policy of the FRB, have a significant effect on the operating results of bank holding companies and their subsidiaries. Among the means available to the FRB to affect the money supply are open market operations in U.S. government securities, changes in the discount rate on borrowings and changes in reserve requirements with respect to deposits. These means are used in varying combinations to influence overall growth and distribution of bank loans, investments and deposits, and their use may affect interest rates charged on loans or paid for deposits. The FRB monetary policies have materially affected the operating results of commercial banks in the past and are expected to continue to do so in the future. Although we conduct stress tests to measure and prepare for the impact of potential changes in monetary policy, we cannot predict with certainty the nature of future monetary policies and the effect of such policies on our business and earnings.Issuing Bank ModelPrior to becoming a bank holding company and establishing LCÂ Bank, our issuing bank for unsecured personal and auto refinance loans was WebBank, a Utah-chartered industrial bank. Our partner banks for education and patient finance loans were NBT Bank and Comenity Capital Bank, which originate and service such loans. NBT Bank is subject to oversight by the OCC and was phased out as a partner in 2021. Comenity Capital Bank is subject to oversight by the FDIC and the Utah Department of Financial Institutions, and continues to be a partner. These authorities impose obligations and restrictions on our activities and the loans facilitated through our lending marketplace through issuing and partner banks. There have been challenges to the ability of a bank to â€œexportâ€ interest rates permitted by the laws of the state where the bank is located. For more information see â€œItem 1A. Risk Factors â€“ Any challenge to or adverse consequence from our use of the issuing bank partnership model (or litigation or legislation aimed at thwarting certain transactions based on this model) may harm our business.â€Regulatory Examinations and Actions Relating to the Companyâ€™s Legacy BusinessThe Company is routinely subject to examination for compliance with applicable laws and regulations in the states in which it is licensed. Prior to becoming a bank holding company and establishing LC Bank, the Company conducted its business as a non-bank entity and maintained various financial services licenses in numerous 14LENDINGCLUB CORPORATIONjurisdictions. Since establishing LC Bank, the vast majority of the Companyâ€™s business is conducted through LCÂ Bank pursuant to the laws applicable to national banks. Accordingly, many state level regulations and licensing requirements no longer apply to the Company in part because: (i) it is a bank holding company

operating a national bank and therefore subject to the purview of the federal banking regulations and regulators, and (ii) the Company has ceased certain types of operations that were unique to its legacy business model, such as the LendingClub Member Payment Dependent Notes (Retail Notes) program.Therefore, the Company has returned, and may continue to return, certain state financial services licenses that were used for legacy business activities that have since been discontinued. Nevertheless, even after state financial services licenses are returned, the Company may continue to be subject to the regulation, supervision and enforcement of various state regulatory authorities with respect to legacy or residual activities. Furthermore, the Company continues to maintain certain state licenses, which continue to subject the Company to the regulation, supervision and enforcement of some state regulatory authorities.For more information on how the regulatory environment, enforcement actions, findings and ratings could also have an impact on our strategies, the value of our assets, or otherwise adversely affect our business see â€œItem 1A. Risk Factors â€“ Risks Related to Regulation, Supervision and Compliance.â€Intellectual PropertyTo establish and protect our technology and intellectual property rights, we rely on a combination of copyright, trade secret and other rights, as well as confidentiality procedures, non-disclosure agreements with third parties, employee disclosure and invention assignment agreements, and other contractual rights. We are not dependent on any one patent, related group of patents, or any other single right to use intellectual property. Despite our efforts to protect our proprietary rights, third parties may, in an authorized or unauthorized manner, attempt to use, copy, or otherwise obtain and market or distribute our intellectual property rights or technology, or otherwise develop a product with the same functionality as our solution. In addition, our competitors may develop products that are similar to our technology. Policing all unauthorized use of our intellectual property rights is nearly impossible, and we cannot be certain that the steps we have taken or will take in the future will prevent misappropriations of our technology or intellectual property rights.Human CapitalThe Company and its consolidated subsidiaries had 1,002Â employees as of DecemberÂ 31, 2024, all of whom were located in the United States. Our success depends, in large part, on our ability to recruit, develop, motivate, and retain employees with the skills to execute our long-term strategy. We participate in a competitive market for talent and aim to distinguish ourselves by offering our employees the opportunity to make a meaningful positive impact on the financial success of Americans in an innovative technology-oriented environment. We also offer competitive compensation and benefits. Our compensation programs consist primarily of base salary, annual corporate bonus opportunity, and long-term equity and cash awards. We periodically conduct pay equity surveys to ensure our compensation programs are applied equitably across our workforce. Our benefits programs consist of comprehensive health, dental, and welfare benefits, including a 401(k) matching program and standalone mental health coverage. Since 2022, we have adopted a hybrid work model.We strive to create a welcoming and empowering environment where our employees feel that they are reaching their full potential, are highly engaged and are doing what they do best every day to accomplish our mission and vision. We support our employees professionally through onboarding programs, on-the-job training, career development sessions and performance check-ins. We monitor employee satisfaction and engagement through semi-annual engagement surveys. Our employee experience has earned a number of external recognitions, including being named to Newsweekâ€™s list of the most loved workplaces.Diversity of background and experience are core to our corporate culture because, among other things, we believe a diversity of talent better reflects, and thereby better allows us to serve, our customer base. We therefore consider 15LENDINGCLUB CORPORATIONdiversity when making hiring decisions and aim for a diverse candidate slate and interview panel for open roles. We have executive-sponsored leadership programs and resource groups for all employees as well as an allyship program designed to provide all interested employees with mentorship opportunities designed to enhance community and inclusiveness within the workplace. We also maintain a Business Conduct and Ethics Policy, which, among other things, sets forth numerous policies designed to provide for a safe, ethical, respectful and compliant work environment.As of DecemberÂ 31, 2024, our full-time workforce was 44% female and 51% non-white. Available InformationOur website address is www.lendingclub.com. At our investor relations website, ir.lendingclub.com, we make available free of charge the following information and capabilities:â€¢Our Annual Report on FormÂ 10-K, Quarterly Reports on FormÂ 10-Q, Current Reports on FormÂ 8-K and any amendments to these reports as soon as reasonably practicable after they are electronically filed with, or furnished to, the SEC;â€¢Press releases, including with respect to our quarterly earnings;â€¢Announcements of public conference calls and webcasts;â€¢Corporate governance information, including our certificate of incorporation, bylaws, governance guidelines, committee charters, business conduct and ethics policy, and other governance-related policies;â€¢Other news and market data that we may post from time to time that investors might find useful or interesting; andâ€¢Opportunity to sign up for email notifications.In addition to announcing material financial information through our investor relations website, press releases, SEC filings, and public conference calls and webcasts, we also intend to use other online and social media channels, including our Blog (http://blog.lendingclub.com) and X (formerly Twitter) handles (@LendingClub and @LendingClubIR) to disclose material non-public information and to comply with our disclosure obligations under Regulation FD.The contents of the websites referred to above are not incorporated into this filing or in any other report or document on file with the SEC. Further, our references to the URLs for these websites are intended to be inactive textual references only.The SEC maintains a website that contains reports, proxy and information statements, and other information regarding issuers that file electronically with the SEC at www.sec.gov.16LENDINGCLUB CORPORATIONItemÂ 1A. Risk FactorsYou should carefully consider the risks and uncertainties described below, together with all of the other information in this Annual Report, including the section titled â€œPartÂ II â€“ ItemÂ 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and the consolidated financial statements and related notes. While we believe the risks and uncertainties described below include all material risks currently known by us, it is possible that these may not be the only ones we face. If any of the risks actually occur, our business, financial condition, operating results and prospects could be materially and adversely affected.Risk Factors SummaryOur business is subject to a number of risks that may adversely affect our business, financial condition and results of operations. These risks are discussed more fully below and include, but are not limited to:Risks Related to Regulation, Supervision and Compliance â€¢operating within the bank regulatory regime and to the satisfaction of the banking regulators;â€¢our compliance with applicable laws and regulations (including foreign laws);â€¢the adequacy of our allowance for loan losses; â€¢operating within capital and liquidity regulations and requirements;â€¢the adequacy and effectiveness of our risk management framework; andâ€¢the impact of any changes to the legal, regulatory and/or political regime.Risks Related to Operating Our Business â€¢holding loans on our balance sheet and associated credit, default and liquidity risks;â€¢selling loans through our marketplace bank platform;â€¢maintaining and increasing loan originations;â€¢maintaining our deposit base;â€¢our ability to develop and commercialize products and services;â€¢maintaining adequate liquidity;â€¢the impact of litigation and government and regulatory investigations, inquiries and requests;â€¢disruptions in our technology systems or failures in our technology initiatives;â€¢maintaining, protecting and promoting our brand;â€¢managing, and the impact of, fraudulent activity; â€¢forecasting demand for loans;â€¢M&A and related integration activity;â€¢offering a breadth and volume of loan purchase and investment opportunities for marketplace investors;â€¢our use of the issuing bank partnership model;â€¢breaches of certain representations and warranties made to others; andâ€¢our ability to manage indebtedness.Risks Related to Macroeconomic Conditions or Other External Factorsâ€¢the impact of the current economic environment, including related uncertainties; â€¢fluctuations in interest rates;â€¢a decline in overall social and economic conditions; â€¢the political environment and governmental fiscal/monetary policies;â€¢negative publicity and media coverage; andâ€¢the impact of geopolitical events, natural disasters, infrastructure failures and other business interruptions.17LENDINGCLUB CORPORATIONRisks Related to Credit and Collectionsâ€¢the accuracy and effectiveness of our credit decisioning models;â€¢the effectiveness of our collection efforts; andâ€¢the accuracy of credit and other information received from borrowers or third parties.Risks Related to Our Industryâ€¢our ability to compete; andâ€¢the soundness of other financial institutions.Risks Related to Personnel and Third Partiesâ€¢attracting and retaining employees; â€¢the impact of any misconduct or errors; â€¢our reliance on, and relationship with, third parties; andâ€¢the failure or circumvention of our controls and procedures. Risks Related to Data, Intellectual Property and Privacyâ€¢security incidents, failures and bugs in our systems;â€¢the impact of cyber-attacks suffered by third parties; â€¢the collection, storage and use of personal data; â€¢protecting our intellectual property rights; â€¢the development and use of artificial intelligence; andâ€¢our use of open-source software. Risks Related to Tax and Accountingâ€¢changes in tax laws and our ability to use our deferred tax asset;â€¢our net gain (loss) position; andâ€¢changes in accounting standards and incorrect estimates and assumptions.Risks Related to the Ownership of Our Common Stockâ€¢the volatility of our stock price and fluctuations in quarterly results;â€¢the availability and content of research and reports by analysts;â€¢future equity dilution; â€¢our anti-takeover provisions and restrictions in accumulating a position in the Company; andâ€¢our intention to not pay dividends in the foreseeable future. RISKS RELATED TO REGULATION, SUPERVISION AND COMPLIANCEWe operate in a highly regulated environment that affects virtually all aspects of our operations, and the need to comply with applicable laws, regulations and supervisory expectations can materially impact our business, financial condition and results of operations.We are subject to extensive regulation, supervision and legal requirements that affect virtually all aspects of our operations. The regulatory regime governing banking organizations is generally intended to protect customers, depositors, the Deposit Insurance Fund and the overall financial stability of the United States, not our stockholders or creditors. See â€œItem 1. Business â€“ Regulation and Supervisionâ€ for information on the regulation and supervision framework which governs our Company and its activities. 18LENDINGCLUB CORPORATIONWe are regularly examined and inspected by our regulators, including the FRB and OCC. Further, we currently anticipate that we will also be regulated by, and thereby subject to supervision and enforcement by, the CFPB in 2025. Our regulators have extensive authority and discretion in their interpretation, implementation, supervision and enforcement of the regulatory regime, including on matters related to:â€¢dividends or capital distributions by LCÂ Bank or the Company;â€¢capital and liquidity requirements applicable to us, including the imposition of requirements more stringent than those required under generally applicable laws;â€¢the types and terms of products we offer, activities we may conduct or investments we may make;â€¢the composition, risk characteristics, potential adverse classification, allowance and risk reserves in connection with our loans or other assets;â€¢our deposit-gathering and other funding sources;â€¢the quality of our board and management oversight;â€¢the effectiveness of our risk management and compliance programs, including with respect to consumer protection, information technology, cybersecurity, third-party risk management, anti-money laundering and sanctions;â€¢LC Bankâ€™s commitment to helping meet the credit needs of low- and moderate-income neighborhoods under the Community Reinvestment Act of 1977;â€¢their willingness to approve applications, such as the establishment, relocation or closure of new branches, the commencement of new activities, or the conduct of mergers and acquisitions; andâ€¢our rate of growth and other expansionary or strategic initiatives.We continue to devote substantial time and resources to compliance and meeting our regulatorsâ€™ supervisory expectations, which will adversely affect our profitability and may adversely affect our ability to pursue advantageous business opportunities.Failure to comply with applicable laws, regulations or commitments, or to satisfy our regulatorsâ€™ supervisory expectations, could subject us to, among other things, supervisory or enforcement action, which could adversely affect our business, financial condition and results of operations.If we do not comply with applicable laws, regulations or commitments, if we are deemed to have engaged in unsafe or unsound conduct, or if we do not satisfy our regulatorsâ€™ supervisory expectations, then we may be subject to increased scrutiny, supervisory criticism, governmental or private litigation and/or a wide range of potential monetary penalties or consequences, enforcement actions, criminal liability and/or reputational harm. Such actions could be public or of a confidential nature, and arise even if we are acting in good faith or operating under a reasonable interpretation of the law and could include, for example, monetary penalties, payment of damages or other monetary relief, restitution or disgorgement of profits, directives to take remedial action or to cease or modify practices, restrictions on growth or expansionary proposals, denial or refusal to accept applications, removal of officers or directors, prohibition on dividends or capital distributions, increases in capital or liquidity requirements and/or termination of LCÂ Bankâ€™s deposit insurance. Additionally, compliance with applicable laws, regulations and commitments requires significant investment of management attention and resources. Any failure to comply with applicable laws, regulations or commitments could have an adverse effect on our business, financial condition and results of operations. Our allowance for loan losses may not be adequate to cover actual losses.We maintain an allowance for loan losses to provide for loan defaults and non-performance. We reserve for loan losses by establishing an allowance that is based on our assessment of loan losses in our loan portfolio. Further, through its adoption of the CECL model, the Financial Accounting Standards Board (FASB) implemented an accounting model to measure credit losses for financial assets measured at amortized cost, which includes the vast majority of our loan portfolio. Under this model, the allowance is established to reserve for managementâ€™s best estimate of expected lifetime losses inherent in our finance receivables and loan portfolio. 19LENDINGCLUB CORPORATIONThe process for determining the amount of the allowance requires subjective and complex judgments about the future, including forecasts of economic or market conditions that might impair the ability of borrowers to repay their loans. Changes in economic conditions affecting borrowers, revisions to accounting rules and related guidance, new qualitative or quantitative information about existing loans, identification of additional problem loans, changes in the size or composition of our finance receivables and loan portfolio, changes to our loss estimation techniques including consideration of forecasted economic assumptions, and other factors, both within and outside of our control, may require an increase in the allowance for loan losses. We may also underestimate expected lifetime losses and therefore take additional allowance to account for such losses and/or fail to hold a sufficient allowance for such losses.A decline in the national economy or the local economies of any areas in which the loans are concentrated could result in an increase in loan delinquencies, foreclosures or repossessions resulting in increased charge-off amounts and the need for additional loan loss allowances in future periods. In addition, our regulators may require us to make a provision for loan losses or otherwise recognize further loan charge-offs following their periodic review of our loan portfolio, our underwriting procedures, and our loan loss allowance. We are subject to stringent capital and liquidity regulations and requirements.LendingClub Corporation is the parent company of and a separate and distinct legal entity from LCÂ Bank. Legal entity liquidity is an important consideration as there are legal, regulatory and other limitations on our ability to utilize liquidity from one legal entity to satisfy the liquidity requirements of another, which could result in adverse liquidity events at either LendingClub Corporation and/or LCÂ Bank. In particular, LCÂ Bank is subject to laws that restrict dividend payments or authorize regulatory bodies to block or reduce the flow of funds from those subsidiaries to the parent company or other affiliates. Applicable laws and regulations, including capital and liquidity requirements, could restrict our ability to transfer funds between LCÂ Bank and LendingClub Corporation, which could adversely affect our cash flow and financial condition. Additionally, applicable laws and regulations may restrict what LendingClub Corporation is able to do with the liquidity it does possess, which may adversely affect our business and results of operations. Bank holding companies, including the Company, are subject to capital and liquidity standards. From time to time, regulators may implement changes to these capital adequacy and liquidity requirements. If the Company fails to meet these minimum capital adequacy and liquidity guidelines and other regulatory requirements, its business activities, including lending, and its ability to expand could be limited. It could also result in the Company being required to take steps to increase its regulatory capital that may be dilutive or adverse to stockholders, including limiting the Companyâ€™s ability to pay dividends to stockholders or limiting the Companyâ€™s ability to invest in assets even if deemed more desirable from a financial and business perspective.Our business may be adversely affected if our risk management framework does not effectively identify, assess and mitigate risk.Our risk management framework seeks to appropriately balance risk and return and mitigate our risks, including risks attributable to third parties. We have established policies intended to regularly identify and assess our risk profile, including credit risk, pricing risk, liquidity risk, strategic risk and operational risk, and then implement appropriate processes and controls to mitigate risk.If our risk management framework does not effectively identify, assess and/or mitigate our risk profile, we could suffer unexpected losses or be adversely affected, which could have a material adverse effect on our business. For example, assessment of our risk profile depends, in part, upon the use of forecasting models. If these models are ineffective at predicting future losses or are otherwise inadequate, we may incur unexpected losses or otherwise be adversely affected. In addition, the information we use may be inaccurate or incomplete, both of which may be difficult to detect and avoid. Additionally, there may be risks that exist, or that develop in the future, that we have not appropriately anticipated, identified or mitigated.20LENDINGCLUB CORPORATIONFinally, our risk management framework may be deemed insufficient or inadequate by our regulators, which has in the past required, and may in the future require, that we invest additional resources into remediating any deficiencies and adversely impacted our ability to operate our business until the revised framework is deemed sufficient and adequate by our regulators.Changes in the legal, regulatory or political regime could adversely affect our business, financial condition, and results of operations.Laws, regulations and supervisory expectations, and the manner in which they are interpreted and enforced, are constantly changing. Governments could pass legislation or adopt policies based on changes in leadership, shifting priorities, the stability of the banking system or in response to current financial conditions. Further, the recent change in U.S. presidential administration and the composition of the U.S. Congress is expected to lead to potentially significant changes in governing ideology and style, legislative, regulatory or policy priorities and/or the existence, priorities, scope, practices and/or staffing levels of regulatory agencies. For example, in FebruaryÂ 2025, the Trump administration directed the CFPB to, among other things, suspend rule implementations and cease supervision activities. We cannot predict what other changes, if any, will be made to the legal and regulatory regime, whether the changes will be

retained or the effect that such changes may have on our future business and earnings prospects. Changes to the legal, regulatory or political regime may require material modifications to our products, services and operations, require significant investments of management attention and resources, or expose us to potential liability for past practices. Changes to the legal and regulatory regime, such as through amendments to laws and regulations, legal challenges to new and existing agency regulations and interpretations, imposition of supervisory action, or shifts in governmental or regulatory policies, practices or priorities may have a material adverse impact on our operations, including the cost to conduct business, our results of operations and what products and services we can offer. Further, as a result of changes in priorities and/or leadership at federal, state and/or local levels, we may become subject to different and potentially conflicting requirements and expectations in the jurisdictions in which we operate or that may attempt to exercise jurisdiction over us, which may have an adverse effect on our business and results of operations.Participation by non-U.S. residents on our marketplace bank platform may result in non-compliance with foreign laws.From time to time, non-U.S. residents invest in loans directly through our marketplace bank platform. We are not experts with respect to all applicable laws in the various foreign jurisdictions from which an investor may be located, and we cannot be sure that we are complying with all applicable foreign laws. Failure to comply with such laws could result in fines and penalties payable by us, which could reduce our profitability or cause us to modify or delay planned expansions and expenditures, including investments in our growth. In addition, any such fines and penalties could create negative publicity, result in additional regulatory oversight that could limit our operations and ability to succeed, or otherwise hinder our plans to expand our business internationally.RISKS RELATED TO OPERATING OUR BUSINESSHolding loans on our balance sheet exposes us to credit, default and liquidity risks, which may adversely affect our financial performance.We hold loans purchased and/or issued by the Company or LCÂ Bank. While these loans are on our balance sheet we earn interest on the loans, but we have exposure to the credit risk of the borrowers. In the event of a decline or volatility in the credit profile and/or delinquency rates of these borrowers, the value of these held loans may decline. For example, inflation and/or natural disasters may cause borrowers to allocate more of their income to necessities such as housing and food, thereby potentially increasing their risk of default by reducing their ability to make loan payments.21LENDINGCLUB CORPORATIONFrom time to time, we also sponsor the sale of loans through Structured Program transactions, and we may be required to and/or otherwise decide to retain a portion of the interests in these securitization transactions (Securitization Interests).Volatility or a decline in the value of the loans and/or Securitization Interests held on our balance sheet may adversely impact the liquidity of these loans/interests, which could produce losses if we are unable to realize their fair value or manage declines in their value, each of which may adversely affect our financial performance. Further, increases in delinquency rates may require that we take additional allowances for losses, which may adversely affect our financial performance and our ability to allocate sufficient financial resources for other purposes, such as advancing our products and services, which could impact our results of operations.In addition to the discussion in this section, see the risk factor â€œThe current economic environment, including related uncertainties, could negatively affect our business and operating results.â€If investors on our marketplace bank platform pause or cease their participation or exert influence over us, our business, financial condition and results of operations may be harmed.Our success depends in significant part on marketplace investors purchasing loans through our marketplace bank platform. Investors may have financial conditions or limitations that adversely impact their ability to continue to participate on our platform. Further, investors may choose to deploy their capital elsewhere for any reason, including if financial returns on loans we offer prove to be unsatisfactory. For example, inflation and/or natural disasters may cause borrowers to allocate their income to necessities, such as housing and food, thereby potentially increasing their risk of default by reducing their ability to make loan payments. This may increase default rates, which could adversely affect marketplace investor returns. Additionally, in an elevated interest rate environment the return expectations of our marketplace investors will likely be elevated, and we may be unable to meet those expectations, which could prompt certain marketplace investors to reduce or cease their loan purchases or investments. The occurrence of one or more of these events with a significant number of investors has in the past and could in the future, alone or in combination, have a material and adverse effect on our business, financial condition and results of operation. For example, following the historic increases in interest rates by the FRB in 2022 and 2023, a number of our largest marketplace investors ceased or significantly reduced their purchases of our products, which resulted in a material reduction in our marketplace origination volume and revenue.From time to time, we may provide incentives to investors to purchase loans from us or we may sell loans at a price that is less than par, which typically adversely impacts the economics of our business. Even in the event that an incentive or difference to par is partially or wholly offset by other factors, such as interest earned on the loan prior to its sale, selling loans with incentives or at prices less than par may: (i)Â discourage investors from purchasing loans on our platform without incentives or at par value, (ii)Â cause us to realize less revenue than expected with respect to such loans or (iii)Â prompt dissatisfaction and complaints from investors unable to purchase incentivized or discounted loans.Additionally, investors may exert significant influence over us, our management and our operations. For example, if investors pause or discontinue their investment activity, we may need to provide incentives or discounts and/or enter into alternative structures or terms to attract investor capital to the platform, such as our Structured Certificates. Any new arrangements or programs may: (i)Â increase the complexity of our business, (ii)Â require allocation of personnel and other resources to create and operate such arrangements or programs, and/or (iii)Â have new and/or different structures and terms, including alternative fee arrangements, purchase price rebates or other incentives. There is also no assurance that we will be able to enter into any of these arrangements or programs with interested parties, or if we do, what the final terms will be. Failure to attract investor capital on reasonable terms may result in a reduction in origination volume. We may also experience significant concentration on our marketplace bank platform, where a limited number of investors purchase a large volume of loans from our platform. Such concentration exposes us disproportionately to 22LENDINGCLUB CORPORATIONany of those investors choosing to cease participation on our platform or choosing to deploy their capital elsewhere, to the economic performance of those investors or to any events, circumstances or risks affecting such investors.Any material reduction in loan purchases or investments by marketplace investors, or the economics of those purchases or investments for the Company, may have a material adverse impact on our business, financial condition and results of operations. In addition to the discussion in this section, see the risk factor â€œThe current economic environment, including related uncertainties, could negatively affect our business and operating results.â€If we do not maintain or continue to increase loan originations, or expand our marketplace bank to new markets, we may not succeed in maintaining and/or growing our business, and as a result our business and results of operations could be adversely affected.The vast majority of our revenue currently comes from origination fees, servicing fees on loans sold to marketplace investors and net interest income earned from retaining loans on our balance sheet. Growing these revenue streams may require that we increase loan originations over time. Doing so requires that we attract a large number of new borrowers who meet our platformâ€™s lending standards and those of new and existing marketplace investors, including investors in any of our Structured Program transactions. Our ability to attract qualified borrowers depends in large part on the success of our marketing efforts, the visibility, placement and customer reviews on third-party platforms and the quality and competitive advantage of our products and services. For example, if any of our marketing channels become less effective, or the cost of these channels were to significantly increase, we may not be able to attract new and retain existing customers in a cost-effective manner or convert potential customers into active customers in our marketplace bank. Additionally, changes in the way third-party platforms operate, including changes in our participation on such platforms, could make the maintenance and promotion of our products and services, and thereby maintaining and growing loan originations, more expensive or more difficult. Further, every loan we originate is either held on our balance sheet or sold to marketplace investors. Our ability to hold or sell loans is dependent on a number of factors, including the economic and interest rate environment, the performance of our loans and the conditions of capital markets. If any of these factors is volatile or adverse, then we may be unable to hold or sell as many loans as we could potentially originate and therefore would need to reduce our origination volume. Additionally, other than a modest number of marketplace investors that are located internationally, our business exists solely in the U.S. and therefore fluctuations in and risks to U.S. consumer credit, U.S. macroeconomic conditions, and the U.S. legal and regulatory landscape may have a greater adverse impact on our business and financial results than a competitor company with a global footprint.If loan originations through our platform stagnate or decrease, for any reason, our business and financial results may be adversely affected. For example, following the historic increases in interest rates by the FRB in 2022 and 2023, a number of our largest marketplace investors ceased or significantly reduced their purchases of our loans, which resulted in a material reduction in our marketplace origination volume and revenue.In addition to the discussion in this section, see the risk factor â€œThe current economic environment, including related uncertainties, could negatively affect our business and operating results.â€We may not be able to maintain our deposit base.We rely on deposits as a principal source of funding for our lending activities. As of DecemberÂ 31, 2024, we had approximately $9.1 billion in deposits. Our future growth and strategy depend on our ability to maintain deposits to provide a less costly and stable source of funding. The deposit markets are competitive, and therefore it may prove difficult and/or costly to grow our deposit base. For example, as the FRB increased interest rates in 2022 and 2023, we made corresponding increases to the rates we offer depositors, which increased our funding cost and reduced the net interest margin on loans held on our balance sheet.23LENDINGCLUB CORPORATIONChanges we make to the rates offered on our deposit products may affect our finances and liquidity. We have brokered deposits, which may be more price sensitive than other types of deposits and may become less available if alternative investments offer higher returns. Further, a significant portion of our deposits is sourced from depositors referred to the Company through third party platforms, and any change in the way such third-party platforms operate, including our participation or the placement of our products on such third-party platforms, may have a materially adverse impact on our ability to maintain and/or grow our deposit base. In addition, our ability to maintain existing or obtain additional deposits may be impacted by factors, including factors beyond our control, including perceptions about the stability of the banking industry, our reputation or financial strength, or branchless banking generally, which could reduce the number of consumers choosing to place deposits with us. In particular, sudden and substantial withdrawals could cause the banking regulators to close our institution and seize our assets. For example, in 2023, Silicon Valley Bank, Signature Bank, and First Republic Bank each failed shortly after substantial reductions in their deposit bases over the course of a few days/weeks.Our ability to obtain deposit funding and offer competitive interest rates on deposits is also dependent on capital levels of LCÂ Bank and being considered â€œwell-capitalizedâ€ by the banking regulators. Our regulators can adjust the requirements to be â€œwell-capitalizedâ€ at any time, as well as require us to maintain capital levels higher than a â€œwell-capitalizedâ€ bank under the current statutory definitions, and have authority to place limitations on our deposit businesses, including the interest rate we pay on deposits and the amount of brokered deposits we can accept. An inability to develop and maintain a strong deposit base could have a material adverse impact on our business, financial condition and results of operations.In addition to the discussion in this section, see the risk factor â€œThe current economic environment, including related uncertainties, could negatively affect our business and operating results.â€If we are unable to develop and commercialize new products and services and enhancements to existing products and services, our business may suffer.The financial services and banking industry is evolving and changing with disruptive technologies and the introduction of new products and services. We derive a significant portion of our revenue from transaction-based fees we collect in connection with the origination of unsecured personal loans. To enhance customer engagement and diversify our revenue streams, we are undertaking a strategy to broaden the scope of our products and services we offer. Failure to broaden the scope of our products and services leaves us dependent on a single revenue stream and vulnerable to competitors offering a suite of products and services. Accordingly, a key part of our success depends on our ability to develop and commercialize new products and services and enhancements to existing products and services.We incur expenses and expend resources to develop and commercialize new products and services and enhancements to existing products and services. However, we may not assign the appropriate level of resources, priority or expertise to the development and commercialization of these new products, services or enhancements. We also could utilize and invest in technologies, products and services that ultimately do not achieve widespread adoption and, therefore, are not as attractive or useful to our customers as we anticipate. Moreover, we may not realize the benefit of new technologies, products, services or enhancements for many years, and competitors may introduce more compelling products, services or enhancements in the meantime. Competitors also may develop or adopt technologies or introduce innovations that make our marketplace bank platform less attractive to our borrowers and/or investors. Further, compliance with applicable laws and regulations, our regulatorsâ€™ supervisory expectations and the development of new laws and regulations may impact our ability to develop and commercialize new products and services. If we are unable to develop and commercialize timely and attractive products and services, our growth may be limited and our business may be materially and adversely affected.An inability to maintain adequate liquidity could jeopardize our business and financial condition. Liquidity is essential to our business. Although we believe that we currently have an adequate amount of liquidity to support our business, there are a number of factors that could reduce and/or deplete our existing liquidity position, 24LENDINGCLUB CORPORATIONincluding results of operations that are reduced relative to our projections, costs related to existing or future litigation or regulatory matters, the pursuit of strategic business opportunities (whether through acquisition or organic) and unanticipated liabilities. Additionally, as noted above, we are subject to stringent capital and liquidity regulations and requirements and need to manage our liquidity position at both LendingClub Corporation and LCÂ Bank within the parameters and terms set forth by applicable regulations and regulators. LC Bank is subject to various legal, regulatory and other restrictions on its ability to make distributions and payments to the Company. Any inability to maintain an adequate liquidity position could adversely affect our operations, our compliance with applicable regulations and the performance of our business.Further, our ability to raise additional capital, should that be deemed beneficial and/or necessary, depends on conditions in the capital markets, economic conditions and a number of other factors, including investor perceptions regarding the financial services and banking industry, market conditions, governmental activities, and our financial condition and performance. Accordingly, we may be unable to raise additional capital if needed or on acceptable terms, which may adversely affect our liquidity, business, financial condition and results of operations.We are regularly subject to litigation, and government and regulatory investigations, inquiries and requests.We are regularly subject to claims, individual and class action lawsuits, lawsuits alleging regulatory violations such as the Telephone Consumer Protection Act (TCPA), Fair Credit Reporting Act (FCRA), Unfair and Deceptive Acts and Practices (UDAP) or Unfair, Deceptive or Abusive Acts or Practices (UDAAP) violations, government and regulatory exams, investigations, inquiries or requests, and other proceedings involving consumer protection, privacy, labor and employment, intellectual property, privacy, data protection, cybersecurity, anti-money laundering, securities, tax, commercial disputes, record retention and other matters. The number and/or significance of these claims, lawsuits, exams, investigations, inquiries and requests have increased as our business has expanded in scope and geographic reach, and our products and services have increased in complexity. For example, we are subject to supervision, regulation, examination and enforcement by multiple federal banking regulatory bodies. Specifically, as a bank holding company, the Company is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the FRB. Further, as a national bank, LCÂ Bank is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the OCC. Moreover, we currently anticipate becoming subject to supervision and enforcement by the CFPB in 2025. Accordingly, we have been and continue to invest in regulatory compliance and to be subject to certain parameters, obligations and/or limitations set forth by the banking regulations and regulators with respect to the operation of our business. We are also subject to significant litigation and regulatory inquiries, as discussed more fully in â€œPartÂ II â€“ ItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ Note 19. Commitments and Contingencies,â€ below. The scope, timing, outcome, consequences and impact of claims, lawsuits, proceedings, investigations, inquiries and requests that we are subject to cannot be predicted with certainty. Determining reserves for our pending litigation is a complex, fact-intensive process that requires significant judgment. Furthermore, resolution of such claims, lawsuits, proceedings, investigations, inquiries and requests could result in substantial fines, penalties or other monetary, injunctive or declaratory relief, which may materially and adversely affect our business. These claims, lawsuits, proceedings, exams, investigations, and requests could also: (i)Â result in reputational harm, criminal sanctions, consent decrees, orders preventing us from offering certain features, functionalities, products or services, (ii)Â limit our access to credit, (iii)Â result in a modification or suspension of our business practices, (iv)Â require certain parameters, obligations and/or limitations with respect to the operation of our business, (v)Â require us to develop non-infringing or otherwise altered products or technologies, (vi)Â prompt ancillary claims, lawsuits, proceedings, investigations, inquiries and requests, (vii)Â consume financial and other resources which may otherwise be utilized for other purposes, such as advancing our products and services, (viii)Â cause a breach or cancellation of certain contracts, or (ix)Â result in a loss of customers, investors and/or ecosystem partners, any of which may adversely affect our business and operations. Furthermore, even following the resolution of any claims, lawsuits, proceedings, exams, investigations, inquiries and requests against us, a regulatory enforcement agency could take action against one or more individuals or entities, which may require us to continue to incur significant 25LENDINGCLUB CORPORATIONexpense for indemnification for any such individual or entity until such matters may be resolved. Any of these consequences could materially and adversely affect our business.Any significant disruption in our technology systems, including events beyond our control, or failure in our technology initiatives could have a material adverse

effect on our operations.We believe the technology platform that powers our marketplace bank enables us to deliver solutions to customers and marketplace investors, and provides a significant time and cost advantage over traditional banks. The satisfactory performance, reliability and availability of our technology and our underlying network infrastructure are critical to our operations, customer service and reputation. Our failure to maintain satisfactory performance, reliability and availability of our technology and underlying network infrastructure may impair our ability to attract new and retain existing customers or marketplace investors, which could have a material adverse effect on our operations.Any interruptions or delays in our technology systems or service, whether as a result of third-party error, our error, natural disasters, terrorism, other man-made problems, or security breaches, whether accidental or willful, could harm our reputation and relationships with our customers and marketplace investors. Additionally, in the event of damage or interruption, our insurance policies may not adequately compensate us for any losses that we may incur. Our disaster recovery plan has not been tested under actual disaster conditions, and we may not have sufficient capacity to recover all data and services in the event of an outage. These factors could prevent us from processing or posting payments on loans, processing loan purchases or investments, damage our brand and reputation, divert our employeesâ€™ attention, reduce our revenue, subject us to liability, and cause customers to abandon our marketplace bank platform, any of which could adversely affect our business, financial condition and results of operations.We depend on our technology infrastructure to conduct and grow our business and operations and accordingly we invest in system upgrades, new solutions and other technology initiatives. Many of these initiatives take a significant amount of time to develop and implement, are tied to critical systems and require significant human and financial resources. While we take steps to mitigate the risks and uncertainties associated with these initiatives, these initiatives may not be implemented on time (or at all), within budget or without negative financial, operational or customer impact. Further, if and when implemented, these initiatives may not perform as we or our customers, marketplace investors and other stakeholders expect. We also may not succeed in anticipating or keeping pace with future technology needs, technology demands of our customers or the competitive landscape for technology. The failure to implement new and maintain existing technologies could adversely affect our business, financial condition and results of operations.Failure to maintain, protect and promote our brand may harm our business.Maintaining, protecting and promoting our brand is critical to achieving widespread acceptance of our products and services and expanding our base of customers. Maintaining, protecting and promoting our brand depends on many factors, including our ability to continue to provide useful, reliable, secure and innovative products and services, as well as our ability to maintain trust.Our brand can be harmed in many ways, including failure by us or our partners to satisfy expectations of service and quality, inadequate protection of sensitive information, failure to maintain or provide adequate or accurate documentation and/or disclosures, compliance failures, failure to comply with contractual obligations, regulatory requests, inquiries or proceedings, litigation and other claims, employee misconduct and misconduct by our partners. We have also been, and may in the future be, the target of incomplete, inaccurate and/or misleading statements about our company, our business, and/or our products and services. Furthermore, our ability to maintain, protect and promote our brand is partially dependent on visibility and customer reviews on third-party platforms. Changes in the way these platforms operate could make the maintenance, protection and promotion of our products and services and our brand more expensive or more difficult. 26LENDINGCLUB CORPORATIONMany of our stakeholders are becoming increasingly interested in our environmental, social, governance and other sustainability responsibilities, strategy and related disclosures. For example, certain of our marketplace investors and equity investors have inquired about our progress and disclosures on this topic. Further, this area of disclosure is subject to state legislation and pending rules from the SEC, which the Company continues to monitor and will comply with as applicable. For example, in October 2023, California adopted the Climate Corporate Data Accountability Act and the Climate-Related Financial Risk Act, which, among other things, will require certain companies doing business in California to disclose their direct and indirect greenhouse gas emissions and their climate-related financial risks and measures being taken to reduce such risks. As regulations regarding these reporting obligations are still in development, we cannot yet predict the full impact of these laws and their corresponding regulations and future enforcement activity on our business, financial condition, results of operations, brand or reputation. Our absolute and relative progress and disclosures, or lack thereof, on environmental, social, governance and other sustainability matters could impact our reputation, brand and the willingness of certain platform and equity investors to hold our loans or common stock, respectively. If we do not successfully maintain, protect and promote our brand we may be unable to maintain and/or expand our base of customers and investors, which may materially harm our business.Fraudulent activity associated with our marketplace bank could negatively impact our operating results, brand and reputation and cause the use of our products and services to decrease and our fraud losses to increase.We are subject to the risk of fraudulent activity associated with our marketplace bank, borrowers, depositors, investors and third parties handling borrower, depositor and investor information. We have taken measures to detect and reduce the risk of fraud, but these measures need to be continually improved and may not be effective against new and continually evolving forms of fraud or in connection with new product offerings. Under our agreements with investors, we are obligated to repurchase loans in cases of confirmed identity theft. The level of our fraud charge-offs and our results of operations could be materially and adversely affected if fraudulent activity were to significantly increase. High profile fraudulent activity or significant increases in fraudulent activity could lead to regulatory intervention, negatively impact our operating results, brand and reputation and lead us to take steps to reduce fraud risk, which could increase our costs.In addition, in the past, third parties have attempted to defraud individuals, some of whom may be potential customers of ours, by misappropriating our logos and representing themselves as LendingClub in e-mail campaigns to e-mail addresses that have been obtained outside of LendingClub. In one particular scheme, third parties represented to individuals that they might obtain a loan if they paid an â€œadvance fee.â€ Individuals who believe that the campaigns are genuine have in the past made, and may continue to make, payments to these unaffiliated third parties. Although we take commercially reasonable steps to prevent third-party fraud, we cannot always be successful in preventing individuals from suffering losses as a result of these schemes. Individuals who suffer damages due to the actions of these unaffiliated third parties may negatively view LendingClub, causing damage to our brand and reputation and reducing our business.If we are unable to accurately forecast demand for loans, our business could be harmed. We operate a marketplace bank platform for consumer credit, balancing borrower demand for loans against investor demand for risk-adjusted returns. We offer credit to borrowers across a range of credit profiles and rates, and we offer loan purchase and investment opportunities across a range of risk-adjusted returns. Investor demand on our platform is sensitive to a variety of factors including loan performance, alternative investment opportunities and macroeconomic conditions. To aid our ability to forecast investor demand, from time to time, we may enter into agreements with marketplace investors that outline expected purchases. However, these order agreements are generally non-binding or contain provisions that allow for modification and/or cancellation of the order. Therefore, it is challenging to precisely forecast investor demand. In the event that borrower demand at a given credit rate exceeds investor demand for that product for a given period, we may fund the loans and hold them on our balance sheet, which carries certain risks. See the risk factor â€œHolding loans on our balance sheet exposes us to credit, default and liquidity risks, which may adversely affect our financial performance.â€27LENDINGCLUB CORPORATIONAlternatively, in the event that investor demand at a given return exceeds borrower demand for that product for a given period, there may be insufficient inventory to satisfy investor demand. If investors do not believe their demand can be met on our platform, they may seek alternative investments from ours and our business may suffer.Our acquisitions and other strategic transactions may not yield the intended benefits.We have historically and may continue to evaluate and consider strategic transactions, combinations, acquisitions, dispositions or alliances. These transactions could be material to our financial condition and results of operations if consummated. If we are able to identify an appropriate business opportunity, we may not be successful in negotiating favorable terms and/or consummating the transaction and, even if we do consummate such a transaction, we may be unable to obtain the benefits or avoid the difficulties and risks of such transaction.However, any acquisition, disposition or other strategic transaction involves risks, including:â€¢difficulties in assimilating and integrating the operations, personnel, systems, data, technologies, products and services of the acquired business, which may require ongoing investment in development and enhancement of additional operational and reporting processes and controls;â€¢inability of the acquired technologies, products or businesses to achieve expected levels of revenue, profitability, productivity or other benefits;â€¢difficulties in retaining, training, motivating and integrating key personnel;â€¢diversion of managementâ€™s time and resources from our normal daily operations;â€¢difficulties in successfully incorporating licensed or acquired technology and rights into our platform;â€¢difficulties in maintaining uniform standards, controls, procedures and policies within the combined organization;â€¢difficulties in retaining relationships with customers, employees and suppliers of the acquired business;â€¢risks of entering markets in which we have no or limited direct prior experience;â€¢regulatory risks, including remaining in good standing with existing regulatory bodies or receiving any necessary pre-closing or post-closing approvals, as well as being subject to new regulators with oversight over an acquired business;â€¢assumption of contractual obligations that contain terms that are not beneficial to us, require us to license or waive intellectual property rights or increase our risk for liability;â€¢failure to successfully further develop any acquired technology;â€¢liability for activities of the acquired or disposed of business before the acquisition or disposition, including patent and trademark infringement claims, violations of laws, regulatory actions, commercial disputes, tax liabilities and other known and unknown liabilities;â€¢difficulty in separating assets and replacing shared services;â€¢assumption of exposure to performance of any acquired loan portfolios;â€¢potential disruptions to our ongoing businesses; andâ€¢unexpected costs and unknown risks and liabilities associated with the acquisition.Accordingly, any acquisition, disposition or other strategic transaction may not be successful, may not benefit our business strategy, may not generate sufficient revenue to offset the associated costs or may not otherwise result in the intended benefits. Additionally, it may take us longer than expected to fully realize the anticipated benefits and synergies of these transactions, and those benefits and synergies may ultimately be smaller than anticipated or may not be realized at all, which could adversely affect our business and operating results.28LENDINGCLUB CORPORATIONAny transactions, combinations, acquisitions, dispositions or alliances may also require us to issue additional equity securities, spend our cash, or incur debt (and increased interest expense), liabilities and amortization expenses related to intangible assets or write-offs of goodwill, which could adversely affect our results of operations and dilute the economic and voting rights of our stockholders and the interests of holders of our indebtedness. In addition, we cannot assure you that any acquisition of new businesses or technology will lead to the successful development of new or enhanced products and services or that any new or enhanced products and services, if developed, will achieve market acceptance or prove to be profitable. Finally, we may also choose to divest certain businesses or product lines that no longer fit with our strategic objectives. If we decide to sell assets or a business, we may have difficulty obtaining terms acceptable to us in a timely manner, or at all. Additionally, the terms of such potential transactions may expose us to ongoing obligations and liabilities.If we are unable to offer marketplace investors a satisfactory breadth and volume of investment opportunities, our business and results of operations may be materially harmed.We invest in our marketplace bank platform and regularly iterate our processes to provide improved and more efficient investment opportunities, which includes efforts to provide marketplace investors the opportunity to invest in a broad selection of loans. However, various factors may contribute to certain loans being available only in a limited quantity or being entirely unavailable.If marketplace investors are unable to invest in certain categories of loans, are unable to invest at the volume they desire, perceive that they are not offered the same investment opportunities as other investors and/or are dissatisfied with the risk-adjusted return they receive from investing on our platform, they may seek alternative investments from ours which may materially harm our business and results of operations.Any challenge to or adverse consequence from our use of the issuing bank partnership model (or litigation or legislation aimed at thwarting certain transactions based on this model) may harm our business.Prior to becoming a bank holding company, we utilized an issuing bank partnership model. Since becoming a banking organization, we have transitioned from an issuing bank partnership model to one in which we directly originate our loans. We believe that our historical use of the issuing bank partnership model was appropriate for all the jurisdictions in which we operated it, and we have worked with federal, state and local regulatory agencies to help them understand the model. However, we operate in a complex and evolving regulatory environment at the federal and state level and some enforcement authorities and private parties have challenged the ability to rely on legislative and judicial authority that permits a bank to â€œexportâ€ interest rates permitted by the laws of the state where the bank is located.For example, in May 2015, the U.S. Court of Appeals for the Second Circuit issued its decision in Madden v. Midland Funding, LLC that interpreted the scope of federal preemption under the National Bank Act and held that a nonbank assignee of a loan originated by a national bank may not be entitled to the benefits of federal preemption of claims of usury. The Second Circuitâ€™s decision is binding on federal courts located in Connecticut, New York, and Vermont, but the decision could also be adopted by other courts. However, in 2020, the OCC issued a final rule clarifying that interest on a loan that is lawful under federal law for national banks and federal savings associations remains lawful upon the sale, assignment or other transfer of the loan (the OCC Rule). The FDIC issued a similar final rule in 2020 applicable to FDIC-insured state-chartered banks (the FDIC Rule). Since these final rules, several federal district courts have declined to follow the decision of the U.S. Court of Appeals for the Second Circuit in Madden v. Midland Funding, LLC, including in Colorado, Massachusetts and New York. On FebruaryÂ 8, 2022, a federal district court granted summary judgment in favor of the OCC and FDIC in lawsuits brought by multiple states seeking to invalidate the OCC Rule and FDIC Rule (California, et al. v. The Office of the Comptroller of the Currency, et al., No. 4:20-cv-05200-JSW (N.D. Cal.); California, et al. v. Federal Deposit Insurance Corporation, 29LENDINGCLUB CORPORATIONNo. 4:20-cv-05860-JSW (N.D. Cal.)).While we believe that our use of the issuing bank model was appropriate and factually distinguishable from the decision of the U.S. Court of Appeals for the Second Circuit in Madden v. Midland Funding, LLC, the case could create potential liability under state statutes such as usury statutes. Further, state legislatures may enact new laws or amend existing laws aimed at undermining the ability of non-bank purchasers of loans to realize the outcome of a bankâ€™s ability to export interest rates.Any challenge to or adverse consequence of our use of the issuing bank partnership model could adversely affect our business, financial condition and results of operations.If we breach representations or warranties in connection with our marketplace investor transactions, including whole loan sales, structured products or securitization transactions, or if we suffer a direct or indirect loss in our retained interests in these transactions, our financial condition could be harmed.We make customary representations, warranties and covenants to marketplace investors about the loans we sell and service. We have sponsored, and expect to sponsor in the future, the sale of unsecured personal whole loans through asset-backed securitizations. In connection with these securitizations, as well as other Structured Program transactions, we make customary representations, warranties and covenants. If there is a breach of those representations, warranties and covenants that materially and adversely affects the subject loans, then we will be required to either cure the breach, repurchase the affected loans from the purchasing entity or investor or reimburse the purchasing entity or investor for incurred losses and expenses, as the case may be. These repurchase or reimbursement obligations could be material and have an adverse effect on our financial condition.In the event that we suffer losses on all or a portion of the interests in any securitization transaction that we have retained (whether to comply with applicable risk retention rules or otherwise), our financial condition could be harmed. We may enter into similar transactions in the future and those transactions are likely to entail similar and other substantial risks.Indebtedness could adversely affect our business and financial results.In the past, we have had a significant amount of indebtedness. While our indebtedness has materially decreased, if our debt service obligations increase, whether due to the increased cost of existing indebtedness or the incurrence of additional indebtedness, more of our cash flow from operations would need to be allocated to the payment of principal of, and interest on, our indebtedness, which would reduce the funds available for other purposes. Our indebtedness also could limit our ability to execute our strategic plan and withstand competitive pressures and could reduce our flexibility in responding to changing business and economic conditions.Should we desire to obtain additional indebtedness, we may require a guarantee by LCÂ Bank, where substantially all of our operations are being conducted. Any such guarantee is subject to regulatory limitations and may require approval of the banking regulators, and there can be no assurance that we would be able to obtain such a guarantee. To the extent that we are not able to obtain a guarantee from LCÂ Bank, or any guarantee is limited, it may be more difficult or expensive for us to borrow money.Our ability to make payments on our debt, to repay our existing indebtedness when due, and to fund our business, operations and significant planned capital expenditures will depend on our ability to pay with available cash or generate cash in the future. This, to a certain extent, is subject to financial, competitive, legislative, regulatory and other factors that are beyond our control. In addition, if we cannot service our indebtedness, we may have to take actions such as utilizing available capital, limiting the facilitation of additional loans, selling assets, selling equity or reducing or delaying capital expenditures, strategic acquisitions, investments and alliances, any of which could impede the implementation of our business strategy, prevent us from entering into transactions that would otherwise benefit our business and/or adversely affect our business and financial results. We also may not be able to refinance our indebtedness or take such other actions, if necessary, on commercially reasonable terms, or at all.30LENDINGCLUB CORPORATIONRISKS RELATED TO MACROECONOMIC CONDITIONS OR OTHER EXTERNAL FACTORSThe current economic environment, including related uncertainties, could negatively affect our business and operating results.The U.S. economy has been undergoing a period of rapid change and significant uncertainty. A number of factors have been causing this change and uncertainty, including changing inflation and interest rates, evolving government policies and changing U.S. consumer spending patterns. Inflation reached a 40-year high of 9.1% in June 2022,

and in response the FRB increased interest rates eleven times since early 2022, from a federal funds rate range of 0.00% to 0.25% in early 2022 to 5.25% to 5.50% in July 2023. While the FRB has since reduced rates to a range of 4.25% to 4.5% as of December 2024, it has indicated a willingness to adjust rates, including slowing the pace of rate decreases or increasing rates, as it deems necessary to combat inflation. Elevated inflation and interest rates, and uncertainty with respect to future interest rate decreases, are changing lending and spending patterns, and thereby prompting some concern that the U.S. could experience an economic downturn or prolonged period of slow economic growth.Our business is sensitive to, and may be adversely impacted by, changes in the inflation and interest rate environment. Among other things, as inflation and interest rates are elevated: (i)Â existing borrowers may allocate more of their income to necessities such as housing and food, thereby potentially increasing their risk of default by reducing their ability to make loan payments, (ii)Â the rate we offer on our deposit products may be elevated to remain competitive, thereby increasing our cost of funding and reducing our net interest margin, (iii)Â the return our loan products generate may be less attractive relative to other investment options, thereby reducing marketplace investor demand in our loan products, and (iv)Â we may need to increase interest rates and/or tighten credit standards for new originations, thereby potentially making it more challenging to source enough interested and qualified borrowers to enable sufficient origination volume. Further, the pace of changes in inflation and interest rates can create unique challenges in our ability to operate our business. For example, the rapid increase in interest rates in 2022 and 2023 quickly increased the cost of capital for our non-bank marketplace investors and thereby increased their return expectations. However, because our consumer loans are fixed interest rate products, we were unable to re-price existing loans, and with respect to new originations, we needed to re-price methodically to remain competitive and mitigate the adverse impacts of doing so. Therefore, until the interest rate environment stabilized, we were temporarily challenged to fully meet the return expectations for certain of our marketplace investors which adversely impacted our marketplace volume and related revenue. Additionally, uncertainty regarding the economic environment could adversely impact borrower or marketplace investor interest in our products, adversely impact our third-party vendors, cause us to change, postpone or cancel our strategic initiatives, or otherwise negatively affect our business, financial condition and results of operations. Notably, the recent changes in U.S. presidential administration and the composition of the U.S. Congress are expected to lead to potentially significant changes to the priorities, scope, practices and/or staffing levels of various governmental agencies. However, what changes will be made, whether the changes will be retained and the effect of the changes on the economic environment are currently uncertain and therefore the impact of the changes on our customers and business remains uncertain.The current economic environment, and its impact, may also have the effect of heightening many of the other risks described in â€œItem 1A. Risk Factorsâ€ and elsewhere in our Annual Report, such as our exposure to the credit and default risk of borrowers, maintaining and increasing loan originations, maintaining our deposit base and retaining our marketplace investors. Fluctuations in interest rates could negatively affect transaction volume and our net interest income.We offer loan products with both fixed and variable interest rates, depending on the type of loan. If interest rates rise, potential borrowers could seek to defer taking new loans as they wait for interest rates to decrease and/or settle, and borrowers of variable rate loans may be subject to increased interest rates, which could increase default risk. If interest rates decrease after a loan is made, existing borrowers may prepay their loans to take advantage of the lower 31LENDINGCLUB CORPORATIONrates. Furthermore, investors would lose the opportunity to collect the higher interest rate payable on the corresponding loan and may delay or reduce future loan investments.Our net interest income is the interest we earn on loans and investments less the interest we pay on our deposits and borrowings. Our net interest margin is the difference between the yield we earn on our assets and the interest rate we pay for deposits and our other sources of funding. Changes in interest rates will cause our net interest income and margin to increase or decrease. To the extent that we hold loans for sale on our balance sheet, we will be at risk to rising interest rates between origination and sale. In order to sell such loans, we may need to reduce the sale price in order to satisfy the yield expectations of our marketplace investors. Further, we are exposed to interest rate risk because our interest-earning assets and interest-bearing sources of funding do not react uniformly or concurrently to changes in interest rates, as the two have different time periods for adjustment and can be tied to different measures of rates. Fluctuations in the interest rate environment may impact our net interest income, net interest margin and/or discourage investors and borrowers from participating on our marketplace bank platform and may reduce our loan originations, any of which may adversely affect our business.Notwithstanding the above, we monitor interest rates and have certain avenues to manage our interest rate risk exposure, including changing the interest rate offered on deposits and the interest rate on our loan products. If our interest rate risk management strategies are not appropriately monitored or executed, these activities may not effectively mitigate our interest rate sensitivity or have the desired impact on our results of operations or financial condition.Additionally, we use, and may in the future use, financial instruments for hedging and risk management purposes in order to protect against possible fluctuations in interest rates, or for other reasons that we may deem appropriate. However, any current or future hedges will not completely eliminate the risk associated with fluctuating interest rates and our hedging activities may prove to be ineffective. Any failure to manage our hedging positions properly or inability to enter into hedging instruments under acceptable terms, or any other unintended or unanticipated economic consequences of our hedging activities, could negatively affect our financial condition and results of operations.A decline in social and economic conditions may adversely affect our customers, which may negatively impact our business and results of operations.As a marketplace bank, we believe our customers are highly susceptible to uncertainties and negative trends in the markets driven by, among other factors, general social and economic conditions in the United States, abroad and the regional areas where our customers reside. Economic factors include interest rates, unemployment levels, tax and tariff rates, the impact of a federal government shutdown, natural disasters, public health emergencies, pandemics, gasoline prices, adjustments in monthly payments, adjustable-rate mortgages and other debt payments, the rate of inflation, relative returns available from competing investment products and consumer perceptions of economic conditions. Social factors include changes in consumer confidence levels and changes in attitudes with respect to incurring debt and the stigma of personal bankruptcy.These social and economic factors may affect the ability or willingness of borrowers to make payments on their loans. Because we pass through collected borrower payments to investors or we make payments to investors ratably only to the extent we receive the borrowerâ€™s payments on the corresponding loan, if we do not receive payment(s) on the corresponding loan, the investor will not be entitled to the corresponding amount(s) or payment(s) under the terms of the investment or whole loan purchase agreement. For example, elevated inflation and/or interest rates may cause borrowers to allocate more of their income to necessities, such as housing and food, thereby potentially increasing their risk of default by reducing their ability to make loan payments.In some circumstances, economic and/or social factors could lead a borrower to pre-pay their loan obligations. In the event of a prepayment, while the investor would receive the return of principal, interest would no longer accrue on the loan. Accordingly, the return for the investor would decline as compared to a loan that was timely paid in accordance with its amortization schedule. There is no penalty to borrowers if they choose to pay their loan early.32LENDINGCLUB CORPORATIONSimilarly, any adverse impact on the ability of borrowers to make loan payments and/or material increase in pre-payment rates may also have a material impact on the net interest income we earn for loans held on our balance sheet.We strive to maintain a marketplace bank platform in which annual percentage rates are attractive to borrowers and returns, including the impact of credit losses and prepayments, are attractive to marketplace investors and the Company. These external economic and social conditions and resulting trends or uncertainties could adversely impact the ability or desire of our borrowers or marketplace investors to participate on our platform, which could negatively affect our business and results of operations. In addition to the discussion in this section, see â€œPart II â€“ Item 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€“ Overview.â€Our business and operating results could be adversely affected by the political environment and governmental fiscal and monetary policies.An unpredictable or volatile political environment in the United States, including any related social unrest, could negatively impact business and market conditions, economic growth, financial stability, and business, consumer, investor, and regulatory sentiments, any one or more of which in turn could cause our business and financial results to suffer. Our business and financial results are also significantly affected by the fiscal and monetary policies of the U.S. government and its agencies. We are particularly affected by the policies of the FRB, which regulates the supply of money and credit in the United States in pursuit of maximum employment, stable prices, and moderate long-term interest rates. The FRB and its policies influence the availability and demand for loans and deposits, the rates and other terms for loans and deposits, the conditions in equity, fixed-income, currency, and other markets, and the value of securities and other financial instruments. For example, in response to elevated inflation, the FRB increased interest rates eleven times since early 2022, from a federal funds rate range of 0.00% to 0.25% in early 2022 to 5.25% to 5.50% in July 2023. While the FRB has since reduced rates to a range of 4.25% to 4.5% as of December 2024, it has indicated a willingness to adjust rates, including slowing the pace of rate decreases or increasing rates, as it deems necessary to combat inflation.Additionally, tax and other fiscal policies impact not only general economic and market conditions but also give rise to incentives or disincentives that affect how we and our customers prioritize objectives, deploy resources, and run households or operate businesses. Both the timing and the nature of any changes in monetary or fiscal policies, as well as their consequences for the economy and the markets in which we operate, are beyond our control and difficult to predict but could adversely affect our business and operating results.Negative publicity and unfavorable media coverage could negatively affect our business.Negative publicity about our industry or our company, including with respect to the quality and reliability of our marketplace bank, effectiveness of the credit decisioning or scoring models used in our marketplace bank platform, the effectiveness of our collection efforts, statements regarding investment returns, changes to our marketplace bank, our ability to grow our borrower and investor base at a rate expected by the market, our ability to effectively manage and resolve borrower and investor complaints, our ability to manage borrower and investor accounts in compliance with regulatory requirements which may not be clear, privacy and security practices, use of loan proceeds by certain borrowers of ours or other companies in our industry for illegal purposes, litigation, regulatory activity, and the experience of borrowers and investors with our marketplace bank, products or services, even if inaccurate, could adversely affect our reputation and the confidence in, and the use of, our bank, products and services, which could harm our business and operating results. Harm to our reputation can arise from many sources, including employee misconduct or error, misconduct or errors by our partners or partners of partners, other online marketplace banks, outsourced service providers or other counterparties, failure by us or our partners to meet minimum standards of service and quality, inadequate protection of borrower and investor information and compliance failures and claims.33LENDINGCLUB CORPORATIONOur business operations may be adversely impacted by political events, terrorism, military conflict or acts of war, cyber-attacks, public health issues, natural disasters, severe weather, climate change, infrastructure failure or outages, labor disputes and other business interruptions.Our business operations are subject to interruption by, among other things, political events, terrorism, military conflict or acts of war (including the conflicts in Ukraine and the Gaza Strip), cyber-attacks, public health issues, natural disasters, severe weather, climate change (including longer-term shifts in climate patterns, such as extreme heat, sea level rise and more frequent and prolonged drought), infrastructure failure or outages (including power outages), labor disputes and other events which could: (i) decrease demand for our products and services, (ii)Â adversely affect the macroeconomy and/or our customers, or (iii)Â make it difficult or impossible for us to deliver a satisfactory experience to our customers. Any such events could also affect the Company by impacting the stability of our deposit base, impairing the ability of our borrowers to repay their outstanding loans, causing significant property damage or otherwise impair the value of collateral securing our loans, and/or resulting in loss of revenue and/or cause us to incur additional expenses. While we may undertake measures indicated to mitigate the adverse impacts of such events, there are no assurances that any of the measures we take will be sufficient or successful.Furthermore, in the event of any disruption to our operations or those of the companies with whom we do business with, we could experience delays in product development, marketing, operations and customer service efforts, incur significant losses, require substantial recovery time and experience significant expenditures in order to resume or maintain operations, any of which could have a material adverse impact on our business, financial condition and results of operations.For example, the Ukrainian-Russian conflict, the responses thereto (such as sanctions imposed by the United States and other countries) and any expansion thereof have had, and may continue to have, unpredictable and/or adverse effects on the domestic and global economy and financial markets. Although we have not yet experienced any material direct impact from the Ukrainian-Russian conflict, in part because our business is conducted exclusively in the United States, our business, financial condition or results of operations may be impacted if the conflict prolongs and/or its impact exacerbates. Similarly, natural disasters have had, and likely will continue to have, unpredictable and/or adverse effects on our customers. With increases to the frequency, breadth and impact of natural disasters, such as fires and hurricanes, the potential for a single or series of natural disaster(s) to have a material adverse impact on our business is also increasing. Finally, geopolitical conflicts such as the Ukrainian-Russian conflict and the conflict in the Gaza Strip as well as natural disasters such as the 2025 Los Angeles area wildfires, and their impacts, have had, and may continue to have, the effect of heightening many of the other risks described in â€œItem 1A. Risk Factorsâ€ and elsewhere in our Annual Report, such as escalating inflation, elevating the possibility of a decline in economic conditions and increasing cybersecurity risk.RISKS RELATED TO CREDIT AND COLLECTIONSIf the credit decisioning, pricing, loss forecasting and scoring models we use contain errors, do not adequately assess risk, or are otherwise ineffective, our reputation and relationships with customers could be harmed, our market share could decline and the value of loans held on our balance sheet may be adversely affected.Our ability to attract customers to, and build trust in, our marketplace bank platform is significantly dependent on our ability to effectively evaluate a borrowerâ€™s credit profile and likelihood of default. To conduct this evaluation, we utilize credit decisioning, pricing, loss forecasting and scoring models that assign each loan offered through our marketplace bank platform a grade and a corresponding interest rate. Our models are based on algorithms that 34LENDINGCLUB CORPORATIONevaluate a number of factors, including behavioral data, transactional data, bank data and employment information, which may not effectively predict future loan losses. If we are unable to effectively segment borrowers into relative risk profiles, we may be unable to offer attractive interest rates for borrowers and risk-adjusted returns for marketplace investors. Additionally, if these models fail to adequately assess the creditworthiness of our borrowers, we may experience higher than forecasted losses. Furthermore, as stated above, we hold loans on our balance sheet. We periodically assess the value of these loans and in doing so we review and incorporate a number of factors including forecasted losses. Accordingly, if we fail to adequately assess the creditworthiness of borrowers such that we experience higher than forecasted losses, the value of the loans held on our balance sheet may be adversely affected.We continually refine these algorithms based on new data and changing macroeconomic conditions. However, there is no guarantee that the credit decisioning, pricing, loss forecasting and scoring models that we use have accurately assessed the creditworthiness of our borrowers, or will be effective in assessing creditworthiness in the future. Similarly, if any of these models contain programming or other errors, are ineffective or the data provided by borrowers or third parties is incorrect or stale, our loan pricing and approval process could be negatively affected, resulting in mispriced or misclassified loans or incorrect approvals or denials of loans. If these errors were to occur, we may be obligated to repurchase the affected loans, marketplace investors may try to rescind their affected purchases or investments or decide not to purchase or invest in loans in the future or borrowers may seek to revise the terms of their loans or reduce the use of our marketplace bank platform for loans.Additionally, we have entered, and may continue to enter, into credit support agreements where we may be obligated to make payments to certain marketplace investors if the losses on their loan portfolios exceed certain agreed-upon thresholds. If we are unable to accurately predict and manage losses, credit losses may exceed these agreed-upon thresholds and we may be obligated to make payments to these marketplace investors, which could negatively impact our results of operations.Further, the use of these models, algorithms and artificial intelligence for determining loan grades and corresponding interest rates may also heighten the risk of legal or regulatory scrutiny. We may be required to alter our models for compliance purposes, which could impact the interest rates offered to borrowers, the risk-adjusted returns offered to investors, result in higher losses or otherwise impact our results of operations.If collection efforts on loans are ineffective or unsuccessful, the return on investment for investors in those loans would be adversely affected and investors may not find investing through our marketplace bank platform desirable.Many of our loan products, including all of our personal loans, are unsecured obligations of borrowers, and they are not secured by any collateral. None of the loans facilitated on our platform are guaranteed or insured by any third party or backed by any governmental authority in any way. We are the loan servicer for all loans supporting our Structured Program transactions and we are the loan servicer for most, though not all, loans sold as whole loans. The ability to collect on the loans is dependent on the borrowerâ€™s continuing financial stability and willingness to make loan payments, and consequently, collections can be adversely affected by a number of factors, including job loss, divorce, death, illness, bankruptcy or the economic and/or social factors referenced above in the risk factor â€œA decline in social and economic conditions may adversely affect our customers, which may negatively impact our business and results of operations.â€ Furthermore, the application of various federal and state laws, including federal and state bankruptcy and insolvency laws, may limit the amount that can be recovered on these loans. Accordingly, we and our designated third-party servicers and collection agencies are limited in our ability to collect loans.In addition, most marketplace investors depend on us or our third-party servicers and collection agencies to pursue collection on delinquent borrower loans. Collections are remitted to marketplace investors only to the extent we receive payments on the corresponding loans. If we, or third parties on our behalf, cannot adequately perform collection services on

the loans, the marketplace investor will not be entitled to any remittances under the terms of 35LENDINGCLUB CORPORATIONthe investment. Further, if collection action must be taken in respect of a loan, we or the collection agency may charge a collection fee on any amounts that are obtained (excluding litigation). These fees will correspondingly reduce the amounts of any payments received by an investor. Similarly, the returns to investors may be impacted by declines in market rates for sales of charged-off loans to third-party purchasers. Ultimately, if delinquencies impair our ability to offer competitive risk-adjusted returns for marketplace investors, they may seek alternative investments and our business may suffer.In addition, if we experience a significant increase in the number of charged-off loans we will be unable to collect our servicing fee for such loans and our revenue could be adversely affected.Further, we use internet-based processes to obtain application information and distribute certain legally required notices to applicants and borrowers of our loans and to obtain electronically signed loan documents. These processes may result in greater risks than paper-based loan originations, including risks regarding the sufficiency of notice for consumer protection laws, risks that borrowers may challenge the authenticity of loan documents or the validity of the borrowerâ€™s electronic signature on loan documents and risks that unauthorized changes are made to electronic loan documents. Any of these factors could cause our loans or certain terms of our loans to be unenforceable against a borrower or impair our ability to service the loans, which could adversely affect the value of our loans and our business, financial condition and results of operations.Credit and other information that we receive from borrowers or third parties about a borrower may be inaccurate or may not accurately reflect the borrowerâ€™s creditworthiness, which may cause us to inaccurately price loans made through our marketplace bank platform.Our ability to review and select qualified borrowers depends on obtaining borrower credit information from consumer reporting agencies, such as TransUnion, Experian or Equifax, and other third parties. We assign loan grades to loan requests based on our credit decisioning and scoring models that take into account reported credit score, other information reported by the consumer reporting agencies and the requested loan amount, in addition to a variety of other factors. A credit score or loan grade assigned to a borrower may not reflect that borrowerâ€™s actual creditworthiness because the credit score or loan grade may be based on outdated, incomplete or inaccurate data, including consumer reporting data, and we do not verify the information obtained from a borrowerâ€™s credit report.Additionally, there is a risk that, following the date of the credit report or other third-party data that we obtain and review, a borrower may have:â€¢become delinquent in the payment of an outstanding obligation;â€¢defaulted on a pre-existing debt obligation;â€¢taken on additional debt; orâ€¢sustained other adverse financial events.In addition, borrowers supply a variety of information, including information that is included in the loan listings on our marketplace bank platform, and this information may be inaccurate or incomplete. To verify a borrowerâ€™s identity, income or employment, our verification process and teams connect to various data sources, directly or through third-party service providers, contact the human resources department of the borrowerâ€™s stated employer, or request pay stubs. However, we often do not verify a borrowerâ€™s stated income, tenure, job title, home ownership status or intention for the use of loan proceeds.The factors above may result in loans being issued to otherwise non-qualified borrowers and/or impact our ability to effectively segment borrowers into relative risk profiles, each of which may impair our ability to offer competitive risk-adjusted returns for investors, which may cause investors to seek alternative investments from ours and our business may suffer. Additionally, if borrowers default on loans that are not priced correctly because the information provided by the borrowers or third parties is inaccurate, investors may try to rescind their affected investments in these loans or the loans may not perform as expected and our reputation may be harmed.36LENDINGCLUB CORPORATIONRISKS RELATED TO OUR INDUSTRYSubstantial and increasing competition in our industry may harm our business.The financial services and banking industry is increasingly competitive. We compete with financial products and companies that attract borrowers, investors or both, as described in â€œItemÂ 1. Business â€“ Competition.â€Many of our competitors have significantly greater financial resources and may have access to less expensive capital than we do, and may offer a broader range of products, services or features, assume a greater level of risk, have lower operating or financing costs, or have different profitability expectations than us. Certain competitors may be able to offer lower rates to borrowers than we are able to offer and/or structure their products in a manner that is more attractive to potential customers. Additionally, some of our competitors may also be subject to less burdensome licensing and other regulatory requirements.If we do not offer, price and develop attractive products and services for our customers, we may not be able to compete effectively against our competitors and our business and results of operations may be materially harmed. Additionally, competition may drive us to take actions that we might otherwise avoid, such as lowering interest rates or fees on loans or raising interest rates on deposits, and that may adversely affect our business and results of operations.We could be adversely affected by the soundness of other financial institutions.Financial services institutions are interrelated as a result of trading, clearing, counterparty or other relationships. We have exposure to many different industries and counterparties, and routinely execute transactions with counterparties in the financial services industry, including commercial banks, brokers and dealers, investment banks and other institutional clients. Many of these transactions expose us to credit risk in the event of a default by a counterparty or client. In addition, our credit risk may be exacerbated when our collateral cannot be foreclosed upon or is liquidated at prices not sufficient to recover the full amount of the credit or derivative exposure due. Any such losses could adversely affect our business, financial condition and results of operations.In addition, events or perceptions with respect to liquidity, defaults and other markers of stability, performance and/or strength within the financial services industry have, and may in the future, lead to market-wide liquidity concerns, erosion of confidence in the banking system, the closure of financial services institutions and other adverse consequences. For example, in 2023, Silicon Valley Bank, Signature Bank, and First Republic Bank each failed shortly after substantial reductions in their deposit bases over the course of a few days/weeks. Any such events or perceptions may make our members reluctant to use our products and services or could adversely affect our business, financial condition and results of operations. Further, increases in our FDIC insurance premiums in connection with bank failures, or other events, may adversely affect our results of operations and financial condition.RISKS RELATED TO PERSONNEL AND THIRD PARTIESIf we fail to attract and retain our highly skilled employees needed to support our business, we may not be able to achieve our anticipated level of growth and our business could suffer.We believe our success depends on the efforts and talents of our employees, including software engineers, financial, banking, credit and risk personnel, and marketing professionals. Our future success depends on our continued ability to attract, develop, motivate and retain highly qualified and skilled employees. Competition for highly skilled technical and financial personnel, particularly in the San Francisco Bay Area, is extremely intense. Building and maintaining a positive culture and work environment that reinforces our values is also critical to attracting and retaining employees.37LENDINGCLUB CORPORATIONWe have previously experienced a high attrition rate from employees and while attrition rates have materially reduced recently, they may again become elevated. We periodically make adjustments to our compensation levels and structures as our business and the competitive market for talent evolves. Further, many of the companies with which we compete for experienced employees have greater resources than we have and may be able to offer more attractive terms of employment. While we strive to create a fulfilling workplace with competitive compensation, certain existing and prospective employees may find our workplace and/or compensation levels and structures to be unattractive, which may adversely impact our business by compromising our ability to retain and recruit an appropriately skilled workforce. Additionally, changes in U.S. immigration policy may make it difficult to renew or obtain visas for certain highly skilled employees that we have hired or are recruiting.In addition to attracting and retaining highly skilled employees in general, our future performance depends, in part, on our ability to attract and retain key personnel, including our executive officers, senior management team and other key personnel, all of whom would be difficult to replace. The loss of the services of our executive officers, members of our senior management team or key employees and functions, and the process to replace and/or rebuild any of them, involve significant time and expense and distraction that may significantly delay or prevent the achievement of our business objectives or impair our operations or results.Misconduct and errors by our employees, contractors and third-party service providers could harm our business and reputation.We are exposed to many types of operational risk, including the risk of misconduct and errors by our employees and other third-party service providers. Our business depends on our employees, contractors and third-party service providers to facilitate the operation of our business and process a large number of increasingly complex transactions, and if any of our employees, contractors or third-party service providers provide unsatisfactory service or take, convert or misuse funds, documents or data (including customer and/or internal documents or data), make an error, or fail to follow protocol when interacting with customers, we could lose customers, harm our reputation, be liable for damages, be subject to repurchase obligations and be subject to complaints, regulatory actions and penalties.While we have internal procedures and oversight functions to protect us against these risks, we could also be perceived to have facilitated or participated in the illegal misappropriation of funds, documents or data, or the failure to follow protocol, and therefore be subject to civil or criminal liability.Additionally, our use of third-party vendors is subject to increasingly demanding regulatory requirements and attention by our regulators. Regulations require us to perform due diligence of, perform ongoing monitoring of and exercise certain controls over our third-party vendors and other ongoing third-party business relationships. We expect that our regulators will hold us responsible for deficiencies in our oversight and control of our third-party relationships and in the performance of the parties with which we have these relationships. Any of these occurrences could result in our diminished ability to operate our business, potential liability to customers, inability to attract future customers, reputational damage, regulatory intervention, enforcement action and financial harm, which could negatively impact our business, financial condition and results of operations.Our growth depends in part on the success of our strategic relationships with third parties.In order to grow our business and effectuate our business strategy, we anticipate that we will depend in part on our ability to develop and expand our strategic relationship with third parties to offer additional products and services on our platform. Identifying suitable partners, and negotiating and documenting relationships with them, requires significant time and resources. In some cases, we also compete directly with our partnersâ€™ product offerings, and if these partners cease their strategic relationship with us it could result in fewer product and service offerings on our platform, which may impede our ability to execute on our business strategy. Further, if we are unsuccessful in establishing or 38LENDINGCLUB CORPORATIONmaintaining our relationships with third parties, or realizing the anticipated benefits from such partnerships, our ability to compete and to grow our revenue could be impaired and our operating results may suffer.A disruption or failure in services provided by third parties could materially and adversely affect our business.We increasingly rely on third parties to provide and/or assist with certain critical aspects of our business, including: (i)Â customer support, (ii)Â collections, (iii)Â loan origination, (iv)Â data verification, (v) record keeping and (vi)Â cloud computing. These third parties may be subject to cybersecurity incidents, privacy breaches, service disruptions and/or financial, legal, regulatory, labor or operational issues; any of which may result in the third party providing inadequate service levels to us or our customers. In addition, these third parties may breach their agreements with us and/or refuse to continue or renew these agreements on commercially reasonable terms. If any third party provides inadequate service levels or fails to provide services at all, we may face business disruptions, customer dissatisfaction, reputational damage and/or financial and legal exposure; any of which may harm our business.Our controls and procedures may be inadequate, fail or be circumvented and our business, operating results andfinancial condition may be adversely affected.We are required to maintain effective controls and procedures, including internal controls over our operations, financial reporting, disclosure controls and procedures, compliance monitoring and corporate governance policies and procedures. Designing and implementing effective controls and procedures is a continuous effort that requires us to anticipate and react to changes in our business, industry and the economic and regulatory environment and to expend significant resources to maintain a system of controls that is adequate to satisfy our public company and bank regulatory obligations.If we are unable to establish and maintain appropriate controls and procedures, or if our employees, contractors or third-party service providers fail to abide by or circumvent such controls and procedures, it could cause us to fail to meet our regulatory or financial reporting obligations, cause us to fail to timely detect errors, result in misstatements or omissions in our consolidated financial statements, harm our operating results and financial condition or otherwise adversely affect our business operations. We could also become subject to investigations by the NYSE, the SEC or our banking regulators, which could require additional financial and management resources.RISKS RELATED TO DATA, INTELLECTUAL PROPERTY AND PRIVACYSecurity incidents, system failures, bugs in our system, and similar disruptions could impair our operations, compromise the confidential information of our borrowers and our investors, damage our reputation, and harm our business and financial performance.We believe the technology platform that powers our marketplace bank enables us to deliver solutions to customers and provides a significant time and cost advantage over traditional banks. The satisfactory performance, reliability and availability of our technology and underlying network infrastructure are critical to our operations, customer service and reputation. Like all information systems and technology, our systems may contain or develop material errors, failures, vulnerabilities or bugs, particularly when new features or capabilities are released, and may be subject to computer viruses or other malicious code, break-ins, phishing impersonation attacks, attempts to overload our servers with denial-of-service or other attacks, ransomware and similar incidents or disruptions from unauthorized use of our computer systems, as well as unintentional incidents causing data leakage, any of which could lead to interruptions, delays or make it difficult or impossible for us to deliver a satisfactory experience to our customers. Our failure to maintain satisfactory performance, reliability and availability of our technology and underlying network infrastructure may impair our ability to attract new customers and retain existing customers, which could have a material adverse effect on our business.Our business involves the collection, storage, processing and transmission of customersâ€™ personal information, including their financial information. The highly automated nature of our marketplace bank, our reliance on digital technologies and the types and amount of data collected, stored and processed on our systems make us an attractive 39LENDINGCLUB CORPORATIONtarget and subject to cyber-attacks, computer viruses, ransomware, physical or electronic break-ins and similar disruptions. While we have taken steps to protect confidential information that we collect, create, or have access to, our security measures or those of our third-party vendors and business partners are subject to breach. Unauthorized access to our proprietary business information or customer data may be obtained through, among other things, break-ins, sabotage, computer malware, viruses, social engineering, ransomware attacks, hacking into the systems or facilities of us or our partners, vendors, or customers, exposing and exploiting design flaws in our software, or other misconduct, including by state-sponsored and other sophisticated organizations. Such incidents have become more prevalent in recent years and may target our systems or facilities or those of our partners, vendors, or customers. For example, outside parties have attempted to fraudulently induce employees, vendors, customers, and others to disclose sensitive or confidential information in order to gain access to our systems. Our security measures could also be compromised by our personnel, theft or errors, or be insufficient to prevent exploitation of security vulnerabilities in software or systems on which we rely.Cyber-attacks have occurred on our systems in the past and may occur on our systems in the future. Although in 2024 we did not suffer material costs or disruption to our business from any such incident, unauthorized access to our marketplace bank and servicing systems can result in confidential borrower and investor information being stolen and potentially used for criminal purposes. Breaches of our security measures could negatively impact our relationships with customers, lead to interruptions or delays or make it difficult or impossible for us to deliver a satisfactory experience to our customers and expose us to liability related to the loss of the information, time-consuming expensive litigation and negative publicity. Moreover, any future security breach may also result in the theft of our intellectual property, proprietary data, or trade secrets, which could have a material adverse impact on our reputation, business operations and financial performance.We also may be required to notify regulators, affected individuals and/or stockholders about any actual or perceived data breach involving personal information or material cybersecurity incident within strict time periods. This notice may be difficult to provide in a timely fashion for many reasons, including due to the complexity of gathering, verifying and analyzing relevant information. Furthermore, disclosures regarding a security breach may be costly to implement and often lead to widespread negative publicity, which may cause customers to lose confidence in the effectiveness of our data security measures. Any security breach, whether actual or perceived, would harm our reputation, we could lose borrowers, investors and ecosystem partners and our business and operations could be adversely affected. Because there are many different cybercrime and hacking techniques and such techniques continue to evolve, we may be unable to anticipate attempted security breaches, react in a timely manner or implement adequate preventative measures. Cyber-attacks may take advantage of weaknesses in third-party technology or standards of which we are unaware or that we do not control and may not be recognized until long after they have been launched. Certain efforts may be state-sponsored or from other sophisticated organizations, and supported by significant financial and technological resources, making them even more difficult to detect. Efforts to prevent hackers from disrupting our services or otherwise accessing our systems are expensive to develop, implement, and maintain. Such efforts require ongoing monitoring and updating as technologies change and efforts to overcome security measures become more sophisticated and may limit the functionality of, or otherwise adversely impact, our service offerings and systems.The systems we rely upon also remain vulnerable to damage or interruption from a number of other factors, including the failure of our network or software systems, natural disasters, terrorism, telecommunication failures, human error, third-party error, other-man made problems, and similar events or disruptions. Any interruptions or delays in our technology systems or service, whether accidental or willful, could harm our relationships with our customers and our reputation. Additionally, in the event of damage or interruption, our insurance policies may not adequately compensate us for any losses that we may incur. Our disaster recovery plan has not been tested under actual disaster conditions, and we may not have sufficient capacity to recover all data and services in the event of

an outage. These factors could prevent us from processing or posting payments on loans, impact our bank operations, damage our brand and reputation, divert our employeesâ€™ attention, reduce our revenue, subject us to liability and 40LENDINGCLUB CORPORATIONcause customers to abandon our marketplace bank platform, any of which could adversely affect our business, financial condition and results of operations.Cyber-attacks suffered by third parties upon which we rely could negatively affect our business.We rely on third-party service providers to provide critical services that help us deliver our solutions and operate our business. These providers may store or otherwise process the same sensitive, proprietary, and confidential information that we handle. For example, in certain circumstances we utilize third-party vendors, including cloud applications and services, to facilitate the servicing of customer accounts. Under these arrangements, third-party vendors require access to certain customer data for the purpose of servicing the accounts. These service providers may not have adequate security measures and could experience a security incident that compromises the confidentiality, integrity, or availability of the systems they operate for us or the information they process on our behalf. Such occurrences could adversely affect our business to the same degree as if we had experienced these occurrences directly, and we may not have recourse to the responsible third-party service providers for the resulting liability we incur.We also utilize certain information provided by third parties to facilitate the marketing, distribution, servicing and collection of loans. A cyber-attack suffered by a third party that provides data to us could impact our ability to market, distribute, service or collect for borrowers or investors. For example, Equifax announced a significant cyber breach that impacted millions of consumers. We utilize certain information from Equifax to allow us to market our products through pre-screened offers to qualified borrowers. If a consumer elects to â€œfreezeâ€ their credit data, we would not be able to access their information to make these pre-screened offers. Further, as a result of the release of personal information from a third-party platform, we could experience an increase in fraudulent loan applications or investor accounts. Under our policies, we reimburse investors for any loan obtained as a result of a verified identity fraud and any increase in identity theft could result in increased reimbursement costs.The collection, processing, storage, use, and disclosure of personal information could give rise to liabilities as a result of governmental regulation, conflicting legal requirements or differing views of personal privacy rights.We receive, transmit, store and process a large volume of personal information and other user data. There are federal, state and foreign laws regarding privacy and the storing, sharing, use, disclosure, protection and other processing of personal information and other user data. Specifically, personal information is increasingly subject to legislation and regulations in numerous U.S. and international jurisdictions, the intent of which is to protect the privacy of personal information that is collected, processed and transmitted in or from the governing jurisdiction.Governments, regulators, the plaintiffsâ€™ bar, privacy advocates and customers have increased their focus on how companies collect, process, use, store, share and transmit personal information. This regulatory framework for privacy issues worldwide is evolving and is likely to continue to evolve for the foreseeable future, which creates uncertainty. For example, in California, the California Consumer Privacy Act (CCPA) became effective on JanuaryÂ 1, 2020 and was modified by the California Privacy Rights Act (CPRA) on JanuaryÂ 1, 2023. The CCPA and CPRA, among other things, gives California residents expanded rights to access and delete their personal information, opt out of certain personal information sharing, and receive detailed information about how certain personal information is used and shared. The CCPA provides for civil penalties for violations, as well as a private right of action for certain data breaches, which is expected to increase the volume, cost and success of class action data breach litigation. The CPRA also established the California Privacy Protection Agency to implement and enforce the CCPA and CPRA, as well as to impose administrative fines. The full impact of this law and its corresponding regulations, future enforcement activity and potential liability is unknown. Some observers have noted that the CCPA could mark the beginning of a trend toward more stringent privacy legislation in the U.S., and multiple states have enacted or proposed similar laws. There is also discussion in Congress of new comprehensive federal data protection and privacy laws which we likely would be subject to if enacted. Additionally, the CFPB recently issued a final rule to implement Section 1033 of the Dodd-Frank Act (the Open Banking Rule) on â€œopen bankingâ€ and protection of personal financial data rights that would give consumers certain rights regarding the use and transfer of their personal financial data.41LENDINGCLUB CORPORATIONWe cannot yet predict the full impact of the CCPA, CPRA, Open Banking Rule or any other proposed or enacted state, U.S. or international data privacy legislation on our business or operations, but such laws may require us to modify our data processing practices and policies and to incur substantial costs and expenses in an effort to comply. We could also be adversely affected if other legislation or regulations are expanded to require changes in business practices or privacy policies, or if governing jurisdictions interpret or implement their legislation or regulations in ways that negatively affect our business, financial condition and results of operations. Any actual or perceived failure to comply with data privacy laws or regulations, or related contractual or other obligations, or any perceived privacy rights violation, could lead to investigations, claims, and proceedings by governmental entities and private parties, damages for contract breach, and other significant costs, penalties, and other liabilities, as well as harm to our reputation and market position.We post on our website our privacy policies and practices concerning the collection, use, disclosure and processing of personal information. We also obtain consent from our borrowers to share personal information under certain conditions. We are subject to the terms of our privacy policies, privacy-related disclosures, and contractual and other privacy-related obligations to our customers and other third parties. Our failure, real or perceived, to comply with applicable privacy policies or federal, state or foreign laws and regulations or any compromise of security that results in the unauthorized release of personal information or other user data could damage our reputation, discourage potential borrowers or investors from using our marketplace bank or result in fines or proceedings brought against us, our issuing banks or other third parties by governmental agencies, borrowers, investors or other third parties, one or all of which could materially adversely affect our business, financial condition and results of operations. In addition to laws, regulations and other applicable common law rules regarding privacy, privacy advocacy groups, industry groups or other private parties may propose new and different privacy standards. We could also be subject to liability for the inappropriate use of information made available by us. Because the interpretation and application of privacy and data protection laws and privacy standards are still uncertain, it is possible that these laws or privacy standards may be interpreted and applied in a manner that is inconsistent with our practices. Any inability to adequately address privacy concerns, even if unfounded, or to comply with applicable privacy or data protection laws, regulations and privacy standards, could result in additional cost and liability for us, damage our reputation, inhibit use of our marketplace bank and harm our business.Any failure to protect our own intellectual property rights could impair our brand, or subject us to claims for alleged infringement by third parties, which could harm our business.We rely on a combination of copyright, trade secret, trademark, patent and other rights, as well as confidentiality procedures and contractual provisions to protect our proprietary technology, underwriting and credit decisioning data, processes and other intellectual property. However, the steps we take to protect our intellectual property rights may be inadequate. Third parties may seek to challenge, invalidate or circumvent our copyright, trade secret, trademark, patent and other rights or applications for any of the foregoing. Further, as our business continues to expand we may increase our dependence on third parties to provide additional products and services. Third parties who are contractually obligated to protect our intellectual property may be the target of data breaches or may breach their obligations and disseminate, misappropriate or otherwise misuse our proprietary technology, underwriting and data, processes and other intellectual property. Additionally, our competitors, as well as a number of other entities and individuals, may own or claim to own intellectual property relating to our industry. From time to time, third parties may claim that we are infringing on their intellectual property rights, and we may be found to be infringing on such rights. We may, however, be unaware of the intellectual property rights that others may claim cover some or all of our technology or services.In order to protect our intellectual property rights, we may be required to spend significant resources. Litigation brought to protect and enforce our intellectual property rights could be costly, time-consuming and distracting to management and could result in the impairment or loss of intellectual property. In addition, any claims or litigation could cause us to incur significant expenses and, if successfully asserted against us, could require that we pay substantial damages or ongoing royalty payments, prevent us from offering our products or operating our platform 42LENDINGCLUB CORPORATIONor require that we comply with other unfavorable terms. Our failure to secure, protect and enforce our intellectual property rights could seriously adversely affect our brand and adversely impact our business.The development and use of artificial intelligence presents risks and challenges that could adversely impact our business, financial condition and results of operations. We, or our third-party service providers, may develop or incorporate artificial intelligence (AI) technology in certain business processes, products or services. The development and use of AI presents a number of risks and challenges. The legal and regulatory environment relating to AI is uncertain and rapidly evolving, which could require changes in our potential use and implementation of AI technology, limit our ability to integrate AI and increase our compliance costs and the risk of non-compliance. For example, the use of machine learning and AI can implicate potential fair lending issues, which may raise concerns for regulators or consumer advocacy groups. Additionally, we may integrate AI into our operations, technology, products and services in the future. AI models may produce output or take action that is incorrect, infringe on the intellectual property rights of others or is otherwise harmful. In addition, the complexity of AI models may make it challenging to understand why they generate particular outputs. There can be no assurance that any products or services that utilize AI will be successful or that we will keep pace with the rapid evolution of AI. Further, while we have policies governing the use of AI by our employees, contractors and third-party service providers, we cannot guarantee that they will follow such policies when using AI or that such policies will protect us from potential liability relating to our adoption or use of AI technologies. Additionally, others may use AI to increase the frequency and severity of cybersecurity attacks against us or our third-party service providers, which could adversely impact our business and results of operations.Some aspects of our platform include open-source software, and any failure to comply with the terms of one or more of these open-source licenses could negatively affect our business.Aspects of our platform include software covered by open-source licenses, which may include, by way of example, GNU General Public License and the Apache License. Open-source license terms are often ambiguous, and there is little or no legal precedent governing the interpretation of many of the terms of certain of these licenses. Therefore, the potential impact of such terms on our business is somewhat unknown. If portions of our proprietary software are determined to be subject to an open-source license, we could be required to publicly release and grant royalty-free licenses under the affected portions of our proprietary source code, re-engineer all or a portion of our technologies or otherwise be limited in the licensing of our technologies, each of which could reduce or eliminate the value of our technologies and products. There can be no assurance that efforts we take to monitor the use of open-source software to avoid uses in a manner that would require us to disclose or grant licenses under our proprietary source code will be successful, and such use could inadvertently occur. This could harm our intellectual property position and have a material adverse effect on our business, results of operations, cash flow, and financial condition. In addition to risks related to license requirements, usage of open-source software can lead to greater risks than use of third-party commercial software, as open-source licensors generally do not provide warranties or controls on the origin of the software. Many of the risks associated with use of open-source software cannot be eliminated, and could adversely affect our business.RISKS RELATED TO TAX AND ACCOUNTINGChanges in tax laws and our ability to use our deferred tax assets to offset future taxable income could have a material adverse effect on our business, financial condition and results of operations.We are subject to taxes in the United States under federal, state and local jurisdictions in which we operate. The governing tax laws and applicable tax rates vary by jurisdiction and are subject to interpretation and changes. We may be subject to examination by the tax authorities and such authorities may disagree with our tax positions, which could adversely affect our financial condition. 43LENDINGCLUB CORPORATIONFurther, the amount of tax payable in a given financial statement period may be impacted by sudden or unforeseen changes in tax laws, changes in the mix and level of earnings by taxing jurisdictions, or changes to existing accounting rules or regulations. For example, the Tax Cuts and Jobs Act (the Tax Act) enacted on DecemberÂ 22, 2017, made broad and complex changes to the U.S. tax code and the Tax Actâ€™s reduction of the federal corporate income tax rate from 35% to 21%, effective January 1, 2018, has reduced our deferred tax asset associated with net operating loss carryforwards (NOLs). A lack of future taxable income would also adversely impact our ability to utilize our NOLs. In addition, under Section 382 of the Internal Revenue Code of 1986 (Internal Revenue Code), as amended, a corporation that undergoes an â€œownership changeâ€ is subject to limitations on its ability to utilize its NOLs to offset future taxable income. Future changes in our stock ownership, as well as other changes that may be outside of our control, could result in additional ownership changes under Section 382 of the Internal Revenue Code, as amended. Our NOLs may also be impaired under similar provisions of state law. Further, additional changes to federal or state tax laws or technical guidance relating to the Tax Act that would further reduce the corporate tax rate could operate to effectively reduce or eliminate the value of any deferred tax asset. Our tax attributes as of December 31, 2024 may expire unutilized or underutilized, which could prevent us from offsetting future taxable income.We assess the available positive and negative evidence to estimate if sufficient future taxable income will be generated to utilize certain deferred tax assets. On the basis of this evaluation, a valuation allowance has been recorded to recognize only deferred tax assets that are more likely than not to be realized.Our ability to accurately forecast net income (loss) is in part a function of our ability to use our NOLs and, more generally, forecast our tax liability. Fluctuations in our tax obligations may differ materially from amounts recorded in our financial statements and could adversely affect our business, financial condition and results of operations in the periods for which such determination is made.We have incurred net losses in the past and may incur net losses in the future.Although we were profitable for the years ended DecemberÂ 31, 2024 and 2023, and expect to remain profitable for the year ending DecemberÂ 31, 2025, we have incurred net losses in the past. Our operating expenses may continue to be elevated as we resolve regulatory investigations and examinations, enhance our compliance and technology systems, continue the growth of our business, attract customers and partners, and further enhance and develop our products and services. These efforts may prove more expensive than we currently anticipate, and we may not succeed in increasing our revenue sufficiently to offset these higher expenses. We may incur additional losses in the future and may not maintain profitability on a quarterly or annual basis.If accounting standards change or if our estimates or assumptions relating to our critical accounting policies prove to be incorrect, our results of operations and financial condition could be adversely affected.Our financial statements are subject to the application of accounting principles generally accepted in the United States of America (GAAP). The application of GAAP is also subject to varying interpretations over time. We are required to adopt new or revised accounting standards or comply with revised interpretations that are issued from time to time by various parties, including accounting standard setters and those who interpret the standards, such as the FASB, the SEC, and bank regulatory authorities. Those changes are beyond our control but could adversely affect our results of operations and financial condition. See â€œPartÂ II â€“ ItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ NoteÂ 1. Summary of Significant Accounting Policies â€“ Adoption of New Accounting Standardsâ€ below for information on new financial accounting standards issued by the FASB. Additionally, the preparation of our financial statements in conformity with GAAP requires estimates and assumptions that affect the amounts reported and disclosed in our financial statements. While we base our estimates and assumptions on historical experience and other assumptions that we believe to be reasonable under the circumstances, our results of operations may be adversely affected if our assumptions change or if actual circumstances differ from those in our assumptions.44LENDINGCLUB CORPORATIONRISKS RELATED TO OWNERSHIP OF OUR COMMON STOCKOur stock price has been and may continue to be volatile.Our stock price has exhibited substantial volatility. Our stock price may continue to fluctuate in response to a number of events and factors, such as quarterly operating results; changes in our financial projections provided to the public or our failure to meet those projections; changes in the credit performance of our loans; the publicâ€™s reaction to our press releases, other public announcements and filings with the SEC; progress and resolution with respect to litigation and regulatory inquiries; our operation of LCÂ Bank; significant transactions or acquisitions; new features, products or services offered by us or our competitors; changes in financial estimates and recommendations by securities analysts; media coverage of our business and financial performance; the operating and stock price performance of, or other developments involving, other companies that stockholders may deem comparable to us; trends in our industry; any significant change in our management; and general economic conditions.In addition, the stock market in general, and the market prices for companies in our industry, have experienced volatility. These broad market and industry fluctuations may adversely affect the price of our stock, regardless of our operating performance. Price volatility over a given period may cause the price of any repurchase of our own stock to exceed the stockâ€™s price at a given point in time. Volatility in our stock price also impacts the value of our equity compensation, which affects our ability to recruit and retain employees. In addition, some companies that have experienced volatility in the market price of their stock, including us, have been subject to securities class action litigation. We have been the target of this type of litigation and may continue to be a target in the future. Securities litigation against us could result in substantial costs and divert our managementâ€™s attention from other business concerns, which could harm our business.Further, our stock could be the target of short sellers who may seek to drive down the price of shares they have sold short by disseminating negative reports or information about the Company. Such negative publicity may lead to additional public scrutiny or may cause further volatility in our stock price, a decline in the value of a stockholderâ€™s investment in us or reputational harm.Any stock price decline could have a material adverse impact on stockholder confidence and employee retention.If securities or industry analysts do not publish research or reports about our business, or publish inaccurate or unfavorable research reports about our business, our stock price and trading volume could decline.Research and reports that securities or industry analysts publish about the Company or our business may be consumed by equity

investors and influence their opinion of our business and/or investment in our common stock. For example, if one or more of the analysts who cover us downgrades our stock, our stock price may decline. Additionally, if one or more of these analysts cease coverage of the Company or fail to regularly publish reports on us, we could lose visibility in the financial markets, which could cause our stock price or trading volume to decline.Future issuances and/or sales of common stock may result in significant dilution to our stockholders and may place downward pressure on our stock price.We may issue additional equity securities to raise capital, support acquisitions, or for a variety of other purposes. We also utilize equity-based compensation as an important tool in recruiting and retaining employees and other service providers. Additional issuances of our stock may be made pursuant to the exercise or vesting of stock options or restricted stock units, respectively. Dilution to existing holders of our common stock from equity-based compensation and other additional issuances could be substantial and may place downward pressure on our stock price.45LENDINGCLUB CORPORATIONOur quarterly results may fluctuate significantly and may not fully reflect the longer-term underlying performance of our business.Our operating and financial results have varied on a quarterly basis during our operating history and may continue to fluctuate significantly. These fluctuations may be due to a variety of factors, some of which are outside of our control and may not fully reflect the underlying performance of our business. Factors that may cause fluctuations in our quarterly financial results include our ability to attract and retain new customers, seasonality in our business, the costs associated with and outcomes of legal and regulatory matters, volatility related to fraud and credit performance, the timing of capital markets transactions, variability in the valuation of loans held on our balance sheet, changes in business or macroeconomic conditions and a variety of other factors, including as a result of the risks set forth in this â€œRisk Factorsâ€ section. Fluctuation in quarterly results and how we perform relative to guidance may adversely affect the price of our common stock.Anti-takeover provisions in our charter documents and Delaware law may delay or prevent an acquisition of our company.Our eighth amended and restated Certificate of Incorporation (Certificate of Incorporation), and our amended and restated Bylaws (Bylaws) contain provisions that can have the effect of delaying or preventing a change in control of us or changes in our management. The provisions, among other things:â€¢establish a classified board of directors so that not all members of our board of directors are elected at one time;â€¢permit only our board of directors to establish the number of directors and fill vacancies on the board;â€¢provide that directors may only be removed â€œfor causeâ€ and only with the approval of two-thirds of our stockholders;â€¢require two-thirds of all outstanding shares of our capital stock vote to amend some provisions in our Certificate of Incorporation and Bylaws;â€¢authorize the issuance of â€œblank checkâ€ preferred stock that our board of directors could use to implement a stockholder rights plan (also known as a â€œpoison pillâ€);â€¢eliminate the ability of our stockholders to call special meetings of stockholders;â€¢prohibit stockholder action by written consent, which requires that all stockholder actions must be taken at a stockholder meeting;â€¢do not provide for cumulative voting; andâ€¢establish advance notice requirements for nominations for election to our board of directors or for proposing matters that can be acted upon by stockholders at annual stockholder meetings.These provisions, alone or together, could delay or prevent hostile takeovers and changes in control or changes in our management. In addition to these provisions, banking laws impose notice, approval, and ongoing regulatory requirements on any stockholder or other party that seeks to acquire direct or indirect â€œcontrolâ€ of an FDIC-insured depository institution and bank holding company. These laws include the BHCA and the Change in Bank Control Act. These laws could delay or prevent an acquisition. See â€œItem 1. Business â€” Regulation and Supervision â€” Acquisition of a Significant Interest in the Companyâ€ for additional information. We do not intend to pay dividends for the foreseeable future.We currently intend to retain any future earnings to finance the operation and expansion of our business, and we do not expect to declare or pay any dividends in the foreseeable future. As a result, a stockholder may only receive a return on their investment in our common stock if the trading price of our common stock increases.Also, as a bank holding company, our ability to pay dividends is affected by the policies and enforcement powers of the FRB and any future payment of dividends will depend on LCÂ Bankâ€™s ability to make distributions and payments to the Company as our principal source of funds to pay such dividends. LCÂ Bank is also subject to various legal, 46LENDINGCLUB CORPORATIONregulatory and other restrictions on its ability to make distributions and payments to the Company. In addition, in the future, we may enter into borrowing or other contractual arrangements that restrict our ability to pay dividends. As a consequence of these various limitations and restrictions, we may not be able to pay dividends on our common stock. See â€œItem 1. Business â€” Regulation and Supervision â€” Regulatory Limits on Dividends and Distributionsâ€ for additional information. ItemÂ 1B. Unresolved Staff CommentsNone.ItemÂ 1C. CybersecurityCybersecurity represents a critical component of our overall approach to risk management. Accordingly, cybersecurity risks are subject to oversight by the Companyâ€™s Board of Directors (the Board), primary responsibility for which has been delegated by the Board to its Operational Risk Committee (the Board Operational Risk Committee).Our cybersecurity policies, processes and practices are informed by the cybersecurity framework established by the National Institute of Standards and Technology. We are able to leverage a cross-functional team that includes senior personnel from our technology, operations, legal, risk management and internal audit functions as and when warranted by the particular cybersecurity matter. In managing cybersecurity risks, we strive to: (i)Â identify, prevent and mitigate cybersecurity threats; (ii)Â preserve the confidentiality, security and availability of proprietary or confidential information; (iii)Â protect the Companyâ€™s intellectual property; (iv)Â maintain the confidence of our members, marketplace investors and business partners; and (v)Â provide appropriate and required disclosure of cybersecurity risks and incidents.Risk Management and StrategyOur processes for assessing, identifying, and managing material risks from cybersecurity threats are fully integrated into our enterprise risk management (ERM) program and include the following areas of focus: â€¢Systems Safeguards: Preventing and mitigating cybersecurity threats, including through the use of firewalls, intrusion prevention and detection systems, anti-malware software, access controls and other system safeguards.â€¢Incident Response: Identifying and responding to cybersecurity incidents in accordance with our information security incident response plan.â€¢Collaboration: Collaborating internally and with public and private entities, including intelligence and enforcement agencies, industry groups and third-party service providers, to identify, assess and respond to cybersecurity risks.â€¢Third-Party Risk Management: Maintaining a comprehensive, risk-based approach to identifying and overseeing cybersecurity risks presented by third parties, including vendors, service providers and other external users of our systems.â€¢Training: Reinforcing our information security policies, processes and practices through periodic mandatory training for Company personnel.â€¢Governance: Designing a comprehensive framework for the oversight of cybersecurity risk, with regular interaction between the Board Operational Risk Committee and the Companyâ€™s ERM function, our Chief Information Security Officer (CISO) and members of Company management and relevant management committees, including the Companyâ€™s Management Operational Risk Committee (the Management Operational Risk Committee).A key part of our strategy for managing risks from cybersecurity threats is the assessment and testing of our processes and practices through auditing, assessments, tabletop exercises, threat modeling, vulnerability scanning 47LENDINGCLUB CORPORATIONand other exercises focused on evaluating the effectiveness of our cybersecurity measures. We engage third parties to perform assessments on our cybersecurity measures, including information security penetration tests, audits and independent reviews of our information security control environment and operating effectiveness. The results of such assessments, audits and reviews are reported to the Board Operational Risk Committee and are used to adjust our cybersecurity policies, standards, processes and practices, as necessary.GovernanceThe Board Operational Risk Committee oversees the management of risks from cybersecurity threats, including policies, processes and practices implemented by Company management to address such risks. The Board Operational Risk Committee receives presentations and reports on cybersecurity risks and information regarding any cybersecurity incident that meets established reporting thresholds, as well as ongoing updates until such incident has been addressed. At least once each year, the Board Operational Risk Committee discusses the Companyâ€™s approach to cybersecurity risk management with our CISO. Further, the Board periodically, as warranted, receives reports with respect to and engages in discussions with Company management on cybersecurity matters.Our CISO is principally responsible for overseeing our cybersecurity risk management program, in partnership with other senior personnel across the Company. Our CISO works in coordination with the other members of the Companyâ€™s Management Operational Risk Committee, which includes our Chief Executive Officer, Chief Financial Officer, Chief Technology Officer, Chief Risk Officer and General Counsel. Our CISO has served in that role for over 5 years and in various roles in information technology and information security for over 20Â years. Our CISO holds an undergraduate degree in computer information systems and has attained the professional certification of Certified Information Systems Security Professional. The other members of the Management Operational Risk Committee each have relevant qualifications and over 10Â years of experience managing risk in the technology and/or financial services industry.Our CISO, in coordination with the Management Operational Risk Committee, works collaboratively across the Company to implement a program designed to protect our information systems from cybersecurity threats and to promptly respond to any cybersecurity incidents. To facilitate the success of this program, cross-functional teams are deployed to address cybersecurity threats and to respond to cybersecurity incidents in accordance with our information security incident response plan. Our CISO, through his team and use of accompanying technology, monitors the prevention, detection, mitigation and remediation of cybersecurity incidents, and report such incidents to the Management Operational Risk Committee and/or the Board Operational Risk Committee, as and when appropriate. In 2024, we did not identify any cybersecurity threats that have materially affected or are reasonably likely to materially affect our business strategy, results of operations, or financial condition. However, we cannot eliminate all risks from cybersecurity threats or provide assurances that we have not experienced undetected cybersecurity incidents of a material nature. For additional information about the risks from cybersecurity threats, see â€œItem 1A. Risk Factorsâ€ in this Annual Report.ItemÂ 2. PropertiesOur corporate headquarters are located in San Francisco, California and consist of approximately 115,000 square feet of office space under a lease that expires in 2026. In addition to our headquarters, we lease office space in other parts of the United States, including in the Salt Lake City, Utah area, expiring in 2029, as well as in Boston, Massachusetts and New York, New York, both expiring in 2028. These leases total approximately 140,000 square feet. With the exception of New York, we have renewal options to extend the terms of all of our leases. We believe our current leased properties are adequate for our immediate business needs. For more information regarding our leases, see â€œPartÂ II â€” ItemÂ 8. Financial Statements and Supplementary Data â€” Notes to Consolidated Financial Statements â€” NoteÂ 18. Leasesâ€ of this Annual Report.48LENDINGCLUB CORPORATIONItemÂ 3. Legal ProceedingsThe information set forth under â€œPartÂ II â€” ItemÂ 8. Financial Statements and Supplementary Data â€” Notes to Consolidated Financial Statements â€” Note 19. Commitments and Contingenciesâ€ of this Annual Report is incorporated herein by reference.ItemÂ 4. Mine Safety DisclosuresNot applicable.49LENDINGCLUB CORPORATIONPART IIItemÂ 5. Market for Registrantâ€™s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity SecuritiesMarket Information for Common StockLendingClubâ€™s common stock is listed on the New York Stock Exchange (NYSE) under the ticker symbol â€œLC.â€Holders of RecordAs of JanuaryÂ 31, 2025, there were 33Â holders of record of LendingClubâ€™s common stock. Because many of LendingClubâ€™s shares of common stock are held by brokers and other institutions on behalf of stockholders, the Company is unable to estimate the total number of stockholders represented by these record holders.Dividend PolicyLendingClub has not paid cash or other dividends since its inception and does not anticipate paying cash or other dividends in the foreseeable future. Further, see â€œPart I â€” Item 1. Business â€” Regulation and Supervision â€” Regulatory Limits on Dividends and Distributionsâ€ and â€œItemÂ 8. Financial Statements and Supplementary Data â€” Notes to Consolidated Financial Statements â€” Note 20. Regulatory Requirementsâ€ for a summary of certain rules and regulations that limit the ability of the Company or LCÂ Bank to pay dividends.Sales of Unregistered SecuritiesNone.Issuer Purchases of Equity SecuritiesNone.50LENDINGCLUB CORPORATIONPerformance GraphThis performance graph shall not be deemed â€œsoliciting materialâ€ or to be â€œfiledâ€ with the SEC for purposes of SectionÂ 18 of the Exchange Act, or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of LendingClub under the Securities Act, or the Exchange Act.The following graph and table compare the cumulative total return to stockholders of LendingClubâ€™s common stock relative to the cumulative total returns of the KBW Nasdaq Bank Index and StandardÂ & Poorâ€™s 500 Index. An investment of $100 (with reinvestment of all dividends, when applicable) is assumed to have been made in LendingClubâ€™s common stock and in each index at market close on DecemberÂ 31, 2019 and its relative performance is tracked through DecemberÂ 31, 2024. The returns shown are based on historical results and are not intended to suggest future performance. December 31, 2019December 31, 2020December 31, 2021December 30, 2022December 29, 2023December 31, 2024LendingClub Corporation$100Â $83.68Â $191.60Â $69.73Â $69.26Â $128.29Â KBW Nasdaq Bank Index$100Â $86.37Â $116.64Â $88.96Â $84.70Â $112.45Â Standard & Poorâ€™s 500 Index$100Â $116.26Â $147.52Â $118.84Â $147.64Â $182.05Â 51LENDINGCLUB CORPORATIONItemÂ 6. [Reserved]52LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)ItemÂ 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsThe following discussion and analysis of our financial condition and results of operations should be read in conjunction with the consolidated financial statements and related notes that appear in this Annual Report. In addition to historical consolidated financial information, the following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. Factors that could cause or contribute to these differences include those discussed below and in this Annual Report, particularly in â€œPartÂ I â€” ItemÂ 1A. Risk Factors.â€ The forward-looking statements included in this Report are made only as of the date hereof and we do not assume any obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.Overview LendingClub operates a leading, nationally chartered, digital marketplace bank that aims to advantage our members with the information, tools, and guidance needed to achieve their own version of financial success. We do this through a smart, simple, and rewarding digital experience that leverages data and technology to increase access to credit, lower borrowing costs, and improve returns on savings.Executive SummaryThe following results for the year ended DecemberÂ 31, 2024, compared to the same period in 2023, reflect growth in our Balance Sheet as well as an increase in net income.â€¢Loan originations: Loan originations decreased $0.2Â billion, or 3%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily driven by a decrease in unsecured personal loan origination volume.â—¦Loan originations held for investment (HFI) at amortized cost decreased $0.4Â billion, or 21%, for the year ended DecemberÂ 31, 2024 compared to the prior year.â—¦Loan originations HFI at amortized cost as a percentage of loan originations was 24% and 29% for the years ended December 31, 2024 and 2023, respectively. The percentage of loan originations HFI in any period is dependent on many factors, including quarterly loan origination volume, risk-adjusted returns, liquidity and general regulatory capital considerations. â€¢Total net revenue: Total net revenue decreased $77.6 million, or 9.0%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023.â—¦Marketplace revenue: Marketplace revenue decreased $48.7 million, or 17%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in servicing fees due to lower loan balances serviced for others as well as a $7.7 million servicing asset write-off related to a loan portfolio purchase in the third quarter of 2024 of loans that we previously originated and sold. In addition, the decrease was also driven by an increased loss in net fair value adjustments due to the increase in the origination volume of marketplace loans, partially offset by higher loan sales prices. â—¦Net interest income: Net interest income decreased $27.8Â million, or 5%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily driven by lower interest income due to a lower average balance of loans retained as HFI in the current period. In addition, the decrease was also driven by an increase in interest expense associated with growth in interest-bearing deposits and an increase in interest rates. This was partially offset by higher interest income due to a higher average balance of securities retained associated with our Structured Certificates and a higher average balance of loans held for sale (HFS).53LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)â—¦Net interest margin: Net interest margin for the year ended DecemberÂ 31, 2024 was 5.6%, decreasing from 7.0% in the prior year.â€¢Provision for credit losses: Provision for credit losses decreased $65.3Â million, or 27%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily driven by a decrease in the initial provision for credit losses from a lower volume of originated loans retained as HFI at amortized cost. In addition, the provision for credit losses in 2023 included a higher quantitative and qualitative allowance as a result of an increase in expected losses and a less favorable economic outlook. The year over year decrease was partially offset by the impact of a $8.0 million provision in our Commercial Real Estate (CRE) portfolio due to one legacy office loan, which was recognized in 2024. Excluding this one office loan, the CRE office loan portfolio balance was under $35 million as of DecemberÂ 31, 2024.â€¢Total non-interest expense: Total non-interest expense decreased $22.8, or 4%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in headcount as a result of the workforce reduction plans we implemented in 2023.â€¢Net income: Net income increased $12.4Â million, or 32%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023.â€¢Diluted earnings per share (Diluted EPS): Diluted EPS was $0.45 for the year ended DecemberÂ 31, 2024, compared to $0.36 in the prior year. â€¢Pre-provision net revenue (PPNR): PPNR for the year ended DecemberÂ 31, 2024 decreased $54.8Â million, or 18%, compared to the same period in 2023.â€¢Total assets: Total assets as of DecemberÂ 31, 2024 increased $1.8Â billion, or 20%, compared to the prior year, primarily reflecting growth in securities related to our Structured Certificates program and

loans held for investment at fair value, including the purchase of a $1.3Â billion outstanding principal balance loan portfolio during the third quarter of 2024. This portfolio consisted of loans that we previously originated and sold. This increase was partially offset by a decrease in loans retained as HFI.â€¢Deposits: Total deposits as of DecemberÂ 31, 2024 increased $1.7Â billion, or 24%, compared to the same period in 2023, primarily reflecting growth in our high-yield savings and certificates of deposit. Federal Deposit Insurance Corporation (FDIC)-insured deposits represent approximately 87% of total deposits as of DecemberÂ 31, 2024.The above summary should be read in conjunction with this Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations in its entirety. For additional discussion related to our operating segments, see â€œSegment Information.â€Financial HighlightsWe regularly review several metrics to evaluate our business, measure our performance, identify trends, formulate financial projections and make strategic decisions. The following presents our select financial metrics for the periods presented:54LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)As Of and For The Year Ended December 31,202420232022Non-interest income$252,970Â $302,781Â $712,391Â Net interest income534,041Â 561,838Â 474,825Â Total net revenue787,011Â 864,619Â 1,187,216Â Non-interest expense543,678Â 566,437Â 766,853Â Pre-provision net revenue (1)243,333Â 298,182Â 420,363Â Provision for credit losses178,267Â 243,565Â 267,326Â Income before income tax (expense) benefit65,066Â 54,617Â 153,037Â Income tax (expense) benefit(13,736)(15,678)136,648Â Net income$51,330Â $38,939Â $289,685Â Income tax benefit from release of tax valuation allowanceâ€”Â â€”Â 143,495Â Net income excluding income tax benefit (1)(2)$51,330Â $38,939Â $146,190Â Basic EPS â€“ common stockholders$0.46Â $0.36Â $2.80Â Diluted EPS â€“ common stockholders$0.45Â $0.36Â $2.79Â Diluted EPS excluding income tax benefit (1)(2)$0.45Â $0.36Â $1.41Â LendingClub Corporation Performance Metrics:Net interest margin5.6Â %7.0Â %8.2Â %Efficiency ratio (3)69.1Â %65.5Â %64.6Â %Return on average equity (ROE)4.0Â %3.2Â %28.4Â %Return on tangible common equity (ROTCE) (1)4.3Â %3.5Â %31.3Â %Return on average total assets (ROA)0.5Â %0.5Â %4.7Â %Marketing as a % of loan originations1.4Â %1.3Â %1.5Â %LendingClub Corporation Capital Metrics:Common equity tier 1 capital ratio17.3Â %17.9Â %15.8Â %Tier 1 leverage ratio11.0Â %12.9Â %14.1Â %Book value per common share$11.83Â $11.34Â $10.93Â Tangible book value per common share (1)$11.09Â $10.54Â $10.06Â Loan Originations (in millions) (4):Marketplace loans$5,482Â $5,253Â $9,389Â Loan originations held for investment1,735Â 2,184Â 3,731Â Total loan originations$7,218Â $7,437Â $13,121Â Loan originations held for investment as a % of total loan originations24Â %29Â %28Â %Servicing Portfolio AUM (in millions) (5):Total servicing portfolio$12,371Â $14,122Â $16,157Â Loans serviced for others$7,207Â $9,336Â $10,819Â (1)Â Â Â Â Represents a non-GAAP financial measure. See â€œNon-GAAP Financial Measuresâ€ for additional information.(2)Â Â Â Â The year ended DecemberÂ 31, 2022 excludes an income tax benefit of $143.5Â million due to the release of our deferred tax asset valuation allowance.(3)Â Â Â Â Calculated as the ratio of non-interest expense to total net revenue.(4)Â Â Â Â Includes unsecured personal loans and auto loans only.(5)Â Â Â Â Assets under management (AUM) reflects loans serviced on our platform, which includes outstanding balances of unsecured personal loans, auto refinance loans and education and patient finance loans serviced for others and retained by the Company.55LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)As of DecemberÂ 31,20242023Balance Sheet Data:Securities available for sale$3,452,648Â $1,620,262Â Loans held for sale at fair value$636,352Â $407,773Â Loans and leases held for investment at amortized cost$4,125,818Â $4,850,302Â Gross allowance for loan and lease losses (1)$(285,686)$(355,773)Recovery asset value (2)$48,952Â $45,386Â Allowance for loan and lease losses$(236,734)$(310,387)Loans and leases held for investment at amortized cost, net$3,889,084Â $4,539,915Â Loans held for investment at fair value (3) (4)$1,027,798Â $272,678Â Total loans and leases held for investment (3)(4)$4,916,882Â $4,812,593Â Total assets$10,630,509Â $8,827,463Â Total deposits$9,068,237Â $7,333,486Â Total liabilities$9,288,778Â $7,575,641Â Total equity$1,341,731Â $1,251,822Â Allowance Ratios (5):ALLL to total loans and leases held for investment at amortized cost5.7Â %6.4Â %ALLL to commercial loans and leases held for investment at amortized cost3.9Â %1.8Â %ALLL to consumer loans and leases held for investment at amortized cost6.1Â %7.2Â %Gross ALLL to consumer loans and leases held for investment at amortized cost7.5Â %8.3Â %Net charge-offs$249,083Â $261,035Â Net charge-off ratio (6)5.8Â %4.9Â %(1)Â Â Â Â Represents the allowance for future estimated net charge-offs on existing portfolio balances.(2)Â Â Â Â Represents the negative allowance for expected recoveries of amounts previously charged-off.(3)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.(4)Â Â Â Â The balance at DecemberÂ 31, 2024 includes a loan portfolio that was purchased with a $1.3Â billion outstanding principal balance during the third quarter of 2024. This portfolio consisted of loans which we previously originated and sold.(5)Â Â Â Â Calculated as ALLL or gross ALLL, where applicable, to the corresponding portfolio segment balance of loans and leases held for investment at amortized cost.(6)Â Â Â Â Calculated as annualized net charge-offs divided by average outstanding loans and leases HFI at amortized cost, net, during the period.Results of OperationsThis section of this Form 10-K generally discusses 2024 and 2023 items and year-over-year comparisons between 2024 and 2023. For discussion related to 2022 items and year-over-year comparisons between 2023 and 2022, see â€œPartÂ II â€“ ItemÂ 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ in the Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023.56LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)The following table sets forth the Income Statement data for each of the periods presented:Year Ended December 31,2024202320222024 vs. 2023Change (%)2023 vs. 2022Change (%)Non-interest income:Marketplace revenue$242,791Â $291,484Â $683,626Â (17)%(57)%Other non-interest income10,179Â 11,297Â 28,765Â (10)%(61)%Total non-interest income252,970Â 302,781Â 712,391Â (16)%(57)%Interest income:Interest on loans held for sale92,442Â 35,655Â 26,183Â 159Â %36Â %Interest and fees on loans and leases held for investment494,214Â 616,735Â 465,450Â (20)%33Â %Interest on loans held for investment at fair value (1)77,034Â 74,088Â 31,012Â 4Â %139Â %Interest on securities available for sale187,961Â 40,235Â 16,116Â 367Â %150Â %Other interest income56,307Â 65,917Â 18,579Â (15)%255Â %Total interest income907,958Â 832,630Â 557,340Â 9Â %49Â %Interest expense:Interest on deposits369,219Â 265,556Â 60,451Â 39Â %339Â %Other interest expense (1)4,698Â 5,236Â 22,064Â (10)%(76)%Total interest expense373,917Â 270,792Â 82,515Â 38Â %228Â %Net interest income534,041Â 561,838Â 474,825Â (5)%18Â %Total net revenue787,011Â 864,619Â 1,187,216Â (9)%(27)%Provision for credit losses178,267Â 243,565Â 267,326Â (27)%(9)%Non-interest expense:Compensation and benefits232,158Â 261,948Â 339,397Â (11)%(23)%Marketing100,402Â 93,840Â 197,747Â 7Â %(53)%Equipment and software51,194Â 53,485Â 49,198Â (4)%9Â %Depreciation and amortization58,834Â 47,195Â 43,831Â 25Â %8Â %Professional services32,045Â 35,173Â 50,516Â (9)%(30)%Occupancy15,798Â 17,532Â 21,977Â (10)%(20)%Other non-interest expense53,247Â 57,264Â 64,187Â (7)%(11)%Total non-interest expense543,678Â 566,437Â 766,853Â (4)%(26)%Income before income tax (expense) benefit 65,066Â 54,617Â 153,037Â 19Â %(64)%Income tax (expense) benefit(13,736)(15,678)136,648Â (12)%(111)%Net income$51,330Â $38,939Â $289,685Â 32Â %(87)%(1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.57LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Marketplace RevenueMarketplace revenue consists of the following:Year Ended December 31,20242023Change ($)Change (%)Origination fees$283,420Â $279,146Â $4,274Â 2Â %Servicing fees64,933Â 98,613Â (33,680)(34)%Gain on sales of loans49,097Â 47,839Â 1,258Â 3Â %Net fair value adjustments(154,659)(134,114)(20,545)(15)%Total marketplace revenue$242,791Â $291,484Â $(48,693)(17)%Year Ended December 31,20232022Change ($)Change (%)Origination fees$279,146Â $499,179Â $(220,033)(44)%Servicing fees98,613Â 80,609Â 18,004Â 22Â %Gain on sales of loans47,839Â 95,335Â (47,496)(50)%Net fair value adjustments(134,114)8,503Â (142,617)N/MTotal marketplace revenue$291,484Â $683,626Â $(392,142)(57)%We elected to account for HFS loans under the fair value option. With the election of the fair value option, origination fees, net fair value adjustments prior to sale of the loans, and servicing asset gains on the sales of the loans, are reported as separate components within â€œMarketplace revenue.â€Origination FeesOrigination fees recorded as a component of marketplace revenue are primarily fees earned related to originating and issuing unsecured personal loans that are HFS. The following table presents loan origination volume during each of the periods set forth below:Year Ended December 31,2024202320222024 vs. 2023Change (%)2023 vs. 2022Change (%)Marketplace loans$5,482,339Â $5,252,668Â $9,389,445Â 4Â %(44)%Loan originations held for investment1,735,409Â 2,184,095Â 3,731,057Â (21)%(41)%Total loan originations (1)$7,217,748Â $7,436,763Â $13,120,502Â (3)%(43)%(1)Â Â Â Â Includes unsecured personal loans and auto loans only.Origination fees were $283.4Â million and $279.1Â million for the years ended DecemberÂ 31, 2024 and 2023, respectively, an increase of 2%. The increase was primarily due to the increase in the origination volume of marketplace loans. Servicing FeesWe receive servicing fees to compensate us for servicing loans on behalf of investors, including managing payments from borrowers, collections and payments to those investors. Servicing fee revenue related to loans sold also includes the change in fair value of servicing assets associated with the loans. 58LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)The tables below illustrate AUM serviced on our platform by the method in which the loans were financed as of the periods presented. Loans sold and subsequently serviced on behalf of the investor represent a key driver of our servicing fee revenue.As of December 31,20242023Change ($)Change (%)AUM (in millions):Loans sold$7,207Â $9,336Â $(2,129)(23)%Loans held by LendingClub Bank5,164Â 4,786Â 378Â 8Â %Total$12,371Â $14,122Â $(1,751)(12)%As of December 31,20232022Change ($)Change (%)AUM (in millions):Loans sold$9,336Â $10,819Â $(1,483)(14)%Loans held by LendingClub Bank4,786Â 5,338Â (552)(10)%Total$14,122Â $16,157Â $(2,035)(13)%In addition to the loans serviced on our marketplace platform, we serviced $102.0Â million, $133.2Â millionÂ and $167.0Â million in outstanding principal balance of commercial loans sold as of DecemberÂ 31, 2024, 2023 and 2022, respectively.Servicing fees were $64.9Â million and $98.6Â million for the years ended DecemberÂ 31, 2024 and 2023, respectively, a decrease of 34%. The decrease was primarily due to a decrease in loan balances serviced for others as well as a $7.7Â million servicing asset write-off related to the loan portfolio purchase during the third quarter of 2024 of loans that we previously originated and sold. In addition, the decrease was also driven by a one-time benefit related to recouping volume-based purchase incentives during the third quarter of 2023 as well as an increase in the fair value of the servicing asset based on higher expected servicing fee revenue in 2023.Gain on Sales of LoansIn connection with loan sales, we recognize a gain or loss on the sale of loans based on the level to which the contractual servicing fee is above or below an estimated market rate of servicing at the time of sale. Additionally, we recognize transaction costs, if any, as a loss on sale of loans.The following tables present the unpaid principal balance of the volume of marketplace loans sold, which is a key driver of our gain on sales revenue, during each of the periods set forth below:Year Ended December 31,2024202320222024 vs. 2023Change (%)2023 vs. 2022Change (%)Marketplace loans sold (1)$4,716,173Â $4,749,411Â $9,034,583Â (1)%(47)%(1)Â Â Â Â Includes unsecured personal loans and auto loans only.Gain on sales of loans was $49.1Â million and $47.8Â million for the years ended DecemberÂ 31, 2024 and 2023, respectively, an increase of 3%. The increase was primarily due to a decrease in the volume of loans sold with credit support agreements compared to the prior year.Net Fair Value AdjustmentsWe record fair value adjustments on loans that are recorded at fair value, which include gains or losses from sale prices in excess of or less than the loan principal amount sold and realized net charge-offs. In addition, as loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in â€œNet fair value 59LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)adjustmentsâ€ within â€œMarketplace revenue,â€ whereas the associated interest income is recorded within â€œNet interest income.â€Net fair value adjustments were $(154.7)Â million and $(134.1)Â million for the years ended DecemberÂ 31, 2024 and 2023, respectively, an increased loss of $20.5Â million. The increased loss was primarily driven by the increase in the origination volume of marketplace loans. This was partially offset by higher loan sales prices compared to the prior year, resulting primarily from a decrease in interest rates.Net fair value adjustments primarily consist of fair value adjustments on our loans HFS portfolio. See â€œItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ NoteÂ 7. Fair Value Measurementsâ€ for additional information related to the significant unobservable inputs used in the fair value measurement of loans HFS and activity within the loans HFS portfolio.60LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Net Interest IncomeThe table below presents net interest income information corresponding to interest-earning assets and interest-bearing funding sources. The average yield/rate is calculated by dividing the period-end interest income/expense by the average balance.Year Ended December 31,202420232022AverageBalanceInterest Income/ExpenseAverage Yield/RateAverageBalanceInterest Income/ExpenseAverage Yield/RateAverageBalanceInterest Income/ExpenseAverage Yield/RateInterest-earning assets (1)Cash, cash equivalents, restricted cash and other$1,081,644Â $56,307Â 5.21Â %$1,293,047Â $65,917Â 5.10Â %$987,833Â $18,579Â 1.88Â %Securities available for sale at fair value2,707,049Â 187,961Â 6.94Â %652,047Â 40,235Â 6.17Â %370,277Â 16,116Â 4.35Â %Loans held for sale at fair value719,898Â 92,442Â 12.84Â %252,519Â 35,655Â 14.12Â %162,760Â 26,183Â 16.09Â %Loans and leases held for investment at amortized cost:Unsecured personal loans3,220,969Â 431,782Â 13.41Â %4,143,482Â 549,256Â 13.26Â %2,967,410Â 410,222Â 13.82Â %Commercial and other consumer loans (2)1,073,445Â 62,432Â 5.82Â %1,151,201Â 67,479Â 5.86Â %1,109,505Â 55,228Â 4.98Â %Loans and leases held for investment at amortized cost4,294,414Â 494,214Â 11.51Â %5,294,683Â 616,735Â 11.65Â %4,076,915Â 465,450Â 11.42Â %Loans held for investment at fair value (2)693,557Â 77,034Â 11.11Â %567,504Â 74,088Â 13.06Â %219,104Â 31,012Â 14.15Â %Total loans and leases held for investment (2)4,987,971Â 571,248Â 11.45Â %5,862,187Â 690,823Â 11.78Â %4,296,019Â 496,462Â 11.56Â %Total interest-earning assets9,496,562Â 907,958Â 9.56Â %8,059,800Â 832,630Â 10.33Â %5,816,889Â 557,340Â 9.58Â %Cash and due from banks and restricted cash51,732Â 70,653Â 72,764Â Allowance for loan and lease losses(247,458)(345,434)(234,532)Other noninterest-earning assets621,324Â 676,335Â 547,388Â Total assets$9,922,160Â $8,461,354Â $6,202,509Â Interest-bearing liabilitiesInterest-bearing deposits:Checking and money market accounts$1,012,164Â $35,143Â 3.47Â %$1,344,431Â $34,462Â 2.56Â %$2,205,691Â $16,464Â 0.75Â %Savings accounts and certificates of deposit6,923,221Â 334,076Â 4.83Â %5,345,734Â 231,094Â 4.32Â %2,123,037Â 43,987Â 2.07Â %Interest-bearing deposits7,935,385Â 369,219Â 4.65Â %6,690,165Â 265,556Â 3.97Â %4,328,728Â 60,451Â 1.40Â %Other interest-bearing liabilities (2)143,189Â 4,698Â 3.28Â %69,120Â 5,236Â 7.58Â %316,193Â 22,064Â 6.98Â %Total interest-bearing liabilities8,078,574Â 373,917Â 4.63Â %6,759,285Â 270,792Â 4.01Â %4,644,921Â 82,515Â 1.78Â %Noninterest-bearing deposits323,378Â 236,618Â 264,099Â Other liabilities228,270Â 261,401Â 274,209Â Total liabilities$8,630,222Â $7,257,304Â $5,183,229Â Total equity$1,291,938Â $1,204,050Â $1,019,280Â Total liabilities and equity$9,922,160Â $8,461,354Â $6,202,509Â 61LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Year Ended December 31,202420232022AverageBalanceInterest Income/ExpenseAverage Yield/RateAverageBalanceInterest Income/ExpenseAverage Yield/RateAverageBalanceInterest Income/ExpenseAverage Yield/RateInterest rate spread4.93Â %6.32Â %7.80Â %Net interest income and net interest margin$534,041Â 5.62Â %$561,838Â 6.97Â %$474,825Â 8.16Â %(1)Â Â Â Â Nonaccrual loans and any related income are included in their respective loan categories. (2)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation. An analysis of the year-over-year changes in the categories of interest revenue and interest expense resulting from changes in volume and rate is as follows:2024 Compared to 20232023 Compared to 2022Increase (Decrease) Due to Change in:Increase (Decrease) Due to Change in:Average Volume (1)Average Yield/Rate(1)TotalAverage Volume (1)Average Yield/Rate(1)TotalInterest-earning assetsCash, cash equivalents, restricted cash and other$(10,980)$1,370Â $(9,610)$7,243Â $40,095Â $47,338Â Securities available for sale at fair value142,079Â 5,647Â 147,726Â 15,571Â 8,548Â 24,119Â Loans held for sale at fair value60,295Â (3,508)56,787Â 12,994Â (3,522)9,472Â Loans and leases held for investment at amortized cost(115,197)(7,324)(122,521)155,258Â (3,973)151,285Â Loans held for investment at fair value (2)14,988Â (12,042)2,946Â 45,661Â (2,585)43,076Â Total increase (decrease) in interest income on interest-earning assets$91,185Â $(15,857)$75,328Â $236,727Â $38,563Â $275,290Â Interest-bearing liabilitiesChecking and money market accounts$(9,757)$10,438Â $681Â $(8,592)$26,590Â $17,998Â Savings accounts and certificates of deposit73,880Â 29,102Â 102,982Â 109,053Â 78,054Â 187,107Â Interest-bearing deposits64,123Â 39,540Â 103,663Â 100,461Â 104,644Â 205,105Â Other interest-bearing liabilities (2)3,532Â (4,070)(538)(18,572)1,744Â (16,828)Total increase in interest expense on interest-

bearing liabilities$67,655Â $35,470Â $103,125Â $81,889Â $106,388Â $188,277Â Increase (decrease) in net interest income$23,530Â $(51,327)$(27,797)$154,838Â $(67,825)$87,013Â (1) Â Â Â Â Volume and rate changes have been allocated on a consistent basis using the respective percentage changes in average balances and average rates.(2) Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.62LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Provision for Credit LossesThe allowance for loan and lease losses (ALLL) for lifetime expected losses under CECL on HFI loans and leases at amortized cost is initially recognized as â€œProvision for credit lossesâ€ at the time of origination. The ALLL is estimated using a discounted cash flow (DCF) approach, where effective interest rates are used to calculate the net present value (NPV) of expected cash flows. The effective interest rates are calculated based on the periodic interest income received from the loanâ€™s contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the loan term. The NPV from the DCF approach is then compared to the amortized cost basis of the loans and leases to derive expected credit losses. Under the DCF approach, the provision for credit losses in subsequent periods includes a credit loss expense related to the discounting effect due to the passage of time after the initial recognition of ALLL on originated HFI loans at amortized cost.The provision for credit losses includes the credit loss expense for HFI loans and leases at amortized cost, available for sale (AFS) securities and unfunded lending commitments. The table below illustrates the composition of the provision for credit losses for each period presented, as well as the loan originations held for investment in each period, which is a key driver for credit loss expense:Year Ended December 31,202420232022Credit loss expense for loans and leases held for investment$175,430Â $243,570Â $266,679Â Credit loss expense for securities available for sale3,527Â â€”Â â€”Â Credit loss expense (benefit) for unfunded lending commitments(690)(5)647Â Total provision for credit losses$178,267Â $243,565Â $267,326Â Loan originations held for investment$1,735,409Â $2,184,095Â $3,731,057Â The provision for credit losses was $178.3Â million and $243.6Â million for the years ended DecemberÂ 31, 2024 and 2023, respectively, a decrease of 27%. The decrease was primarily driven by a decrease in the initial provision for credit losses from a lower volume of originated loans retained as HFI at amortized cost. In addition, the provision for credit losses in 2023 included a higher quantitative and qualitative allowance as a result of an increase in expected losses and a less favorable economic outlook. The year over year decrease was partially offset by the impact of a $8.0 million provision in our CRE portfolio due to one legacy office loan, which was recognized in 2024. Excluding this one loan, the CRE office loan portfolio balance was under $35 million as of DecemberÂ 31, 2024. 63LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Allowance for Credit LossesThe activity in the allowance for credit losses (ACL) was as follows:Year Ended December 31,202420232022Allowance for loan and lease losses:Beginning of period$310,387Â $327,852Â $144,389Â Credit loss expense for loans and leases held for investment175,430Â 243,570Â 266,679Â Charge-offs(303,593)(281,107) (87,473)Recoveries54,510Â 20,072Â 4,257Â End of period$236,734Â $310,387Â $327,852Â Allowance for securities available for sale:Beginning of period$â€”Â $â€”Â $â€”Â Credit loss expense for securities available for sale3,527Â â€”Â â€”Â End of period$3,527Â $â€”Â $â€”Â Reserve for unfunded lending commitments:Beginning of period$1,873Â $1,878Â $1,231Â Credit loss expense (benefit) for unfunded lending commitments (690)(5)647Â End of period (1)$1,183Â $1,873Â $1,878Â (1)Â Â Â Â Relates to $105.0Â million, $78.1Â million and $138.0Â million of unfunded commitments as of DecemberÂ 31, 2024, 2023 and 2022, respectively.The following table presents the components of the allowance for loan and lease losses:Year Ended December 31,202420232022Gross allowance for loan and lease losses (1)$285,686Â $355,773Â $340,369Â Recovery asset value (2)(48,952)(45,386)(12,517)Allowance for loan and lease losses$236,734Â $310,387Â $327,852Â (1)Â Â Â Â Represents the allowance for future estimated net charge-offs on existing portfolio balances.(2)Â Â Â Â Represents a negative allowance for expected recoveries of amounts previously charged-off.Year Ended December 31,202420232022Total loans and leases held for investment$4,125,818Â $4,850,302Â $5,033,154Â Allowance for loan and lease losses$236,734Â $310,387Â $327,852Â Allowance ratio (1)5.7Â %6.4Â %6.5Â %Gross allowance for loan and lease losses$285,686Â $355,773Â $340,369Â Gross allowance ratio (1)6.9Â %7.3Â %6.8Â %(1)Â Â Â Â Calculated as ALLL or gross ALLL, where applicable, to total loans and leases held for investment at amortized cost.64LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Net Charge-OffsThe following table presents information regarding average loan and lease balances, net charge-offs and the ratio of net charge-offs to average outstanding loans and leases HFI at amortized cost, net, during the period:Year Ended December 31,202420232022Average loans and leases held for investment at amortized cost$4,294,414Â $5,294,683Â $4,076,915Â Net charge-offs249,083Â 261,035Â 83,216Â Net charge-off ratio5.8Â %4.9Â %2.0Â %NonaccrualLoans and leases are generally placed on nonaccrual status when contractually past due 90Â days or more, or earlier if management believes that the probability of collection does not warrant further accrual. Unsecured personal loans are generally charged-off no later than 120Â days past due. The following table presents nonaccrual loans and leases:As of December 31,20242023Nonaccrual loans and leases held for investment at amortized cost$72,304Â $44,382Â % of total loans and leases held for investment1.8Â %0.9Â %For additional information on the ACL and nonaccrual loans and leases, see â€œItemÂ 8. Financial Statements and Supplementary Data â€” Notes to Consolidated Financial Statements â€” NoteÂ 1. Summary of Significant Accounting Policiesâ€ and â€œNoteÂ 5. Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses.â€65LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Non-interest ExpenseNon-interest expense primarily consists of (i)Â compensation and benefits, which include salaries and wages, benefits and stock-based compensation expense, (ii)Â marketing, which includes costs attributable to borrower and deposit customer acquisition efforts and building general brand awareness, (iii)Â equipment and software, (iv)Â depreciation and amortization, (v) professional services, which primarily consist of consulting fees and (vi)Â occupancy, which includes rent expense and all other costs related to occupying our office spaces.Year Ended December 31,20242023Change ($)Change (%)Non-interest expense:Compensation and benefits$232,158Â $261,948Â $(29,790)(11)%Marketing100,402Â 93,840Â 6,562Â 7Â %Equipment and software51,194Â 53,485Â (2,291)(4)%Depreciation and amortization58,834Â 47,195Â 11,639Â 25Â %Professional services32,045Â 35,173Â (3,128)(9)%Occupancy15,798Â 17,532Â (1,734)(10)%Other non-interest expense53,247Â 57,264Â (4,017)(7)%Total non-interest expense$543,678Â $566,437Â $(22,759)(4)%Year Ended December 31,20232022Change ($)Change (%)Non-interest expense:Compensation and benefits$261,948Â $339,397Â $(77,449)(23)%Marketing93,840Â 197,747Â (103,907)(53)%Equipment and software53,485Â 49,198Â 4,287Â 9Â %Depreciation and amortization47,195Â 43,831Â 3,364Â 8Â %Professional services35,173Â 50,516Â (15,343)(30)%Occupancy17,532Â 21,977Â (4,445)(20)%Other non-interest expense57,264Â 64,187Â (6,923)(11)%Total non-interest expense$566,437Â $766,853Â $(200,416)(26)%Compensation and benefits expense decreased $29.8Â million, or 11%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in headcount as a result of the workforce reduction plans we implemented in 2023.Marketing expense increased $6.6Â million, or 7%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The increase was primarily due to an increase in variable marketing expenses based on higher origination volume of marketplace loans.Equipment and software expense decreased $2.3Â million, or 4%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in software license expense.Depreciation and amortization expense increased $11.6Â million, or 25%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The increase was primarily due to an increase in the amortization of internally-developed software as well as a $5.5 million impairment expense for internally-developed software recorded in 2024.Professional services expense decreased $3.1Â million, or 9%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in consulting fees.66LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Occupancy expense decreased $1.7Â million, or 10%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in rent expense.Other non-interest expense decreased $4.0Â million, or 7%, for the year ended DecemberÂ 31, 2024 compared to the same period in 2023. The decrease was primarily due to a decrease in miscellaneous operating expenses.Income TaxesFor the years ended DecemberÂ 31, 2024 and 2023, we recorded an income tax expense of $13.7 million and $15.7Â million, representing an effective tax rate of 21.1% and 28.7%, respectively. The effective tax rate for the year ended DecemberÂ 31, 2024 differs from the statutory rate due to the favorable impact of recurring tax credits and the unfavorable impact of the non-deductible portions of executive compensation and stock-based compensation. The decrease in effective tax rate for the year ended DecemberÂ 31, 2024 compared to the same period in 2023 was primarily due to a decrease in the unfavorable impact of the non-deductible portions of executive compensation and stock-based compensation. For the year ended DecemberÂ 31, 2022, we recorded an income tax benefit of $136.6Â million primarily due to the release of a $175.6Â million valuation allowance against our deferred tax assets, of which $143.5Â million was primarily based on our reassessment of the future realizability of our deferred tax assets. In 2022, we evaluated both positive and negative evidence when assessing the recoverability of our net deferred tax assets. Several factors were considered, which primarily included our business model transition and the resulting increase in profitability and the expectation of continued profitability. These factors resulted in the release of the majority of our valuation allowance against our deferred tax assets in 2022. As of DecemberÂ 31, 2024, we maintained a valuation allowance of $46.3Â million related to certain state net operating loss carryforwards (NOLs) and state tax credit carryforwards. The realization and timing of any remaining state NOLs and state tax credit carryforwards is uncertain and may expire before being utilized, based primarily on the allocation of taxable income constraints to the Parent and not related to the earnings of the Company. Changes to deferred tax asset valuation allowances and liabilities related to uncertain tax positions are recorded as current period income tax expense or benefit.Income taxes are recorded on a separate entity basis whereby each operating segment determines income tax expense or benefit as if it filed a separate tax return. Differences between separate entity and consolidated tax returns are eliminated upon consolidation.Segment InformationReportable SegmentsThe Company defines operating segments to be components of the Company for which discrete financial information is evaluated regularly by the Chief Operating Decision Maker (CODM) to allocate resources and evaluate financial performance. The measure of segment profit used by the CODM in this evaluation is net income. The CODM consists of the Companyâ€™s Chief Executive Officer and Chief Financial Officer. This information is reviewed according to the legal organizational structure of the Companyâ€™s operations with products and services presented separately for the parent bank holding company and its wholly-owned subsidiary, LCÂ Bank, which are both considered reportable segments. Income taxes are recorded on a separate entity basis whereby each operating segment determines income tax expense or benefit as if it filed a separate tax return. 67LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)LendingClub BankThe LCÂ Bank operating segment represents the national bank legal entity and reflects operating activities after its formation. This segment provides a full complement of financial products and solutions, including loans and deposits. It originates loans to individuals and businesses, retains loans for investment, sells loans to investors and manages relationships with deposit holders.LendingClub Corporation (Parent Only)The LendingClub Corporation (Parent only) operating segment represents the holding company legal entity and predominately reflects the operations of the Company prior to the formation of LC Bank. This activity includes, but is not limited to, servicing fee revenue on purchased servicing assets, and interest income and interest expense related to the Retail Program and Structured Program transactions entered into prior to LC Bankâ€™s formation. Financial information for the segments is presented in the following table: LendingClub BankLendingClub Corporation (Parent only)Total Reportable SegmentsYear ended2024202320222024202320222024202320222Non-interest income:Marketplace revenue$176,921Â $206,381Â $610,536Â $36,595Â $41,817Â $48,231Â $213,516Â $248,198Â $658,767Â Other non-interest income53,643Â 74,684Â 85,208Â 9,038Â 9,503Â 15,628Â 62,681Â 84,187Â 100,836Â Total non-interest income230,564Â 281,065Â 695,744Â 45,633Â 51,320Â 63,859Â 276,197Â 332,385Â 759,603Â Interest income:Interest income902,741Â 818,206Â 526,471Â 5,217Â 14,424Â 30,869Â 907,958Â 832,630Â 557,340Â Interest expense(373,219)(266,218)(60,954)(698)(4,574)(21,561)(373,917)(270,792)(82,515)Net interest income529,522Â 551,988Â 465,517Â 4,519Â 9,850Â 9,308Â 534,041Â 561,838Â 474,825Â Total net revenue760,086Â 833,053Â 1,161,261Â 50,152Â 61,170Â 73,167Â 810,238Â 894,223Â 1,234,428Â Provision for credit losses(178,267)(243,565)(267,326)â€”Â â€”Â â€”Â (178,267)(243,565)(267,326)Non-interest expense:Compensation and benefits(225,620)(255,428)(331,627)(6,538)(6,520)(7,770)(232,158)(261,948)(339,397)Marketing(100,400)(93,840)(197,559)(2)â€”Â (188)(100,402)(93,840)(197,747)Equipment and Software(51,068)(53,239)(49,004)(126)(246)(194)(51,194)(53,485)(49,198)Depreciation and Amortization(50,309)(30,216)(16,489)(8,525)(16,979)(27,342)(58,834)(47,195)(43,831)Professional Services(31,376)(33,963)(49,993)(669)(1,210)(523)(32,045)(35,173)(50,516)Occupancy(7,582)(7,980)(8,631)(8,216)(9,552)(13,346)(15,798)(17,532)(21,977)Other non-interest expense(54,963)(62,360)(71,001)(21,511)(24,508)(40,398)(76,474)(86,868)(111,399)Total non-interest expense(521,318)(537,026)(724,304)(45,587)(59,015)(89,761)(566,905)(596,041)(814,065)Income tax (expense) benefit (12,824)(17,881)(42,354)(912)2,203Â 125,954Â (13,736)(15,678)83,600Â Net income(1)$47,677Â $34,581Â $127,277Â $3,653Â $4,358Â $109,360Â $51,330Â $38,939Â $236,637Â Capital expenditures$54,302Â $59,509Â $69,481Â $â€”Â $â€”Â $54,302Â $59,509Â $69,481Â (1)Â Â Â Â Total net income from reportable segments reflects net income on a consolidated basis.68LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Year Ended December 31,202420232022Total net revenue â€” reportable segments$810,238Â $894,223Â $1,234,428Â Intercompany eliminations(23,227)(29,604)(47,212)Total net revenue â€” consolidated$787,011Â $864,619Â $1,187,216Â An analysis of the Companyâ€™s results of operations and material drivers and trends of the financial results of the segments presented above are consistent with those provided on a consolidated basis in â€œResults of Operations.â€Non-GAAP Financial MeasuresTo supplement our financial statements, which are prepared and presented in accordance with GAAP, we use the following non-GAAP financial measures: Pre-Provision Net Revenue (PPNR), Tangible Book Value (TBV) Per Common Share, Return on Tangible Common Equity (ROTCE), Net Income Excluding Income Tax Benefit and Diluted EPS Excluding Income Tax Benefit. Our non-GAAP financial measures do have limitations as analytical tools and you should not consider them in isolation or as a substitute for an analysis of our results under GAAP.We believe these non-GAAP financial measures provide management and investors with useful supplemental information about the financial performance of our business, enable comparison of financial results between periods where certain items may vary independent of business performance, and enable comparison of our financial results with other public companies.We believe PPNR, Net Income Excluding Income Tax Benefit and Diluted EPS Excluding Income Tax Benefit are important measures because they reflect the financial performance of our business operations. PPNR is a non-GAAP financial measure calculated by subtracting the provision for credit losses and income tax benefit/expense from net income. Net Income Excluding Income Tax Benefit adjusts for the release of a deferred tax asset valuation allowance in 2022. Diluted EPS Excluding Income Tax Benefit is a non-GAAP financial measure calculated by dividing Net Income Excluding Income Tax Benefit by the weighted-average diluted common shares outstanding. We believe TBV Per Common Share is an important measure used to evaluate the Companyâ€™s use of equity. TBV Per Common Share is a non-GAAP financial measure representing tangible common equity for the period (common equity reduced by goodwill and customer relationship intangible assets), divided by the ending number of common shares issued and outstanding.We believe ROTCE is an important measure because it reflects the Company's ability to generate income from its core assets. ROTCE is a non-GAAP financial measure calculated by dividing net income by the average tangible common equity for the applicable period.The following tables provide a reconciliation of PPNR to the nearest GAAP measure:For the year ended December 31,202420232022GAAP Net income$51,330Â $38,939Â $289,685Â Less: Provision for credit losses(178,267)(243,565)(267,326)Less: Income tax (expense) benefit(13,736)(15,678)136,648Â Pre-provision net revenue$243,333Â $298,182Â $420,363Â 69LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)For the year ended December 31,202420232022Non-interest income$252,970Â $302,781Â $712,391Â Net interest income534,041Â 561,838Â 474,825Â Total net revenue787,011Â 864,619Â 1,187,216Â Non-interest expense(543,678)(566,437)(766,853)Pre-provision net revenue243,333Â 298,182Â 420,363Â Provision for credit losses(178,267)(243,565)(267,326)Income before income tax (expense) benefit65,066Â 54,617Â 153,037Â Income tax (expense) benefit(13,736)(15,678)136,648Â GAAP Net income$51,330Â $38,939Â $289,685Â The following table provides a reconciliation of TBV Per Common Share to the nearest GAAP measure:As of December 31, 202420232022GAAP common equity$1,341,731Â $1,251,822Â $1,164,294Â Less: Goodwill(75,717)(75,717)(75,717)Less: Customer relationship intangible assets(8,586)(12,135)(16,334)Tangible common equity$1,257,428Â $1,163,970Â $1,072,243Â Book value per common shareGAAP common

equity$1,341,731Â $1,251,822Â $1,164,294Â Common shares issued and outstanding113,383,917Â 110,410,602Â 106,546,995Â Book value per common share$11.83Â $11.34Â $10.93Â Tangible book value per common shareTangible common equity$1,257,428Â $1,163,970Â $1,072,243Â Common shares issued and outstanding113,383,917Â 110,410,602Â 106,546,995Â Tangible book value per common share$11.09Â $10.54Â $10.06Â The following table provides a reconciliation of ROTCE to the nearest GAAP measure:As of and For The Year Ended December 31,202420232022Average GAAP common equity$1,291,938Â $1,204,050Â $1,019,280Â Less: Average goodwill(75,717)(75,717)(75,717)Less: Average customer relationship intangible assets(10,324)(14,198)(18,721)Average tangible common equity$1,205,897Â $1,114,135Â $924,842Â Return on average equityGAAP net income$51,330Â $38,939Â $289,685Â Average GAAP common equity1,291,938Â 1,204,050Â 1,019,280Â Return on average equity4.0Â %3.2Â %28.4Â %Return on tangible common equityGAAP net income$51,330Â $38,939Â $289,685Â Average tangible common equity1,205,897Â 1,114,135Â 924,842Â Return on tangible common equity4.3Â %3.5Â %31.3Â %70LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)The following table provides a reconciliation of Net Income Excluding Income Tax Benefit and Diluted EPS Excluding Income Tax Benefit to the nearest GAAP measures:As of and For The Year Ended December 31,202420232022GAAP Net income$51,330Â $38,939Â $289,685Â Income tax benefit from release of tax valuation allowanceâ€”Â â€”Â 143,495Â Net income excluding income tax benefit$51,330Â $38,939Â $146,190Â GAAP Diluted EPS â€“ common stockholders$0.45Â $0.36Â $2.79Â (A)Income tax benefit from release of tax valuation allowanceN/AN/A$143,495Â (B)Weighted-average common shares â€“ DilutedN/AN/A104,001,288Â (A/B)Diluted EPS impact of income tax benefitN/AN/A$1.38Â Diluted EPS excluding income tax benefit$0.45Â $0.36Â $1.41Â N/A â€“ Not applicableSupervision and Regulatory EnvironmentWe are subject to periodic exams, investigations, inquiries or requests, enforcement actions and other proceedings from federal and state regulatory and/or law enforcement agencies, including the federal banking regulators that directly regulate the Company and/or LCÂ Bank. Further, we are subject to claims, individual and class action lawsuits, and lawsuits alleging regulatory violations. Although historically the Company has generally resolved these matters in a manner that was not materially adverse to its financial results or business operations, no assurance can be given as to the timing, outcome or consequences of any of these matters in the future.We are subject to supervision, regulation, examination and enforcement by multiple federal banking regulatory bodies. Specifically, as a bank holding company, the Company is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the Board of Governors of the Federal Reserve System (FRB). Further, as a national bank, LCÂ Bank is subject to ongoing and comprehensive supervision, regulation, examination and enforcement by the Office of the Comptroller of the Currency (OCC). Accordingly, we have been and continue to invest in regulatory compliance and be subject to certain parameters, obligations and/or limitations set forth by the banking regulations and regulators with respect to the operation of our business.If we are found to not have complied with applicable laws, regulations or requirements, we could: (i)Â lose one or more of our licenses or authorizations, or be required to obtain a new license or authorization, (ii)Â become subject to a consent order or administrative enforcement action, (iii)Â face lawsuits (including class action lawsuits), sanctions, penalties, or other monetary losses due to judgments, orders, or settlements, (iv)Â be in breach of certain contracts, which may void or cancel such contracts, (v)Â decide or be compelled to modify or suspend certain of our business practices and/or (vi)Â be unable to execute on certain Company initiatives, which may have an adverse effect on our ability to operate and/or evolve our lending marketplace and other products and/or services; any of which may harm our business or financial results.See â€œPartÂ I â€“ ItemÂ 1. Business â€“ Regulation and Supervision,â€ â€œPartÂ I â€“ ItemÂ 1A. Risk Factors â€“ Risks Related to Regulation, Supervision and Compliance,â€ and â€œPartÂ I â€“ ItemÂ 1A. Risk Factors â€“ Risks Related to Operating Our Businessâ€ of this Annual Report for further discussion regarding our supervision and regulatory environment.71LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)Capital ManagementThe prudent management of capital is fundamental to the successful achievement of our business initiatives. We actively review capital through a process that continuously assesses and monitors the Companyâ€™s overall capital adequacy. Our objective is to maintain capital at an amount commensurate with our risk profile and risk tolerance objectives, and to meet both regulatory and market expectations. The formation of LCÂ Bank as a nationally chartered association and the organization of the Company as a bank holding company subjects us to various capital adequacy guidelines issued by the OCC and the FRB, including the requirement to maintain regulatory capital ratios in accordance with the Basel Committee on Banking Supervision standardized approach for U.S. banking organizations (BaselÂ III). As a BaselÂ III standardized approach institution, we selected the one-time election to opt-out of the requirements to include all the components of accumulated other comprehensive income included in common stockholderâ€™s equity. The minimum capital requirements under the BaselÂ III capital framework are: a Common Equity Tier 1 (CET1) risk-based capital ratio of 4.5%, a TierÂ 1 risk-based capital ratio of 6.0%, a total risk-based capital ratio of 8.0%, and a TierÂ 1 leverage ratio of 4.0%. Additionally, a capital conservation buffer of 2.5% must be maintained above the minimum risk-based capital requirements in order to avoid certain limitations on capital distributions, stock repurchases, and certain discretionary bonus payments. In addition to these guidelines, the banking regulators may require a banking organization to maintain capital at levels higher than the minimum ratios prescribed under the BaselÂ III capital framework. See â€œPart I â€“ Item 1. Business â€“ Regulation and Supervision â€“ Capital and Liquidity Requirements and Prompt Corrective Actionâ€ of this Annual Report for additional information regarding regulatory capital requirements.The following table presents the actual capital amounts and ratios of the Company and LC Bank as well as the regulatory minimum and â€œwell-capitalizedâ€ requirements (dollars in millions):December 31, 2024December 31, 2023Required Minimum (1)Well-Capitalized MinimumAmountRatioAmountRatioLendingClub Corporation:CET1 capital (2)$1,188.6Â 17.3Â %$1,090.2Â 17.9Â %7.0Â %N/ATier 1 capital$1,188.6Â 17.3Â %$1,090.2Â 17.9Â %8.5Â %6.0Â %Total capital$1,276.5Â 18.5Â %$1,169.2Â 19.2Â %10.5Â %10.0Â %Tier 1 leverage$1,188.6Â 11.0Â %$1,090.2Â 12.9Â %4.0Â %N/ARisk-weighted assets$6,887.1Â N/A$6,104.5Â N/AN/AN/AQuarterly adjusted average assets$10,814.0Â N/A$8,476.1Â N/AN/AN/ALendingClub Bank:CET1 capital (2)$1,101.4Â 16.1Â %$949.4Â 15.8Â %7.0Â %6.5Â %Tier 1 capital$1,101.4Â 16.1Â %$949.4Â 15.8Â %8.5Â %8.0Â %Total capital$1,188.5Â 17.4Â %$1,027.4Â 17.1Â %10.5Â %10.0Â %Tier 1 leverage$1,101.4Â 10.3Â %$949.4Â 11.4Â %4.0Â %5.0Â %Risk-weighted assets$6,823.1Â N/A$6,022.2Â N/AN/AN/AQuarterly adjusted average assets$10,696.7Â N/A$8,337.4Â N/AN/AN/AN/A â€“ Not applicable(1) Â Â Â Â Required minimums presented for risk-based capital ratios include the required capital conservation buffer of 2.5%.72LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)(2)Â Â Â Â CET1 capital consists of common stockholdersâ€™ equity as defined under U.S. GAAP and certain adjustments made in accordance with regulatory capital guidelines, including the addition of the CECL transitional benefit and deductions for goodwill and other intangible assets.The higher risk-based capital ratios for the Company reflect higher capital at LendingClub Corporation as compared with LCÂ Bank.In response to the COVID-19 pandemic, the FRB, OCC, and FDIC adopted a final rule related to the regulatory capital treatment of the allowance for credit losses under CECL. As permitted by the rule, the Company elected to delay the estimated impact of CECL on regulatory capital resulting in a CET1 capital benefit of $35Â million at DecemberÂ 31, 2021. This benefit was phased out over a three-year transition period that commenced on JanuaryÂ 1, 2022 at a rate of 25% each year through JanuaryÂ 1, 2025.LiquidityWe manage liquidity to meet our cash flow and collateral obligations in a timely manner at a reasonable cost. We must maintain operating liquidity to meet our expected daily and forecasted cash flow requirements, as well as contingent liquidity to meet unexpected funding requirements. As our primary business at LCÂ Bank involves taking deposits and originating loans, a key role of liquidity management is to ensure that customers have timely access to funds from deposits and for loans. Liquidity management also involves maintaining sufficient liquidity to repay borrowings, pay operating expenses and support extraordinary funding requirements when necessary.LendingClub Bank LiquidityThe following table summarizes LC Bankâ€™s primary sources of short-term liquidity as of the periods presented:December 31, 2024December 31, 2023Cash and cash equivalents$932,463Â $1,230,206Â Securities available for sale (1)$382,876Â $370,466Â Deposits$9,116,821Â $7,426,445Â Available borrowing capacity:FRB Discount Window (2)$2,635,034Â $2,816,501Â FHLB of Des Moines (3)626,117Â 661,337Â Total available borrowing capacity$3,261,151Â $3,477,838Â (1)Â Â Â Â Excludes illiquid securities available for sale.(2)Â Â Â Â As of DecemberÂ 31, 2024 and 2023, the Company had $3.2Â billion and $3.5Â billion in loans pledged under the FRB Discount Window, respectively.(3)Â Â Â Â As of DecemberÂ 31, 2024, the Company had $456.4Â million in loans and $373.5Â million in securities pledged to the FHLB of Des Moines. As of December 31, 2023, the Company had $479.0Â million in loans and $359.5Â million in securities pledged to the FHLB of Des Moines.The primary uses of LC Bank liquidity include (i)Â the funding/acquisition of loans and securities purchases, (ii)Â withdrawals, maturities and the payment of interest on deposits, (iii)Â compensation and benefits expense, (iv)Â taxes, (v)Â capital expenditures, including internally developed software, leasehold improvements and computer equipment, and (vi)Â costs associated with the continued development and support of our digital marketplace bank. 73LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)DepositsDeposits represent an important source of funding for LC Bank. We offer deposit accounts to our members, which include both interest-bearing and noninterest-bearing deposits. As of December 31, 2024 and 2023, the amount of uninsured deposits totaled $1.2Â billion and $0.9Â billion, respectively, or 13% of total deposits as of both periods. Uninsured time deposits as of December 31, 2024, by remaining time to maturity, were as follows:3 months or less$39,180Â Over 3 months through 6 months84,511Â Over 6 months through 12 months105,535Â Over 12 months46,783Â Total uninsured time deposits (1)$276,009Â (1)Â Â Â Â Consist of certificates of deposit accounts that are in excess of the FDIC insurance limit of $250Â thousand per account holder.Capital ExpendituresNet capital expenditures were $54.3Â million, or 7% of total net revenue, and $59.5Â million, or 7% of total net revenue, for the years ended DecemberÂ 31, 2024 and 2023, respectively. Capital expenditures in 2025 are expected to be approximately $65 million, primarily related to costs associated with the continued development and support of our digital marketplace bank.LendingClub Holding Company LiquidityThe primary source of liquidity at the holding company is $66.0Â million and $110.3Â million in cash and cash equivalents as of DecemberÂ 31, 2024 and 2023, respectively. Additionally, the holding company has the ability to access the capital markets through additional registrations and public equity offerings.Uses of cash at the holding company include the routine cash flow requirements as a bank holding company, such as interest and expenses (including those associated with our office leases), the needs of LCÂ Bank for additional equity and, as required, its need for debt financing and support for extraordinary funding requirements when necessary. Factors Impacting LiquidityThe Companyâ€™s liquidity could be adversely impacted by deteriorating financial and market conditions, the inability or unwillingness of a creditor to provide funding, an idiosyncratic event (e.g., a major loss, causing a perceived or actual deterioration in its financial condition), an adverse systemic event (e.g., default or bankruptcy of a significant capital markets participant), or others. We believe, based on our projections, that our cash on hand, liquid AFS securities, deposits, available borrowing capacity, and net cash flows from operating, investing and financing activities are sufficient to meet our liquidity needs for the next twelve months, as well as beyond the next twelve months. See â€œItemÂ 8. Financial Statements and Supplementary Data â€“ Consolidated Statements of Cash Flowsâ€ for additional detail regarding our cash flows.Market RiskMarket risk represents the risk of potential losses arising from changes in interest rates, foreign exchange rates, equity prices, commodity prices, and/or other relevant market rates or prices. The primary market risk to which we 74LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)are exposed is interest rate risk. Interest rate risk arises from financial instruments including loans, securities and borrowings, all entered into for purposes other than trading. Interest Rate SensitivityLendingClub BankOur net interest income is affected by changes in the level of interest rates, the impact of interest rate fluctuations on asset prepayments, and the level and composition of deposits and liabilities, among other factors.Loans HFI and AFS securities at LCÂ Bank are funded primarily through our deposit base. The majority of loans HFI and AFS securities are fixed-rate instruments over the term of the loan or security. As a result, the primary component of interest rate risk on our financial instruments arises from the impact of fluctuations in loan, security, and deposit rates on our net interest income. Therefore, we use a sensitivity analysis to assess the impact of hypothetical changes in interest rates on our net interest income results. The outcome of the analysis is influenced by a variety of assumptions, including the maturity profile and prepayment level of our unsecured consumer loans and expected consumer responses to changes in rates paid on non-maturity deposit products. Our assumptions are periodically calibrated to observed data and/or expected outcomes. We actively monitor the level of exposure to movements in interest rates and have entered into interest rate hedging instruments, some of which qualify for hedge accounting treatment, to manage such risk. See â€œItemÂ 8. Financial Statements and Supplementary Data â€“ NoteÂ 8. Derivative Instruments and Hedging Activitiesâ€ for additional information.The following table presents the change in projected net interest income for the next twelve months due to a hypothetical instantaneous parallel change in interest rates relative to current rates:December 31, 2024December 31, 2023Instantaneous Change in Interest Rates:+ 200 basis points(7.1)%(4.8)%+ 100 basis points(3.5)%(2.2)%- 100 basis points1.1Â %â€”Â %- 200 basis points1.6Â %(0.4)%As illustrated in the table above, net interest income is projected to decrease over the next twelve months during hypothetical rising interest rate environments primarily as a result of higher rates paid on interest-bearing deposits, partially offset by higher rates earned on new loans, security purchases, and cash and cash equivalents as well as by the impact of our hedging activity. Conversely, net interest income is projected to increase over the next twelve months during hypothetical declining interest rate environments. The increase in sensitivity as of DecemberÂ 31, 2024 relative to the prior year is primarily due to the growth of our Balance Sheet as well as the composition of our loans, deposits, and hedging instruments. Furthermore, during fluctuating interest rate environments, the increased sensitivity of repricing interest-bearing deposits is more impactful than that of repricing fixed-rate loans.Although we believe that these measurements provide an estimate of our interest rate sensitivity, they do not account for potential changes in credit quality, balance sheet mix, size of our balance sheet, or other business developments that could affect net income. Actual results could differ materially from the estimated outcomes of our simulations.75LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)MaturitiesThe following table presents the maturities of loans and leases held for investment at amortized cost and at fair value as of DecemberÂ 31, 2024:Due in1 Year or LessDue After 1 Year Through 5 YearsDue After 5 YearsThrough15 YearsDecember 31, 2024Unsecured personal$283,739Â $3,541,859Â $308,672Â $4,134,270Â Residential mortgages2,839Â 9,599Â 160,273Â 172,711Â Secured consumer1,615Â 176,973Â 51,644Â 230,232Â Total consumer loans held for investment288,193Â 3,728,431Â 520,589Â 4,537,213Â Equipment finance5,997Â 58,235Â â€”Â 64,232Â Commercial real estate25,594Â 137,816Â 210,375Â 373,785Â Commercial and industrial2,780Â 24,722Â 150,884Â 178,386Â Total commercial loans and leases held for investment34,371Â 220,773Â 361,259Â 616,403Â Total loans and leases held for investment$322,564Â $3,949,204Â $881,848Â $5,153,616Â Loans and leases due after one year at fixed interest ratesN/A$3,864,275Â $472,496Â $4,336,771Â Loans and leases due after one year at variable interest ratesN/A$84,929Â $409,352Â $494,281Â N/A â€“ Not applicableFor the contractual maturities and weighted-average yields on the Companyâ€™s AFS securities portfolio, see â€œItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ NoteÂ 4. Securities Available for Sale.â€LendingClub Holding CompanyAt the holding company level, we continue to measure interest rate sensitivity by evaluating the change in fair value of certain assets and liabilities due to a hypothetical change in interest rates. Principal payments on our loans HFI continue to reduce the outstanding balance of this portfolio, and, as a result, the fair value impact from changes in interest rates continues to diminish.ContingenciesFor a comprehensive discussion of contingencies as of DecemberÂ 31, 2024, see â€œItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ Note 19. Commitments and Contingencies.â€Critical Accounting EstimatesOur significant accounting policies are described in â€œItemÂ 8. Financial Statements and Supplementary Data â€“ Notes to Consolidated Financial Statements â€“ NoteÂ 1. Summary of Significant Accounting Policies.â€ We consider certain of these policies to be critical accounting policies as they require significant management judgments, assumptions and estimates which we believe are critical in understanding and evaluating our reported financial results. These judgments, estimates and assumptions are inherently subjective and actual results may materially differ from these estimates and assumptions.Allowance for Loan and Lease LossesUnder the CECL model, we reserve for expected credit losses on our loan and lease portfolio when loans are initially recorded as HFI at amortized cost through the ALLL by using a DCF approach to calculate the NPV of 76LENDINGCLUB CORPORATIONManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations(Tabular Amounts in Thousands, Except Share and Per Share Data and Ratios, or as Noted)expected cash flows. Loans accounted for under the fair value option do not have an ALLL. Changes in the credit risk profile of our loans and leases result in changes in â€œProvision for credit lossesâ€ on the Income Statement with a resulting change, net of charge-offs and recoveries, in the ACL balance. The majority of our ALLL

relates to unsecured personal loans.The ALLL represents our estimate of expected lifetime credit losses over the contractual life of the loan portfolio. Our determination of the ALLL is based on regular and periodic evaluation of the loan portfolio considering a number of relevant underlying factors, including key assumptions and evaluation of quantitative and qualitative information from internal and external sources. Estimates of expected future loan losses are determined by using statistical models and managementâ€™s judgement. The models are designed to forecast probability and timing of default, loss rate exposure at default, recovery expectations, and timing and amount of estimated prepayments by correlating certain macroeconomic unemployment forecast data to historical experience. Our statistical models, applied at the portfolio level to pools of loans with similar risk characteristics, produce expected cash flows, which are then discounted at the effective interest rate to derive the NPV. The difference between the NPV and the amortized cost determines the ALLL. The effective interest rate is calculated based on the periodic interest income received from the loanâ€™s contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term. Under the DCF approach, the provision for credit losses includes credit loss expense in subsequent periods relating to the discounting effect due to the passage of time after the initial recognition of ALLL on originated HFI loans at amortized cost.Our qualitative allowance is primarily based on macroeconomic unemployment forecast information provided by an external third-party economist, incorporating managementâ€™s judgement, and is included in the estimation of expected future expected credit losses. In addition, the qualitative allowance includes adjustments in circumstances where the statistical model output is inconsistent with managementâ€™s expectations relating to economic conditions and expected credit losses. Management may make adjustments as the assumptions in the underlying analyses change to reflect an estimate of expected lifetime loan losses and prepayments at the reporting date, based on the best information available at that time.77LENDINGCLUB CORPORATIONItemÂ 7A. Quantitative and Qualitative Disclosures About Market RiskFor a comprehensive discussion regarding quantitative and qualitative disclosures about market risk, see â€œItemÂ 7. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€“ Market Risk.â€ItemÂ 8. Financial Statements and Supplementary DataConsolidated Financial Statements of LendingClub CorporationReport of Independent Registered Public Accounting Firm (PCAOB ID No. 34)79Consolidated Balance Sheets80Consolidated Statements of Income81Consolidated Statements of Comprehensive Income82Consolidated Statements of Changes in Equity83Consolidated Statements of Cash Flows84Notes to Consolidated Financial Statements86Note 1. Summary of Significant Accounting Policies86Note 2. Marketplace Revenue95Note 3. Earnings Per Share96Note 4. Securities Available for Sale97Note 5. Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses100Note 6. Securitizations and Variable Interest Entities109Note 7. Fair Value Measurements111Note 8. Derivative Instruments and Hedging Activities120Note 9. Property, Equipment and Software, net122Note 10. Goodwill and Intangible Assets122Note 11. Other Assets123Note 12. Deposits123Note 13. Borrowings124Note 14. Other Liabilities124Note 15. Accumulated Other Comprehensive Loss125Note 16. Employee Incentive Plans125Note 17. Income Taxes128Note 18. Leases130Note 19. Commitments and Contingencies132Note 20. Regulatory Requirements132Note 21. Segment Reporting134Note 22. LendingClub Corporation â€“ Parent Company-Only Financial Statements13778REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMTo the stockholders and the Board of Directors of LendingClub Corporation:Opinion on the Financial StatementsWe have audited the accompanying consolidated balance sheets of LendingClub Corporation and subsidiaries (the â€œCompanyâ€) as of DecemberÂ 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, changes in equity, and cash flows, for each of the three years in the period ended DecemberÂ 31, 2024, and the related notes (collectively referred to as the â€œfinancial statementsâ€). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of DecemberÂ 31, 2024 and 2023, and the results of its operations and its cash flows for each of the three years in the period ended DecemberÂ 31, 2024, in conformity with accounting principles generally accepted in the United States of America.We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Companyâ€™s internal control over financial reporting as of DecemberÂ 31, 2024, based on criteria established in Internal Control â€“ Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated FebruaryÂ 13, 2025, expressed an unqualified opinion on the Companyâ€™s internal control over financial reporting.Basis for OpinionThese financial statements are the responsibility of the Companyâ€™s management. Our responsibility is to express an opinion on the Companyâ€™s financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.Critical Audit MatterThe critical audit matter communicated below is a matter arising from the current-period audit of the financial statements that was communicated or required to be communicated to the audit committee and that (1)Â relates to accounts or disclosures that are material to the financial statements and (2)Â involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.1) Allowance for loan and lease losses â€“ Consumer Loans â€“ Refer to â€œNote 5 Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Lossesâ€ to the consolidated financial statementsCritical Audit Matter Description The allowance for loan and lease losses (ALLL) on consumer loans represents the Companyâ€™s estimate of expected lifetime credit losses over the contractual life of the loan portfolio. The majority of the ALLL relates to the unsecured personal loans class of financing receivables within the consumer loan portfolio. The determination of the ALLL is based on the Companyâ€™s periodic evaluation of performance of the consumer loan portfolio considering a number of underlying factors, including key assumptions and quantitative and qualitative information. The estimate of expected future loan losses is determined using statistical models and managementâ€™s judgement. The quantitative component of the ALLL is primarily based on statistical models using a discounted cash flow approach and known and estimated data based on current probability and timing of defaults, loss rate and recovery exposure at default, timing and amount of estimated prepayments, and relevant risk characteristics to estimate the shortfall in contractual cash flows for each loan pool over the remaining life of the loans. Qualitative adjustments to the modeled estimate of expected credit losses are also considered to address certain identified elements that are not directly captured by the statistical model. The qualitative allowance is primarily based on a macroeconomic unemployment forecast provided by an external third-party economist, and also incorporates managementâ€™s judgement. In addition, the qualitative allowance includes adjustments in circumstances where the statistical model output is inconsistent with managementâ€™s expectations related to economic conditions and expected credit losses.Given the size of the unsecured personal loan portfolio and the subjective nature of estimating the ALLL, including managementâ€™s expectations related to macroeconomic conditions and expected losses, auditing the ALLL involved a high degree of auditor judgment and an increased extent of effort.How the Critical Audit Matter Was Addressed in the AuditOur audit procedures related to the models and assumptions used by management to estimate the allowance for loan losses relating to the unsecured personal loan portfolio, included the following, among others:â—¦We tested the effectiveness of the controls, including those related to the models, key data inputs, and management assumptions.â—¦With the assistance of our credit specialists, we evaluated:â€¢The appropriateness of the methodology and models.â€¢The reasonableness of managementâ€™s significant assumptions utilized in the models including the estimated loss rates, estimated prepayment rates, and estimated recovery rates.â€¢The reasonableness of any qualitative adjustments (or lack thereof) to the modeled expected cash flow output.â—¦We tested the accuracy of the key data inputs, including historical loan data consumed by the models used to calculate the expected credit losses./s/ DELOITTEÂ & TOUCHE LLPSan Francisco, CaliforniaFebruaryÂ 13, 2025We have served as the Companyâ€™s auditor since 2013.79LENDINGCLUB CORPORATIONConsolidated Balance Sheets(In Thousands, Except Share and Per Share Amounts)DecemberÂ 31,20242023AssetsCash and due from banks$15,524Â $14,993Â Interest-bearing deposits in banks938,534Â 1,237,511Â Total cash and cash equivalents954,058Â 1,252,504Â Restricted cash (1)23,338Â 41,644Â Securities available for sale at fair value ($3,492,264 and $1,663,990 at amortized cost, respectively)3,452,648Â 1,620,262Â Loans held for sale at fair value636,352Â 407,773Â Loans and leases held for investment4,125,818Â 4,850,302Â Allowance for loan and lease losses(236,734)(310,387)Loans and leases held for investment, net3,889,084Â 4,539,915Â Loans held for investment at fair value (1)(2)1,027,798Â 272,678Â Property, equipment and software, net167,532Â 161,517Â Goodwill75,717Â 75,717Â Other assets (1)403,982Â 455,453Â Total assets$10,630,509Â $8,827,463Â Liabilities and EquityDeposits:Interest-bearing$8,676,119Â $7,001,680Â Noninterest-bearing392,118Â 331,806Â Total deposits9,068,237Â 7,333,486Â Borrowings (1)(2)â€”Â 19,354Â Other liabilities (1)220,541Â 222,801Â Total liabilities9,288,778Â 7,575,641Â EquityCommon stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively1,134Â 1,104Â Additional paid-in capital1,702,316Â 1,669,828Â Accumulated deficit(337,476)(388,806)Accumulated other comprehensive loss(24,243)(30,304)Total equity1,341,731Â 1,251,822Â Total liabilities and equity$10,630,509Â $8,827,463Â (1)Â Â Â Â Includes amounts in consolidated VIEs as of December 31, 2023. See â€œNotes to Consolidated Financial Statements â€“ NoteÂ 6. Securitizations and Variable Interest Entities.â€(2)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.See Notes to Consolidated Financial Statements.80LENDINGCLUB CORPORATIONConsolidated Statements of Income(In Thousands, Except Share and Per Share Amounts)Year Ended DecemberÂ 31,202420232022Non-interest income:Marketplace revenue$242,791Â $291,484Â $683,626Â Other non-interest income10,179Â 11,297Â 28,765Â Total non-interest income252,970Â 302,781Â 712,391Â Interest income:Interest on loans held for sale92,442Â 35,655Â 26,183Â Interest and fees on loans and leases held for investment494,214Â 616,735Â 465,450Â Interest on loans held for investment at fair value (1)77,034Â 74,088Â 31,012Â Interest on securities available for sale187,961Â 40,235Â 16,116Â Other interest income56,307Â 65,917Â 18,579Â Total interest income907,958Â 832,630Â 557,340Â Interest expense:Interest on deposits369,219Â 265,556Â 60,451Â Other interest expense (1)4,698Â 5,236Â 22,064Â Total interest expense373,917Â 270,792Â 82,515Â Net interest income534,041Â 561,838Â 474,825Â Total net revenue787,011Â 864,619Â 1,187,216Â Provision for credit losses178,267Â 243,565Â 267,326Â Non-interest expense:Compensation and benefits232,158Â 261,948Â 339,397Â Marketing100,402Â 93,840Â 197,747Â Equipment and software51,194Â 53,485Â 49,198Â Depreciation and amortization58,834Â 47,195Â 43,831Â Professional services32,045Â 35,173Â 50,516Â Occupancy15,798Â 17,532Â 21,977Â Other non-interest expense53,247Â 57,264Â 64,187Â Total non-interest expense543,678Â 566,437Â 766,853Â Income before income tax (expense) benefit65,066Â 54,617Â 153,037Â Income tax (expense) benefit(13,736)(15,678)136,648Â Net income$51,330Â $38,939Â $289,685Â Earnings per share: (2)Basic EPS â€“ common stockholders$0.46Â $0.36Â $2.80Â Diluted EPS â€“ common stockholders$0.45Â $0.36Â $2.79Â Weighted-average common shares â€“ Basic111,731,523Â 108,466,179Â 103,547,305Â Weighted-average common shares â€“ Diluted113,122,859Â 108,468,857Â 104,001,288Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.(2)Â Â Â Â See â€œNotes to Consolidated Financial Statements â€“ NoteÂ 3. Earnings Per Shareâ€ for additional information.See Notes to Consolidated Financial Statements.81LENDINGCLUB CORPORATIONConsolidated Statements of Comprehensive Income(In Thousands)Year Ended DecemberÂ 31,202420232022Net income$51,330Â $38,939Â $289,685Â Other comprehensive income (loss):Change in net unrealized gain (loss) on securities available for sale9,836Â 10,238Â (61,326)Other comprehensive income (loss), before tax9,836Â 10,238Â (61,326)Income tax effect(3,775)(2,926)16,664Â Other comprehensive income (loss), net of tax6,061Â 7,312Â (44,662)Total comprehensive income $57,391Â $46,251Â $245,023Â See Notes to Consolidated Financial Statements.82LENDINGCLUB CORPORATIONConsolidated Statements of Changes in Equity(In Thousands, Except Share Data)Â Common StockAdditionalPaid-inCapitalTreasury Stock (1)Accumulated Other Comprehensive LossAccumulatedDeficitTotalEquityÂ SharesAmountSharesAmountBalance at December 31, 2021101,043,924Â $1,010Â $1,559,616Â â€“Â $â€“Â $7,046Â $(717,430)$850,242Â Stock-based compensationâ€“Â â€“Â 73,717Â â€“Â â€“Â â€“Â â€“Â 73,717Â Net issuances under equity incentive plans5,503,071Â 55Â (4,645)7,751Â (98)â€“Â â€“Â (4,688)Retirement of treasury stockâ€“Â â€“Â (98)(7,751)98Â â€“Â â€“Â â€“Â Net unrealized loss on securities available for sale, net of taxâ€“Â â€“Â â€“Â â€“Â (44,662)â€“Â (44,662)Net incomeâ€“Â â€“Â â€“Â â€“Â 289,685Â 289,685Â Balance at December 31, 2022106,546,995Â $1,065Â $1,628,590Â â€“Â $â€“Â $(37,616)$(427,745)$1,164,294Â Stock-based compensationâ€“Â â€“Â 61,619Â â€“Â â€“Â â€“Â â€“Â 61,619Â Net issuances under equity incentive plans3,863,607Â 39Â (20,381)â€“Â â€“Â â€“Â â€“Â (20,342)Net unrealized gain on securities available for sale, net of taxâ€“Â â€“Â â€“Â â€“Â 7,312Â â€“Â 7,312Â Net incomeâ€“Â â€“Â â€“Â â€“Â 38,939Â 38,939Â Balance at DecemberÂ 31, 2023110,410,602Â $1,104Â $1,669,828Â â€“Â $â€“Â $(30,304)$(388,806)$1,251,822Â Stock-based compensationâ€“Â â€“Â 47,117Â â€“Â â€“Â â€“Â â€“Â 47,117Â Net issuances under equity incentive plans2,973,315Â 30Â (14,629)â€“Â â€“Â â€“Â â€“Â (14,599)Net unrealized gain on securities available for sale, net of taxâ€“Â â€“Â â€“Â â€“Â 6,061Â â€“Â 6,061Â Net incomeâ€“Â â€“Â â€“Â â€“Â â€“Â 51,330Â 51,330Â Balance at DecemberÂ 31, 2024113,383,917Â $1,134Â $1,702,316Â â€“Â $â€“Â $(24,243)$(337,476)$1,341,731Â (1)Â Â Â Â Includes shares that were transferred to the Company to satisfy payment of all or a portion of the exercise price in connection with the exercise of stock options.See Notes to Consolidated Financial Statements.83LENDINGCLUB CORPORATIONConsolidated Statements of Cash Flows(In Thousands)Year Ended December 31,202420232022Cash flows from operating activities:Net income$51,330Â $38,939Â $289,685Â Adjustments to reconcile net income to net cash (used for) provided by operating activities:Net fair value adjustments154,659Â 134,114Â (8,503)Change in fair value of loan servicing assets75,359Â 62,581Â 73,229Â Gain on sales of loans (49,097)(47,839)(95,335)Provision for credit losses178,267Â 243,565Â 267,326Â Accretion of loan deferred fees and costs(68,535)(90,723)(86,138)Stock-based compensation, net40,069Â 52,389Â 66,362Â Depreciation and amortization58,834Â 47,195Â 43,831Â Income tax benefit from release of tax valuation allowanceâ€“Â â€“Â (143,495)Other, net10,754Â (8,932)(1,828)Net change to loans held for sale(3,101,778)(1,535,037)8,032Â Net change in operating assets and liabilities:Other assets22,422Â 54,894Â (16,762)Other liabilities(6,458)(87,746)(20,836)Net cash (used for) provided by operating activities(2,634,174)(1,136,600)375,568Â Cash flows from investing activities:Net change in loans and leases (1)(223,857)544,821Â (2,599,440)Purchases of securities available for sale(49,786)(61,648)(222,534)Proceeds from sales, maturities and paydowns of securities available for sale938,409Â 97,709Â 86,078Â Purchases of property, equipment and software, net(54,302)(59,509)(69,481)Other investing activities(2,651)(4,676)(4,423)Net cash provided by (used for) investing activities607,813Â 516,697Â (2,809,800)Cash flows from financing activities:Net change in deposits1,742,479Â 921,393Â 3,256,501Â Principal payments on borrowings (1)(19,202)(111,993)(452,343)Other financing activities(13,668)(19,833)(9,028)Net cash provided by financing activities1,709,609Â 789,567Â 2,795,130Â Net (decrease) increase in cash, cash equivalents and restricted cash(316,752)169,664Â 360,898Â Cash, cash equivalents and restricted cash, beginning of period1,294,148Â 1,124,484Â 763,586Â Cash, cash equivalents and restricted cash, end of period$977,396Â $1,294,148Â $1,124,484Â Supplemental cash flow information:Cash paid for interest$378,276Â $258,626Â $79,732Â Cash paid for taxes$275Â $6,631Â $14,462Â Cash paid for operating leases included in the measurement of lease liabilities$12,869Â $12,797Â $15,540Â Supplemental non-cash investing activity:Net securities retained from Structured Program transactions$2,711,693Â $1,299,313Â $â€“Â Supplemental non-cash financing activity:Derecognition of payable to securitization note and residual certificate holders held in consolidated VIE$880Â $â€“Â $36,072Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.84LENDINGCLUB CORPORATIONConsolidated Statements of Cash Flows (Continued)(In Thousands)The following presents cash, cash equivalents and restricted cash by category within the Balance Sheet:Â December 31, 2024December 31, 2023Cash and cash equivalents$954,058Â $1,252,504Â Restricted cash23,338Â 41,644Â Total cash, cash equivalents and restricted cash$977,396Â $1,294,148Â See Notes to Consolidated Financial Statements.85LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)1. Summary of Significant Accounting PoliciesBasis of PresentationLendingClub Corporation (LendingClub) was founded in 2006 and operates a leading, nationally chartered, digital marketplace bank that leverages data and technology to increase access to credit, lower borrowing costs, and improve returns on savings. LendingClub is registered as a bank holding company and operates the vast majority of its business through its wholly-owned subsidiary, LendingClub Bank, National Association (LC Bank).All intercompany balances and transactions have been eliminated in consolidation. These consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) and, in the opinion of management, contain all adjustments, including normal recurring adjustments, necessary for the fair statement of the results and financial position for the periods

presented. These accounting principles require management to make certain estimates and assumptions that affect the amounts in the accompanying financial statements. These estimates and assumptions are inherently subjective in nature and actual results may differ from these estimates and assumptions, and the differences could be material.The Company made the following presentation changes in the consolidated financial statements and accompanying notes during the year ended DecemberÂ 31, 2024:â€¢Consolidated Balance Sheets (Balance Sheet) â€“ â€œRetail and certificate loans held for investment at fair valueâ€ was combined within â€œLoans held for investment at fair valueâ€ and â€œRetail notes and certificates at fair valueâ€ was combined within â€œBorrowingsâ€;â€¢Consolidated Statements of Income (Income Statement) â€“ â€œInterest on retail and certificate loans held for investment at fair valueâ€ was combined within â€œInterest on loans held for investment at fair valueâ€ and â€œInterest on retail notes and certificates at fair valueâ€ was combined within â€œOther interest expenseâ€; andâ€¢Consolidated Statements of Cash Flows (Statement of Cash Flows) â€“ â€œNet decrease in retail and certificate loansâ€ was combined within â€œNet change in loans and leasesâ€ and â€œPrincipal payments on retail notes and certificatesâ€ was combined within â€œPrincipal payments on borrowings.â€In all instances, the respective prior period amounts have been reclassified to conform to the current period presentation.Significant Accounting PoliciesCash and Cash EquivalentsCash and cash equivalents have original maturities of three months or less and include cash on hand, cash items in transit, and amounts due from or held with other depository institutions, primarily with the Board of Governors of the Federal Reserve System (FRB).Restricted CashCash items held with other depository institutions in which the ability to withdraw funds is restricted by contractual provisions is classified as restricted cash. Such amounts primarily include cash received from borrowers on loans owned and not yet distributed to investors.86LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)SecuritiesDebt securities purchased and asset-backed securities retained from the sale of loans are classified as available for sale (AFS) securities. AFS securities represent investment securities with readily determinable fair values that the Company: (i)Â does not hold for trading purposes and (ii)Â does not have the positive intent and ability to hold to maturity. AFS securities are measured at fair value, with unrealized gains and losses reported in â€œAccumulated other comprehensive income (loss)â€ within the equity section of the Balance Sheet, net of any applicable income taxes.Management evaluates whether debt AFS securities with unrealized losses are impaired on a quarterly basis. For any security that has declined in fair value below its amortized cost basis, the Company recognizes an impairment loss in current period earnings if management has the intent to sell the security or if it is more likely than not it will be required to sell the security before recovery of its amortized cost basis. The assessment of impairment also considers whether the decline in fair value below the securityâ€™s amortized cost basis is attributable to credit-related factors. If credit-related factors exist, credit-related impairment has occurred regardless of the Companyâ€™s intent to hold the security until it recovers. The credit-related portion of impairment is recognized as provision for credit loss expense in earnings with a corresponding valuation allowance for AFS securities on the Balance Sheet, to the extent the allowance does not reduce the value of the security below its fair value. Equity securities that do not have readily determinable fair values are generally recorded at cost adjusted for impairment, if any. These securities include FRB stock and Federal Home Loan Bank (FHLB) stock and are reported as â€œNonmarketable equity investmentsâ€ in â€œOther assetsâ€ on the Balance Sheet.Loans and LeasesThe Company initially classifies loans and leases as either held for sale (HFS) or held for investment (HFI) based on managementâ€™s assessment of its intent and ability to hold the loans and leases for the foreseeable future or until maturity. Managementâ€™s intent and ability with respect to certain loans and leases may change from time to time and, therefore, loans and leases that are initially designated as HFS or HFI may be reclassified. In order to reclassify loans to HFS, management must have the intent to sell the loans and the ability to reasonably identify the specific loans to be sold.HFI loans and leases at amortized costHFI loans, with the exception of HFI loans accounted for under the fair value option, are measured at historical cost and reported at their outstanding principal balances net of any charge-offs, unamortized deferred fees and costs on originated loans, and for purchased loans, net of any unamortized premiums and discounts. Leases are recorded at the discounted amounts of lease payments receivable plus the estimated residual value of the leased asset, net of unearned income and unamortized deferred fees and costs. Lease payments receivable reflect contractual lease payments adjusted for renewal or termination options that the Company believes the customer is reasonably certain to exercise. Unearned income, deferred fees and costs, and discounts and premiums are accreted and amortized to interest income over the contractual life of the loan using its effective interest rate. In certain circumstances, the Company may reclassify loans and/or leases from HFI to HFS, at which time these are valued at the lower of amortized cost or fair value.HFI loans at fair valueHFI loans are measured at fair value if the Company elects the fair value option. The Company may elect the fair value option for certain HFI loans, which could include loans purchased by the Company. Interest income is recorded under the effective interest method which considers any purchase premium or discounts. In addition, purchase related discounts absorb credit losses.87LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)HFS loans at fair valueLoans initially classified as HFS are reported at their fair value with the Companyâ€™s election of the fair value option. Origination fees and costs for HFS loans are recognized in earnings at the time of loan origination and are not deferred. Origination fees are recognized in earnings within â€œMarketplace revenueâ€ on the Income Statement. Changes in the fair value are recorded in â€œNet fair value adjustmentsâ€ included in â€œMarketplace revenueâ€ on the Income Statement. The Company also earns interest income on loans HFS between the time of origination and the settlement date of the loan sales to marketplace investors. As loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in â€œNet fair value adjustmentsâ€ within â€œMarketplace revenue,â€ whereas the associated interest income, based on the loansâ€™ contractual interest rate, is recorded within â€œNet interest income.â€Accrued Interest Income and Non-Accrual PolicyInterest income is accrued as earned. The accrual of interest income is discontinued, and the loan or lease is placed on nonaccrual status at 90 days past due or when reasonable doubt exists as to timely collection. Past due status is based on the contractual terms of the loan or lease. When a loan or lease is placed on nonaccrual status, all income previously accrued but not collected is reversed against the current periodâ€™s interest income. The Company has a nonaccrual policy which results in the timely reversal of past-due accrued interest, and it does not record an allowance for credit losses (ACL) on accrued interest receivable. However, we record an ACL on accrued interest receivable for past due unsecured personal loans that are less than 90Â days past due. Interest collections on nonaccrual loans and leases for which the ultimate collectability of principal is uncertain are applied as principal reductions; otherwise, such collections are credited to income when received. Nonaccrual loans and leases are returned to accrual status when there no longer exists concern over collectability, the borrower has demonstrated, over time, both the intent and ability to repay and the loan or lease has been brought current and future payments are reasonably assured. For loans held for investment measured at fair value, we record interest income over the term of the underlying loans using the effective interest method which considers any purchase discount or premiums.Allowance for Credit LossesThe ACL represents managementâ€™s estimate of expected credit losses in the loan and lease portfolio, excluding loans accounted for under the fair value option. The ACL is measured based on a lifetime expected loss model, which does not require a loss event to occur before a credit loss is recognized. Under the lifetime expected credit loss model, the Company estimates the allowance based on relevant available information related to past events, current conditions, and reasonable and supportable forecasts of future economic conditions. The ACL is estimated using a discounted cash flow (DCF) approach where effective interest rates are used to calculate the net present value of expected cash flows. The effective interest rate is calculated based on the periodic interest income received from the loanâ€™s contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term.The Company evaluates its estimate of expected credit losses each reporting period and records any additions or reductions to the allowance on the Income Statement as â€œProvision for credit losses.â€ Amounts determined to be uncollectible are charged-off to the allowance. Estimates of expected credit losses include expected recoveries of amounts previously charged-off and amounts expected to be charged-off. If amounts previously charged off are subsequently expected to be collected, the Company may recognize a negative allowance, which is limited to the amount that was previously charged off.Under applicable accounting guidance, for reporting purposes, the loan and lease portfolio is categorized by portfolio segment. A portfolio segment is defined as the level at which an entity develops and documents a systematic methodology to determine the ACL. The Companyâ€™s two portfolio segments are consumer and commercial. The Company further disaggregates its portfolio segments into various classes of financing receivables 88LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)based on their underlying risk characteristics. The classes within the consumer portfolio segment are unsecured consumer, secured consumer and residential mortgages. The classes within the commercial portfolio segment are commercial and industrial, commercial real estate, and equipment finance. The ACL is measured on a collective basis when loans share similar risk characteristics. Relevant risk characteristics for the consumer portfolio include product type, risk rating, loan term, and monthly vintage. Relevant risk characteristics for the commercial portfolio include product type and risk rating status. Loans measured on a collective basis generally have an ACL comprised of a quantitative, or modeled, component that is supplemented by a framework of qualitative factors, as discussed below. The Company will continue to monitor its loan pools on an ongoing basis and adjust accordingly as the risk characteristics of the financial assets may change over time. If a given financial asset does not share similar risk characteristics with other financial assets, the Company shall measure expected credit losses on an individual, rather than on a collective basis. Loans evaluated on an individual basis generally have an ACL that is measured in reference to any collateral securing the loan and/or expected cash flows which are specific to the borrower. Allowance Calculation MethodologyThe Company generally estimates expected credit losses over the contractual term of its loans. The contractual term is adjusted for estimated prepayments when appropriate. The quantitative, or modeled, component of the ACL is primarily based on statistical models that use known or estimated data as of the balance sheet date and forecasted data over the reasonable and supportable period. Known and estimated data include current probability and timing of default, loss rate and recovery exposure at default, timing and amount of estimated prepayments, timing and amount of expected draws (for unfunded lending commitments), and relevant risk characteristics. Certain of the Companyâ€™s commercial portfolios have limited internal historical loss data and use external credit loss information, including historical charge-off and balance data for peer banking institutions. The Company obtains historical and forecast macroeconomic information to inform its view of the long-term condition of the economy. Forward-looking macroeconomic factors considered in the Companyâ€™s consumer model include, unemployment rate, unemployment insurance claims, gross domestic product (GDP), housing prices, and retail sales. Forward-looking macroeconomic factors are incorporated into the Companyâ€™s commercial model for a two-year reasonable and supportable economic forecast period followed by a one-year reversion period during which expected credit losses are expected to revert back on a straight-line basis to historical losses unadjusted for economic conditions. The reasonable and supportable economic forecast period and reversion methodology are accounting estimates which may change in future periods as a result of changes to the current macroeconomic environment.The quantitative, or modeled, portion of ACL is estimated using a DCF approach. The Companyâ€™s statistical models, applied at the portfolio level to pools of loans with similar risk characteristics, produce expected cash flows, which are then discounted at the effective interest rate to derive net present value. The effective interest rate is calculated based on the periodic interest income received from the loanâ€™s contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term. This net present value is then compared to the amortized cost basis to derive the initial expected credit losses. Under the DCF approach, the provision for credit losses includes credit loss expense in subsequent periods relating to the discounting effect due to the passage of time after the initial recognition of ACL on originated HFI loans at amortized cost. The Company also considers the need for qualitative adjustments to the modeled estimate of expected credit losses. For this purpose, the Company established a qualitative factor framework to periodically assess qualitative adjustments to address certain identified elements that are not directly captured by the statistically modeled expected credit loss. The Company also obtains forecast macroeconomic information to inform its view of the long-89LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)term condition of the economy. These factors may include the impact of the non-modeled macroeconomic outlook, forecast unemployment rate and insurance claims, risk rating downgrades, changes in credit policies, problem loan trends, identification of new risks not incorporated into the modeling framework, credit concentrations, changes in underwriting and other external factors.Zero Credit Loss Expectation ExceptionThe Company has a zero loss expectation when the loans and securities available for sale, or portions thereof, are issued or guaranteed by certain U.S. government entities or agencies, as those entities or agencies have a long history of no defaults and the highest credit ratings issued by rating agencies. Loans held for investment and securities available for sale which meet this criterion do not have an ACL.Reserve for Unfunded Lending CommitmentsThe ACL includes an estimate for expected credit losses on off-balance sheet commitments to extend credit and unused lines of credit. The Company estimates these expected credit losses for the unfunded portion of the commitments that are not unconditionally cancellable depending on the likelihood that funding will occur. The reserve for unfunded lending commitments is reported in â€œOther liabilitiesâ€ on the Balance Sheet.Individually Assessed LoansLoans that do not share similar risk characteristics with other financial assets, including collateral-dependent loans, are individually assessed for purposes of measuring expected credit losses using the DCF approach.For loans that are determined to be collateral dependent, the ACL is determined based on the fair value of the collateral. Loans are considered collateral dependent when the borrower is experiencing financial difficulty and repayment of the loan is expected to be substantially satisfied through sale or operation of the collateral. For such loans, the ACL is calculated as the difference between the amortized cost basis and the fair value of the underlying collateral less costs to sell, if applicable.Charge-OffsCharge-offs are recorded when the Company determines that a loan balance is uncollectible or a loss-confirming event has occurred. Loss confirming events usually involve the receipt of specific adverse information about the borrower and may include borrower delinquency status, bankruptcy, foreclosure, or receipt of an asset valuation indicating a shortfall between the value of the collateral and the book value of the loan when that collateral asset is the sole source of repayment. A full or partial charge-off reduces the amortized cost basis of the loan and the related ACL. Unsecured personal loans are generally charged-off when a borrower isÂ contractually 120Â days past due. Exceptions include accounts in bankruptcy or accounts of deceased borrowers which are then generally charged-off within 60 or 30 days from receipt of notification, respectively.Servicing AssetsServicing assets are capitalized as separate assets when loans are sold and servicing is retained. The Company records servicing assets at their estimated fair values. Servicing asset fair value is based on the excess of the contractual servicing fee over an estimated market servicing rate. When servicing assets are recognized from the sale of loans originated by the Company, the fair value of the servicing asset is included as a component of the gain or loss on the loan sale and reported within â€œMarketplace revenueâ€ on the Income Statement. Subsequent changes in fair value are reported within â€œServicing feesâ€ in â€œMarketplace revenueâ€ during the period in which the changes occur. Servicing assets are reported in â€œOther assetsâ€ on the Balance Sheet.90LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Fair Value MeasurementsFair value is defined as the price that would be received to sell a financial asset or paid to transfer a financial liability in an orderly transaction between market participants at the measurement date. Fair value is based on an exit price notion that maximizes the use of observable inputs and minimizes the use of unobservable inputs. Certain of the Companyâ€™s assets and liabilities are recorded at fair value and measured on either a recurring or nonrecurring basis. Assets and liabilities that are recorded at fair value on a recurring basis require a fair value measurement at each reporting period.The fair value hierarchy includes a three-level hierarchy that assigns the highest priority to unadjusted quoted prices in active markets and the lowest priority to unobservable inputs.LevelÂ 1â€”Quoted market prices in active markets for identical assets or liabilities.LevelÂ 2â€”Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly.LevelÂ 3â€”Unobservable inputs.Unobservable inputs require greater judgment in measuring fair value. In instances where there is limited or no observable market data, fair value measurements for assets and liabilities are based primarily upon the Companyâ€™s own estimates, and the measurements reflect information and assumptions that management believes a market participant would use in pricing the asset or liability.Derivative Instruments and Hedging ActivitiesThe Company reports the fair value of its derivative instruments on a gross basis, as either â€œOther assetsâ€ or â€œOther liabilitiesâ€ on the Balance Sheet. Changes in fair value of the derivative instruments are recognized in current period earnings. For derivative instruments that qualify as accounting hedges, the Company designates the hedging instrument based on the exposure being hedged. The Companyâ€™s existing hedging instruments are designated as fair value hedges under the portfolio layer method, whereby changes in the fair value of the hedging instrument are substantially offset by changes in the fair value of the hedged item, which are recognized within interest income on the Income Statement. Interest payments made and/or received related to these derivative instruments are presented within the â€œOperating activitiesâ€ section on the Statements of Cash Flows. To qualify for hedge accounting, the derivatives and related hedged items must be designated as a hedge at inception of the hedge relationship. In addition, a derivative must be highly effective at reducing the risk associated with the exposure being hedged. For accounting hedge relationships, the Company formally assesses, both at the inception of the hedge and on an ongoing basis, if the derivatives are highly

effective in offsetting designated changes in the fair value of the hedged item. The Company assesses effectiveness using a statistical regression analysis. Effectiveness may be assessed qualitatively where the critical terms of the derivative and hedged item match.Property, Equipment and Software, netProperty, equipment and software are carried at cost less accumulated depreciation and amortization. The Company uses the straight-line method of depreciation and amortization. Estimated useful lives range from three years to five years for furniture and fixtures, computer equipment, and software. Leasehold improvements are amortized over the shorter of the lease term or the estimated useful life. 91LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Internally-developed software is capitalized when preliminary development efforts are successfully completed and it is probable that the project will be completed, and the software will be used as intended. Capitalized costs consist of salaries and compensation costs for employees, fees paid to third-party consultants who are directly involved in development efforts, and costs incurred for upgrades and enhancements to add functionality of the software. Other costs are expensed as incurred.The Company evaluates impairments of its property, equipment and software whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. If the asset is not recoverable, measurement of an impairment loss is based on the fair value of the asset. When an impairment loss is recognized, the carrying amount of the asset is reduced to its estimated fair value.Goodwill and Other Intangible AssetsGoodwill is recorded when the purchase price of an acquired business exceeds the fair value of the net assets acquired. Goodwill is assigned to the Companyâ€™s reporting units at the acquisition date according to the expected economic benefits that the acquired business will provide to the reporting unit. A reporting unit is a business operating segment or a component of a business operating segment. The Company identifies its reporting units based on how the operating segments and reporting units are managed. Accordingly, the Company allocated goodwill to the LCÂ Bank operating segment.The goodwill of each reporting unit is tested for impairment annually or more frequently in certain circumstances. The Companyâ€™s annual impairment testing is performed in the fourth quarter of each calendar year. Impairment exists when the carrying value of goodwill exceeds its estimated fair value. Adverse changes in impairment indicators such as lower than forecast financial performance, increased competition, increased regulatory oversight, or unplanned changes in operations could result in impairment.The Company can elect to either qualitatively assess goodwill for impairment, or bypass the qualitative test and proceed directly to a quantitative test. If the Company performs a qualitative assessment of goodwill to test for impairment and concludes it is more likely than not that the estimated fair value of a reporting unit is greater than its carrying value, a quantitative test is not required. However, if we determine it is more likely than not that a reporting unitâ€™s fair value is less than its carrying amount, a quantitative assessment is performed to determine if goodwill impairment exists. Under the quantitative impairment assessment, the fair values of the Companyâ€™s reporting units are determined using a combination of income and market-based approaches.Other intangible assets with determinable lives are recorded at their fair value upon completion of a business acquisition or certain other transactions, and generally represent the value of customer contracts or relationships. Such assets are amortized over their useful lives in a manner that best reflects their economic benefit, which may include straight-line or accelerated methods of amortization. Other intangible assets are reviewed for impairment quarterly and when events or changes in circumstances indicate that their carrying amount may not be recoverable. The Company does not have indefinite-lived intangible assets other than goodwill. Intangible assets are reported in â€œOther assetsâ€ on the Balance Sheet.Loss ContingenciesLoss contingencies, including claims and legal actions arising in the ordinary course of business, are recorded as liabilities in â€œOther liabilitiesâ€ on the Balance Sheet. Associated legal expense is recorded in â€œOther non-interest expenseâ€ on the Income Statement. Such liabilities and associated expenses are recorded when the likelihood of loss is probable and an amount or range of loss can be reasonably estimated. The Company will also disclose a range of exposure to incremental loss when such amounts can be estimated and are reasonably possible to occur in future periods. In estimating the Companyâ€™s exposure to loss contingencies, if an amount within the estimated range of loss is the best estimate, that amount will be accrued. However, if there is no amount within the estimated range of 92LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)loss that is the best estimate, the Company will accrue the minimum amount within the range, and disclose the amount up to the high end of the range as an exposure to incremental loss, if such amount is considered reasonably possible. Such estimates are based on the best information available at the time. As additional information becomes available, the Company reassesses the potential liability and records an adjustment to its estimate in the period in which the adjustment is probable and an amount or range can be reasonably estimated. The determination of an expected contingent liability and associated litigation expense requires the Company to make assumptions related to the outcome of these matters. Due to the inherent uncertainties of loss contingencies, the Companyâ€™s estimates may be different than the actual outcomes. Legal fees, including legal fees associated with loss contingencies, are recognized as incurred and included in â€œProfessional servicesâ€ expense on the Income Statement.Stock-based CompensationStock-based compensation includes expense primarily associated with restricted stock units (RSUs) and performance-based restricted stock units (PBRSUs). Stock-based compensation expense is based on the grant date fair value of the award. The cost is generally recognized over the vesting period on a straight-line basis. Forfeitures are recognized as incurred.Income TaxesThe Company accounts for income taxes under the asset and liability method. Under this method, deferred tax assets and liabilities are determined on the basis of the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.The Company recognizes deferred tax assets to the extent that it believes these assets are more likely than not to be realized. In making such a determination, the Company considers the available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, tax-planning strategies, and results of recent operations. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts that are more likely than not expected to be realized. If the Company determines that it is able to realize its deferred tax assets in the future in excess of the net recorded amount, the Company decreases the deferred tax asset valuation allowance, which reduces the provision for income taxes. Uncertain tax positions are recognized only when the Company believes it is more likely than not that the tax position will be upheld on examination by the taxing authorities based on the merits of the position. The Company recognizes interest and penalties, if any, related to uncertain tax positions in â€œIncome tax (expense) benefitâ€ on the Income Statement.Earnings Per ShareBasic earnings per share (Basic EPS) attributable to common stockholders is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period. Diluted earnings per share (Diluted EPS) is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period, adjusted for the effects of dilutive issuances of shares of common stock, which predominantly include incremental shares issued for outstanding RSUs, PBRSUs, and stock options. PBRSUs are included in dilutive shares to the extent the pre-established performance targets have been or are estimated to be satisfied as of the reporting date. The dilutive potential common shares are computed using the treasury stock method. The effects of outstanding RSUs, PBRSUs, and stock options are excluded from the computation of Diluted EPS in periods in which the effect would be antidilutive. For periods with more than one class of common shares, the Company computes Basic and Diluted 93LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)EPS using the two-class method, which is an allocation of net income among the holders of each class of common shares.Consolidation of Variable Interest EntitiesA variable interest entity (VIE) is a legal entity that has either a total equity investment that is insufficient to finance its activities without additional subordinated financial support or whose equity investors lack the characteristics of a controlling financial interest. The Companyâ€™s variable interest arises from contractual, ownership or other monetary interests in the entity, which change with fluctuations in the fair value of the entityâ€™s net assets. A VIE is consolidated by its primary beneficiary, the party that has both the power to direct the activities that most significantly impact the VIEâ€™s economic performance, and the obligation to absorb losses or the right to receive benefits of the VIE that could potentially be significant to the VIE. The Company consolidates a VIE when it is deemed to be the primary beneficiary. The Company assesses whether or not it is the primary beneficiary of a VIE on an ongoing basis.Transfers of Financial AssetsThe Company accounts for transfers of financial assets as sales when it has surrendered control over the transferred assets. Control is generally considered to have been surrendered when the transferred assets have been legally isolated from the Company, the transferee has the right to pledge or exchange the assets without any significant constraints, and the Company has not entered into a repurchase agreement, does not hold unconditional call options and has not written put options on the transferred assets. In assessing whether control has been surrendered, the Company considers whether the transferee would be a consolidated affiliate and the impact of all arrangements or agreements made contemporaneously with, or in contemplation of the transfer, even if they were not entered into at the time of transfer. The Company measures gain or loss on sale of financial assets as the net proceeds received on the sale less the carrying amount of the loans sold. The net proceeds of the sale represent the fair value of any assets obtained or liabilities incurred as part of the transaction, including, but not limited to servicing assets, retained securities, and recourse obligations.Transfers of financial assets that do not qualify for sale accounting would be reported as secured borrowings. Accordingly, the related assets would remain on the Companyâ€™s Balance Sheet and continue to be reported and accounted for as if the transfer had not occurred. Cash proceeds from these transfers are reported as liabilities, with related interest expense recognized over the life of the related assets.Adoption of New Accounting StandardsThe Company adopted the following new accounting standards during the year ended DecemberÂ 31, 2024:In November 2023, the FASB issued Accounting Standards Update (ASU)Â 2023-07, Segment Reporting (TopicÂ 280) â€“ Improvements to Reportable Segment Disclosures, which improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted this ASU effective October 1, 2024, on a retrospective basis. The adoption of this standard did not have a material impact on the Companyâ€™s consolidated financial statements.94LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)New Accounting Standards Not Yet AdoptedIn November 2024, the FASB issued ASU 2024-03, Income Statement (Topic 220) â€“ Reporting Comprehensive Income â€“ Expense Disaggregation Disclosures, which improves income statement expense disclosure requirements, primarily through disaggregated disclosures of certain expense captions into specified categories within the footnotes to the financial statements. The new standard is effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.In DecemberÂ 2023, the FASB issued ASUÂ 2023-09, Income Taxes (TopicÂ 740) â€“ Improvements to Income Tax Disclosures, which improves income tax disclosure requirements, primarily through enhanced disclosures surrounding rate reconciliation and income taxes paid. The new standard is effective for annual periods beginning after DecemberÂ 15, 2024. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.2. Marketplace RevenueMarketplace revenue consists of (i)Â origination fees, (ii)Â servicing fees, (iii)Â gain on sales of loans and (iv)Â net fair value adjustments, as described below.Origination Fees: Origination fees are primarily fees earned related to originating and issuing unsecured personal loans that are held for sale.Servicing Fees: The Company receives servicing fees to compensate it for servicing loans on behalf of investors, including managing payments and collections from borrowers and payments to those investors. The amount of servicing fee revenue earned is predominantly affected by the servicing rates paid by investors and the outstanding principal balance of loans serviced for investors. Servicing fee revenue related to loans sold also includes the associated change in the fair value of servicing assets. Gain on Sales of Loans: In connection with loan sales, the Company recognizes a gain or loss on the sale of loans based on the level to which the contractual servicing fee is above or below an estimated market rate of servicing. Additionally, the Company recognizes transaction costs, if any, as a loss on sale of loans.Net Fair Value Adjustments: The Company records fair value adjustments on loans that are recorded at fair value, which include gains or losses from sale prices in excess of or less than the loan principal amount sold and realized net charge-offs. In addition, as loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in â€œNet fair value adjustmentsâ€ within â€œMarketplace revenue,â€ whereas the associated interest income is recorded within â€œNet interest income.â€ The following table presents components of marketplace revenue for the periods presented:Year Ended DecemberÂ 31,202420232022Origination fees$283,420Â $279,146Â $499,179Â Servicing fees64,933Â 98,613Â 80,609Â Gain on sales of loans49,097Â 47,839Â 95,335Â Net fair value adjustments(154,659)(134,114)8,503Â Total marketplace revenue$242,791Â $291,484Â $683,626Â 95LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)3. Earnings Per ShareThe following table details the computation of the Companyâ€™s Basic and Diluted EPS:Year Ended DecemberÂ 31,202420232022Basic EPS:Net income attributable to stockholders$51,330Â $38,939Â $289,685Â Weighted-average common shares â€“ Basic111,731,523Â 108,466,179Â 103,547,305Â Basic EPS$0.46Â $0.36Â $2.80Â Diluted EPS:Net income attributable to stockholders$51,330Â $38,939Â $289,685Â Weighted-average common shares â€“ Diluted113,122,859Â 108,468,857Â 104,001,288Â Diluted EPS$0.45Â $0.36Â $2.79Â 96LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)4. Securities Available for SaleThe amortized cost, gross unrealized gains and losses, and fair value of AFS securities were as follows:December 31, 2024Amortized CostGross Unrealized GainsGross Unrealized LossesAllowancefor Credit LossesFair ValueSenior asset-backed securities related to Structured Program transactions (1)$2,870,071Â $30,398Â $(645)$â€”Â $2,899,824Â U.S. agency residential mortgage-backed securities270,120Â 48Â (43,243)â€”Â 226,925Â Other asset-backed securities related to Structured Program transactions (2)174,132Â â€”Â (657)(3,527)169,948Â U.S. agency securities90,459Â â€”Â (14,513)â€”Â 75,946Â Mortgage-backed securities62,882Â 8Â (6,216)â€”Â 56,674Â Other asset-backed securities21,364Â 15Â (587)â€”Â 20,792Â Municipal securities3,236Â â€”Â (697)â€”Â 2,539Â Total securities available for sale (3)$3,492,264Â $30,469Â $(66,558)$(3,527)$3,452,648Â December 31, 2023Amortized CostGross Unrealized GainsGross Unrealized LossesFair ValueSenior asset-backed securities related to Structured Program transactions$1,165,513Â $10,932Â $(42)$1,176,403Â U.S. agency residential mortgage-backed securities261,885Â 208Â (37,497)224,596Â U.S. agency securities93,452Â â€”Â (13,348)80,104Â Other asset-backed securities related to Structured Program transactions (2)70,662Â 2,731Â â€”Â 73,393Â Mortgage-backed securities42,511Â â€”Â (5,435)37,076Â Other asset-backed securities26,710Â 25Â (634)26,101Â Municipal securities3,257Â â€”Â (668)2,589Â Total securities available for sale (3)$1,663,990Â $13,896Â $(57,624)$1,620,262Â (1)Â Â Â Â Excludes a $(2.2)Â million cumulative basis adjustment for securities designated in active fair value hedge relationships at DecemberÂ 31, 2024. See â€œNoteÂ 8. Derivative Instruments and Hedging Activitiesâ€ for additional information.(2)Â Â Â Â As of DecemberÂ 31, 2024 and 2023, $169.9 million and $70.1 million, respectively, of the other asset-backed securities related to Structured Program transactions at fair value are subject to restrictions on transfer pursuant to the Companyâ€™s obligations as a â€œsponsorâ€ under the U.S. Risk Retention Rules.(3)Â Â Â Â As of DecemberÂ 31, 2024 and 2023, includes $373.5Â million and $359.5Â million, respectively, of securities pledged as collateral at fair value.97LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)A summary of AFS securities with unrealized losses, aggregated by period of continuous unrealized loss, is as follows:Less than 12 months12 months or longerTotalDecember 31, 2024FairValueUnrealizedLossesFairValueUnrealizedLossesFairValueUnrealizedLossesSenior asset-backed securities related to Structured Program transactions$334,564Â $(645)$â€”Â $â€”Â $334,564Â $(645)U.S. agency residential mortgage-backed securities34,168Â (782)185,405Â (42,461)219,573Â (43,243)Other asset-backed securities related to Structured Program transactions72,251Â (657)â€”Â â€”Â 72,251Â (657)U.S. agency securitiesâ€”Â â€”Â 75,946Â (14,513)75,946Â (14,513)Mortgage-backed securities21,970Â (316)32,298Â (5,900)54,268Â (6,216)Other asset-backed securities1,638Â (4)11,668Â (583)13,306Â (587)Municipal securitiesâ€”Â â€”Â 2,539Â (697)2,539Â (697)Total securities with unrealized losses$464,591Â $(2,404)$307,856Â $(64,154)$772,447Â $(66,558)Less than 12 months12 months or longerTotalDecember 31, 2023FairValueUnrealizedLossesFairValueUnrealizedLossesFairValueUnrealizedLossesSenior asset-backed securities related to Structured Program transactions$38,359Â $(42)$â€”Â $â€”Â $38,359Â $(42)U.S. agency residential mortgage-backed securities6,497Â (149)201,426Â (37,348)207,923Â (37,497)U.S. agency securitiesâ€”Â â€”Â 80,104Â (13,348)80,104Â (13,348)Mortgage-backed securities13,973Â (740)23,103Â (4,695)37,076Â (5,435)Other asset-backed securities12,911Â (50)8,538Â (584)21,449Â (634)Municipal securitiesâ€”Â â€”Â 2,589Â (668)2,589Â (668)Total securities with unrealized losses$71,740Â $(981)$315,760Â $(56,643)$387,500Â $(57,624)At DecemberÂ 31, 2024, the majority of the Companyâ€™s AFS investment portfolio was comprised of senior asset-backed securities related to Structured Program transactions and U.S. agency-backed securities. Management considers U.S. agency-backed securities to be of the highest credit quality and rating given the guarantee of principal and interest by certain U.S. government agencies. Most of the remaining securities in an unrealized loss position in the Companyâ€™s AFS investment portfolio

at DecemberÂ 31, 2024 were rated investment grade. Substantially all of these unrealized losses in the AFS investment portfolio were caused by interest rate increases. The Company does not intend to sell the investment portfolio, and it is not more likely than not that it will be required to sell any investment before recovery of its amortized cost basis. For a description of managementâ€™s quarterly evaluation of AFS securities in an unrealized loss position, see â€œNoteÂ 1. Summary of Significant Accounting Policies.â€98LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table presents the activity in the allowance for credit losses for AFS securities, by security type:Year Ended DecemberÂ 31,2024Other asset-backed securities related to Structured Program transactions:Allowance for credit losses, beginning of period$â€”Â Credit loss expense for securities available for sale3,527Â Allowance for credit losses, end of period$3,527Â There was no activity in the allowance for credit losses for AFS securities during 2023 or 2022.The contractual maturities of AFS securities were as follows:December 31, 2024Amortized CostFair ValueWeighted-averageYield (1)Due within 1 year:U.S. agency securities$3,000Â $2,989Â Total due within 1 year3,000Â 2,989Â 3.50Â %Due after 1 year through 5 years:Senior asset-backed securities related to Structured Program transactions2,870,071Â 2,899,824Â Other asset-backed securities related to Structured Program transactions174,132Â 169,948Â U.S. agency securities7,850Â 7,620Â Mortgage-backed securities2,684Â 2,413Â Other asset-backed securities307Â 306Â Municipal securities307Â 274Â Total due after 1 year through 5 years3,055,351Â 3,080,385Â 7.50Â %Due after 5 years through 10 years:U.S. agency securities23,997Â 20,907Â Other asset-backed securities12,430Â 12,394Â U.S. agency residential mortgage-backed securities3,838Â 3,649Â Mortgage-backed securities915Â 765Â Municipal securities310Â 267Â Total due after 5 years through 10 years41,490Â 37,982Â 4.28Â %Due after 10 years:U.S. agency residential mortgage-backed securities266,282Â 223,276Â Mortgage-backed securities59,283Â 53,496Â U.S. agency securities55,612Â 44,430Â Other asset-backed securities8,627Â 8,092Â Municipal securities2,619Â 1,998Â Total due after 10 years392,423Â 331,292Â 2.90Â %Total securities available for sale$3,492,264Â $3,452,648Â 6.81Â %(1)Â Â Â Â The weighted-average yield is computed using the average month-end amortized cost during the year ended DecemberÂ 31, 2024.During 2024, the Company recognized proceeds of $30.1Â million and gross realized gains of $114Â thousand from sales of senior asset-backed securities related to Structured Program transactions. There were no sales of AFS securities during 2023 or 2022. 99LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)5. Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease LossesLendingClub records certain loans and leases HFI at amortized cost. Other HFI and all HFS loans are recorded at fair value with the Companyâ€™s election of the fair value option. Accrued interest receivable is excluded from the amortized cost basis of loans and leases HFI and is reported within â€œOther assetsâ€ on the Balance Sheet. Net accrued interest receivable related to loans and leases HFI at amortized cost was $30.4Â million and $32.2Â million as of DecemberÂ 31, 2024 and 2023, respectively.Loans and Leases Held for Investment at Amortized CostThe Company defines its loans and leases HFI portfolio segments as (i)Â consumer and (ii)Â commercial. The following table presents the components of each portfolio segment by class of financing receivable:December 31, 2024December 31, 2023Unsecured personal$3,106,472Â $3,726,830Â Residential mortgages172,711Â 183,050Â Secured consumer230,232Â 250,039Â Total consumer loans held for investment3,509,415Â 4,159,919Â Equipment finance (1)64,232Â 110,992Â Commercial real estate373,785Â 380,322Â Commercial and industrial178,386Â 199,069Â Total commercial loans and leases held for investment616,403Â 690,383Â Total loans and leases held for investment4,125,818Â 4,850,302Â Allowance for loan and lease losses(236,734)(310,387)Loans and leases held for investment, net (2)$3,889,084Â $4,539,915Â (1)Â Â Â Â Comprised of sales-type leases for equipment. See â€œNoteÂ 18. Leasesâ€ for additional information.(2)Â Â Â Â As of DecemberÂ 31, 2024, the Company had $3.7Â billion in loans pledged as collateral, comprised of $3.2Â billion pledged under the FRB Discount Window and $456.4Â million pledged to the FHLB of Des Moines. As of DecemberÂ 31, 2023, the Company had $4.0Â billion in loans pledged as collateral, comprised of $3.5Â billion pledged under the FRB Discount Window and $479.0Â million pledged to the FHLB of Des Moines.The following table presents the components of the allowance for loan and lease losses (ALLL):December 31, 2024December 31, 2023Gross allowance for loan and lease losses (1)$285,686Â $355,773Â Recovery asset value (2)(48,952)(45,386)Allowance for loan and lease losses$236,734Â $310,387Â (1)Â Â Â Â Represents the allowance for future estimated net charge-offs on existing portfolio balances.(2)Â Â Â Â Represents the negative allowance for expected recoveries of amounts previously charged-off.100LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)December 31, 2024ConsumerCommercialTotalLoans and leases held for investment$3,509,415Â $616,403Â $4,125,818Â Allowance for loan and lease losses$212,598Â $24,136Â $236,734Â Allowance ratio (1)6.1Â %3.9Â %5.7Â %Gross allowance for loan and lease losses$261,550Â $24,136Â $285,686Â Gross allowance ratio (1)7.5Â %3.9Â %6.9Â %December 31, 2023ConsumerCommercialTotalLoans and leases held for investment$4,159,919Â $690,383Â $4,850,302Â Allowance for loan and lease losses$298,061Â $12,326Â $310,387Â Allowance ratio (1)7.2Â %1.8Â %6.4Â %Gross allowance for loan and lease losses$343,447Â $12,326Â $355,773Â Gross allowance ratio (1)8.3Â %1.8Â %7.3Â %(1)Â Â Â Â Calculated as ALLL or gross ALLL, where applicable, to the corresponding portfolio segment balance of loans and leases held for investment at amortized cost.The activity in the ACL by portfolio segment was as follows:Year Ended December 31,202420232022ConsumerCommercialTotalConsumerCommercialTotalConsumerCommercialTotalAllowance for loan and lease losses:Beginning of period$298,061Â $12,326Â $310,387Â $312,489Â $15,363Â $327,852Â $128,812Â $15,577Â $144,389Â Credit loss expense (benefit)160,581Â 14,849Â 175,430Â 244,518Â (948)243,570Â 265,359Â 1,320Â 266,679Â Charge-offs(299,159)(4,434)(303,593)(278,105)(3,002)(281,107)(85,247)(2,226)(87,473)Recoveries53,115Â 1,395Â 54,510Â 19,159Â 913Â 20,072Â 3,565Â 692Â 4,257Â End of period$212,598Â $24,136Â $236,734Â $298,061Â $12,326Â $310,387Â $312,489Â $15,363Â $327,852Â Reserve for unfunded lending commitments:Beginning of period$â€”Â $1,873Â $1,873Â $18Â $1,860Â $1,878Â $â€”Â $1,231Â $1,231Â Credit loss expense (benefit)â€”Â (690)(690)(18)13Â (5)18Â 629Â 647Â End of period (1)$â€”Â $1,183Â $1,183Â $â€”Â $1,873Â $1,873Â $18Â $1,860Â $1,878Â (1)Â Â Â Â Relates to $105.0Â million, $78.1Â million and $138.0Â million of unfunded commitments as of DecemberÂ 31, 2024, 2023 and 2022, respectively.101LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table presents charge-offs by origination year for the year ended DecemberÂ 31, 2024:Gross Charge-Offs by Origination Year20242023202220212020PriorTotalUnsecured personal (1)$6,796Â $96,219Â $147,062Â $46,894Â $â€”Â $â€”Â $296,971Â Residential mortgagesâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Secured consumer48Â 492Â 1,149Â 499Â â€”Â â€”Â 2,188Â Total consumer loans held for investment6,844Â 96,711Â 148,211Â 47,393Â â€”Â â€”Â 299,159Â Equipment financeâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Commercial real estateâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Commercial and industrial114Â 700Â 1,524Â 403Â â€”Â 1,693Â 4,434Â Total loans and leases held for investment114Â 700Â 1,524Â 403Â â€”Â 1,693Â 4,434Â Total loans and leases held for investment$6,958Â $97,411Â $149,735Â $47,796Â $â€”Â $1,693Â $303,593Â (1)Â Â Â Â Unsecured personal loans are generally charged-off when a borrower is contractually 120Â days past due.Consumer Lending Credit Quality Indicators The Company evaluates the credit quality of its consumer loan portfolio based on the aging status of the loan and by payment activity. Loan delinquency reporting is based upon borrower payment activity relative to the contractual terms of the loan. The following tables present the classes of financing receivables within the consumer portfolio segment by credit quality indicator based on delinquency status and origination year:December 31, 2024Â Term Loans and Leases by Origination Year20242023202220212020PriorTotalUnsecured personalCurrent $1,347,685Â $787,936Â $762,223Â $142,546Â $â€”Â $â€”Â $3,040,390Â 30-59 days past due 4,981Â 7,344Â 8,952Â 2,253Â â€”Â â€”Â 23,530Â 60-89 days past due 2,448Â 6,933Â 7,920Â 1,992Â â€”Â â€”Â 19,293Â 90 or more days past due 2,364Â 7,920Â 8,853Â 2,250Â â€”Â â€”Â 21,387Â Total unsecured personal (1)1,357,478Â 810,133Â 787,948Â 149,041Â â€”Â â€”Â 3,104,600Â Residential mortgages Current â€”Â â€”Â 45,828Â 52,679Â 28,176Â 45,789Â 172,472Â 30-59 days past due â€”Â â€”Â â€”Â â€”Â â€”Â 151Â 151Â 60-89 days past due â€”Â â€”Â â€”Â â€”Â â€”Â 88Â 88Â 90 or more days past due â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Total residential mortgages â€”Â â€”Â 45,828Â 52,679Â 28,176Â 46,028Â 172,711Â Secured consumerCurrent79,161Â 78,081Â 56,766Â 10,573Â â€”Â 2,372Â 226,953Â 30-59 days past due98Â 824Â 1,199Â 221Â â€”Â â€”Â 2,342Â 60-89 days past due11Â 147Â 338Â 104Â â€”Â â€”Â 600Â 90 or more days past due36Â 157Â 99Â 45Â â€”Â â€”Â 337Â Total secured consumer79,306Â 79,209Â 58,402Â 10,943Â â€”Â 2,372Â 230,232Â Total consumer loans held for investment$1,436,784Â $889,342Â $892,178Â $212,663Â $28,176Â $48,400Â $3,507,543Â (1)Â Â Â Â Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of DecemberÂ 31, 2024, the basis adjustment totaled $1.9Â million and represents an increase to the amortized cost of the hedged loans. See â€œNoteÂ 8. Derivative Instruments and Hedging Activitiesâ€ for additional information.102LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)December 31, 2023Â Term Loans and Leases by Origination Year 20232022202120202019PriorTotalUnsecured personalCurrent $1,498,737Â $1,688,512Â $438,296Â $â€”Â $â€”Â $3,625,545Â 30-59 days past due 9,034Â 17,017Â 6,665Â â€”Â â€”Â â€”Â 32,716Â 60-89 days past due 7,767Â 15,538Â 6,251Â â€”Â â€”Â â€”Â 29,556Â 90 or more days past due 6,924Â 16,564Â 6,644Â â€”Â â€”Â â€”Â 30,132Â Total unsecured personal (1)1,522,462Â 1,737,631Â 457,856Â â€”Â â€”Â â€”Â 3,717,949Â Residential mortgages Current 53Â 48,473Â 54,855Â 29,960Â 18,917Â 29,041Â 181,299Â 30-59 days past due â€”Â â€”Â â€”Â 1,331Â 420Â 1,751Â 60-89 days past due â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â 90 or more days past due â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Total residential mortgages 53Â 48,473Â 54,855Â 29,960Â 20,248Â 29,461Â 183,050Â Secured consumerCurrent125,618Â 97,084Â 21,949Â â€”Â 2,460Â â€”Â 247,111Â 30-59 days past due364Â 1,295Â 417Â â€”Â â€”Â â€”Â 2,076Â 60-89 days past due94Â 373Â 168Â â€”Â â€”Â â€”Â 635Â 90 or more days past dueâ€”Â 153Â 64Â â€”Â â€”Â â€”Â 217Â Total secured consumer126,076Â 98,905Â 22,598Â â€”Â 2,460Â â€”Â 250,039Â Total consumer loans held for investment$1,648,591Â $1,885,009Â $535,309Â $29,960Â $22,708Â $29,461Â $4,151,038Â (1)Â Â Â Â Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of DecemberÂ 31, 2023, the basis adjustment totaled $8.9Â million and represents an increase to the amortized cost of the hedged loans. See â€œNoteÂ 8. Derivative Instruments and Hedging Activitiesâ€ for additional information.Commercial Lending Credit Quality IndicatorsThe Company evaluates the credit quality of its commercial loan portfolio based on regulatory risk ratings. The Company categorizes loans and leases into risk ratings based on relevant information about the quality and realizable value of collateral, if any, and the ability of obligors to service their debts, such as current financial information, historical payment experience, credit documentation, public information, and current economic trends, among other factors. The Company analyzes loans and leases individually by classifying the loans and leases based on their associated credit risk and performs this analysis whenever credit is extended, renewed or modified, or when an observable event occurs indicating a potential decline in credit quality, and no less than annually for large balance loans. Risk rating classifications consist of the following:Pass â€“ Loans and leases that the Company believes will fully repay in accordance with the contractual loan terms. Special Mention â€“ Loans and leases with a potential weakness that deserve managementâ€™s close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or the Companyâ€™s credit position at some future date.Substandard â€“ Loans and leases that are inadequately protected by the current sound worth and paying capacity of the obligor or of the collateral pledged, if any. Loans and leases so classified have a well-defined weakness or weaknesses that jeopardize the repayment and liquidation of the debt. They are characterized by the distinct possibility that the Company will sustain some loss if the deficiencies are not corrected. Normal payment from the borrower is in jeopardy, although loss of principal, while still possible, is not imminent.103LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Doubtful â€“ Loans and leases that have all the weaknesses inherent in those classified as Substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently known facts, conditions, and values, highly questionable and improbable.Loss â€“ Loans and leases that are considered uncollectible and of little value.The following tables present the classes of financing receivables within the commercial portfolio segment by risk rating and origination year:December 31, 2024Â Term Loans and Leases by Origination Year 20242023202220212020PriorTotalGuaranteed Amount (1)Equipment financePass $â€”Â $1,519Â $32,544Â $7,790Â $9,101Â $6,643Â $57,597Â $â€”Â Special mentionâ€”Â â€”Â 335Â 602Â â€”Â â€”Â 937Â â€”Â Substandard â€”Â â€”Â 776Â 4,922Â â€”Â â€”Â 5,698Â â€”Â Doubtful â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Lossâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Total equipment financeâ€”Â 1,519Â 33,655Â 13,314Â 9,101Â 6,643Â 64,232Â â€”Â Commercial real estate Pass 22,847Â 67,692Â 89,903Â 21,174Â 27,947Â 106,060Â 335,623Â 31,499Â Special mentionâ€”Â â€”Â â€”Â â€”Â 252Â 6,276Â 6,528Â â€”Â Substandard â€”Â â€”Â 2,430Â 8,441Â 7,987Â 10,791Â 29,649Â 8,940Â Doubtful â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Lossâ€”Â â€”Â 1,121Â 271Â â€”Â 593Â 1,985Â 1,543Â Total commercial real estate22,847Â 67,692Â 93,454Â 29,886Â 36,186Â 123,720Â 373,785Â 41,982Â Commercial and industrialPass 28,030Â 29,186Â 31,697Â 27,474Â 5,503Â 12,678Â 134,568Â 85,269Â Special mention635Â â€”Â 5,165Â 2,652Â 76Â â€”Â 8,528Â 7,065Â Substandard â€”Â 4,071Â 13,110Â 2,311Â 1,399Â 1,670Â 22,561Â 14,879Â Doubtful â€”Â 3,279Â 1,477Â 506Â 285Â 5,547Â 4,671Â Loss282Â 2,094Â 4,224Â 568Â â€”Â 14Â 7,182Â 7,182Â Total commercial and industrial28,947Â 35,351Â 57,475Â 34,482Â 7,484Â 14,647Â 178,386Â 119,066Â Total commercial loans and leases held for investment$51,794Â $104,562Â $184,584Â $77,682Â $52,771Â $145,010Â $616,403Â $161,048Â (1)Â Â Â Â Represents loan balances guaranteed by the Small Business Association (SBA). 104LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)December 31, 2023Â Term Loans and Leases by Origination Year 20232022202120202019PriorTotalGuaranteed Amount (1)Equipment financePass $2,945Â $33,430Â $26,311Â $7,754Â $9,411Â $6,288Â $86,139Â $â€”Â Special mentionâ€”Â 15,235Â 1,962Â 5,873Â 1,335Â â€”Â 24,405Â â€”Â Substandard â€”Â â€”Â 448Â â€”Â â€”Â 448Â â€”Â Doubtful â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Lossâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Total equipment finance2,945Â 48,665Â 28,273Â 14,075Â 10,746Â 6,288Â 110,992Â â€”Â Commercial real estate Pass 49,067Â 94,247Â 34,535Â 43,058Â 52,160Â 78,062Â 351,129Â 33,423Â Special mentionâ€”Â â€”Â â€”Â â€”Â â€”Â 13,706Â 13,706Â â€”Â Substandard â€”Â 3,598Â 7,716Â â€”Â â€”Â 2,139Â 13,453Â 9,425Â Doubtful â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Lossâ€”Â â€”Â 1,515Â â€”Â â€”Â 519Â 2,034Â 1,471Â Total commercial real estate49,067Â 97,845Â 43,766Â 43,058Â 52,160Â 94,426Â 380,322Â 44,319Â Commercial and industrialPass 40,636Â 60,352Â 39,304Â 9,525Â 10,282Â 11,626Â 171,725Â 104,928Â Special mentionâ€”Â 10,881Â 1,532Â 729Â 137Â 444Â 13,723Â 9,384Â Substandard â€”Â 2,304Â 5,426Â 673Â 1,045Â 1,434Â 10,882Â 6,908Â Doubtful â€”Â 649Â â€”Â 548Â â€”Â 286Â 1,483Â 1,214Â Lossâ€”Â â€”Â â€”Â â€”Â 1,256Â 1,256Â 1,229Â Total commercial and industrial40,636Â 74,186Â 46,262Â 11,475Â 11,464Â 15,046Â 199,069Â 123,663Â Total commercial loans and leases held for investment$92,648Â $220,696Â $118,301Â $68,608Â $74,370Â $115,760Â $690,383Â $167,982Â (1)Â Â Â Â Represents loan balances guaranteed by the SBA. The following tables present an analysis of the past due loans and leases HFI at amortized cost within the commercial portfolio segment:December 31, 202430-59Days60-89Days90 or MoreDaysTotal Days Past DueGuaranteed Amount (1)Equipment finance$67Â $â€”Â $4,551Â $4,618Â $â€”Â Commercial real estate8,320Â 483Â 9,731Â 18,534Â 8,456Â Commercial and industrial6,257Â 1,182Â 15,971Â 23,410Â 18,512Â Total commercial loans and leases held for investment$14,644Â $1,665Â $30,253Â $46,562Â $26,968Â December 31, 202330-59Days60-89Days90 or MoreDaysTotal Days Past DueGuaranteed Amount (1)Equipment finance$1,265Â $â€”Â $â€”Â $1,265Â $â€”Â Commercial real estateâ€”Â 3,566Â 1,618Â 5,184Â 4,047Â Commercial and industrial12,261Â 1,632Â 1,515Â 15,408Â 11,260Â Total commercial loans and leases held for investment$13,526Â $5,198Â $3,133Â $21,857Â $15,307Â (1)Â Â Â Â Represents loan balances guaranteed by the SBA.105LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Loan ModificationsOn January 1, 2023, we adopted ASU 2022-02, Financial Instruments â€“ Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures on a prospective basis. As such, the 2022 comparative period is not presented in the tables below.The Company has loan modification programs to assist borrowers experiencing financial difficulty and to mitigate losses and maximize collections for loans serviced by the Company. The table

below presents the amortized cost of loans that were modified during the periods presented, by modification type:Year Ended DecemberÂ 31,20242023Short-term payment reduction$26,421Â $4,867Â Permanent loan modification5,874Â 3,659Â Debt settlement5,631Â 7,350Â Total loan modifications â€“ unsecured personal loans$37,926Â $15,876Â % of unsecured personal loans at amortized cost as of period end1.2Â %0.4Â %The Company expanded its digital channels to enable borrowers experiencing financial difficulty to qualify for a short-term payment reduction modification program. Under this program, borrowers may receive a temporary payment reduction for three months. If the borrower meets the temporary payment reduction requirements during the first three-month term, they may qualify for a payment reduction for an additional three months. Receiving an additional three months of payment reduction is considered an other-than-insignificant payment delay and becomes a short-term payment reduction modification. The short-term payment reduction modification results in a term extension of five to eight months compared to the original maturity date of the loan and does not include any principal or interest forgiveness. At the time of receiving a payment reduction, a delinquent loan resets to current status. However, if a borrower fails to comply with the modified terms, the delinquency status returns to the original contractual terms of the loan. Borrowers who were in their first three months of temporary payment reduction had a total of $14.5Â million of loan balances at amortized cost outstanding as of DecemberÂ 31, 2024, and may subsequently be eligible for a short-term payment reduction modification. Permanent loan modifications include both a reduction in contractual interest rates and an extension to the contractual maturity date of up to twelve months and do not include any principal forgiveness. To qualify for this modification, borrowers must meet the Companyâ€™s debt-to-income ratio requirements. During the years ended DecemberÂ 31, 2024 and 2023, the weighted-average interest rate reduction under this program was approximately 8.0% and 9.2%, respectively. The weighted-average maturity date extension was approximately twelve months for all periods. Debt settlement modifications, which include engaging with third-party debt settlement companies, reduce the principal and interest amounts owed by borrowers. The Company typically charges-off such loans within a few months following the modification, as payments under the modified agreement are less than the original contractual amounts. 106LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table presents the delinquency status of the amortized cost of loan modifications as of the periods presented below that were modified during the preceding twelve months:December 31, 2024December 31, 2023Short-term Payment ReductionPermanent Loan ModificationDebt SettlementShort-term Payment ReductionPermanent Loan ModificationDebt SettlementUnsecured personal loansCurrent$21,471Â $5,285Â $43Â $4,533Â $3,208Â $70Â 30-59 days1,851Â 247Â 19Â 149Â 199Â 85Â 60-89 days1,462Â 159Â 811Â 105Â 67Â 669Â 90 or more days1,637Â 183Â 4,758Â 80Â 185Â 6,526Â Total loan modifications$26,421Â $5,874Â $5,631Â $4,867Â $3,659Â $7,350Â A modified loan is generally charged-off in the event of a borrower defaulting at 120 days past due. The table below presents the total amount of charge-offs during the period for loan modifications that were entered into within the preceding twelve months of charge-off:Year Ended DecemberÂ 31,20242023Short-term payment reduction$7,945Â $224Â Permanent loan modification2,136Â 308Â Debt settlement72,845Â 53,111Â Total loan modifications â€“ unsecured personal loans$82,926Â $53,643Â Nonaccrual AssetsNonaccrual loans and leases are those for which accrual of interest has been suspended. Loans and leases are generally placed on nonaccrual status when contractually past due 90Â days or more, or earlier if management believes that the probability of collection does not warrant further accrual.Certain loans on nonaccrual status may be considered collateral-dependent loans if the borrower is experiencing financial difficulty and repayment of the loan is expected to be substantially through sale of the collateral. Such loans are secured by various types of collateral, including real estate, auto, equipment, among others. Expected credit losses for the Companyâ€™s collateral-dependent loans are calculated as the difference between the amortized cost basis and the fair value of the underlying collateral less costs to sell, if applicable. The fair value of the underlying collateral is generally based on third-party appraisals, which are updated on a case-by-case basis.107LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table presents nonaccrual loans and leases:Year Ended December 31,20242023NonaccrualNonaccrual with no related ACL(1)NonaccrualNonaccrual with no related ACL(1)Unsecured personal$21,387Â $â€”Â $30,132Â $â€”Â Residential mortgages295Â 295Â 312Â 312Â Secured consumer337Â â€”Â 217Â â€”Â Total nonaccrual consumer loans held for investment22,019Â 295Â 30,661Â 312Â Equipment finance4,516Â â€”Â â€”Â â€”Â Commercial real estate18,280Â 5,345Â 9,663Â 2,187Â Commercial and industrial27,489Â 7,501Â 4,058Â 1,590Â Total nonaccrual commercial loans and leases held for investment (2)50,285Â 12,846Â 13,721Â 3,777Â Total nonaccrual loans and leases held for investment$72,304Â $13,141Â $44,382Â $4,089Â (1)Â Â Â Â Â Subset of total nonaccrual loans and leases.(2)Â Â Â Â Includes $31.2Â million and $10.4Â million in loan balances guaranteed by the SBA as of DecemberÂ 31, 2024 and 2023, respectively.Year Ended December 31,20242023NonaccrualNonaccrual Ratios(1)NonaccrualNonaccrual Ratios(1)Total nonaccrual consumer loans held for investment$22,019Â 0.6Â %$30,661Â 0.7Â %Total nonaccrual commercial loans and leases held for investment50,285Â 8.2Â %13,721Â 2.0Â %Total nonaccrual loans and leases held for investment$72,304Â 1.8Â %$44,382Â 0.9Â %(1)Â Â Â Â Calculated as the ratio of non-accruing loans and leases to loans and leases HFI at amortized cost.108LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)6. Securitizations and Variable Interest Entities The following table presents the classifications of assets and liabilities on the Companyâ€™s Balance Sheet for its transactions with VIEs, which include Structured Program transactions. The Company also has various forms of involvement with VIEs, including servicing loans and holding senior asset-backed securities or subordinated interests in the VIEs. Additionally, the carrying amount of assets and liabilities in the table below excludes intercompany balances that were eliminated in consolidation.December 31, 2024December 31, 2023ConsolidatedUnconsolidatedTotalConsolidatedUnconsolidatedTotalAssetsRestricted cash$â€”Â $â€”Â $â€”Â $3,454Â $â€”Â $3,454Â Securities available for sale at fair valueâ€”Â 3,069,771Â 3,069,771Â â€”Â 1,249,796Â 1,249,796Â Loans held for investment at fair value (1)â€”Â â€”Â â€”Â 970Â â€”Â 970Â Other assetsâ€”Â 46,269Â 46,269Â 14Â 31,531Â 31,545Â Total assets$â€”Â $3,116,040Â $3,116,040Â $4,438Â $1,281,327Â $1,285,765Â LiabilitiesBorrowings (1)â€”Â â€”Â â€”Â 2,888Â â€”Â 2,888Â Other liabilitiesâ€”Â 6,313Â 6,313Â 4Â 3,301Â 3,305Â Total liabilities$â€”Â $6,313Â $6,313Â $2,892Â $3,301Â $6,193Â Total net assets (maximum loss exposure)$â€”Â $3,109,727Â $3,109,727Â $1,546Â $1,278,026Â $1,279,572Â (1)Â Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.The maximum loss exposure shown in the table above represents the estimated loss that would be incurred under severe, hypothetical circumstances, for which the Company believes the possibility is extremely remote, such as where the value of interests and any associated collateral declines to zero. Accordingly, this required disclosure is not an indication of expected losses.109LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table summarizes activity related to unconsolidated VIEs where the transfers were accounted for as a sale on the Companyâ€™s financial statements:DecemberÂ 31,202420232022Fair value of consideration received:Cash$394,205Â $172,397Â $5,320Â Net securities retained from Structured Program transactions2,711,693Â 1,299,313Â 2,180Â Other assets (liabilities), net35,877Â 16,740Â (3,794)Total consideration3,141,775Â 1,488,450Â 3,706Â Fair value of loans sold(3,079,628)(1,474,077)(39,519)Sale of senior securities related to Structured Program transactions(30,000)â€”Â â€”Â Deconsolidation of debt880Â â€”Â 36,072Â Principal derecognized from loans securitized or sold(737)â€”Â â€”Â Gain on sales of loans and securities (1)$32,290Â $14,373Â $259Â Cash proceeds from continuing involvement:Servicing and other administrative fees$27,047Â $5,475Â $8,618Â Interest received on securities retained from Structured Program transactions$164,807Â $22,786Â $7,285Â (1)Â Â Â Â Consists primarily of servicing assets recognized at the time of sale, less any transaction costs, and excludes origination fees and fair value adjustments recognized prior to the sale. Prior period amounts have been reclassified to conform to the current period presentation.In 2023, the Company resumed its Structured Program transactions with its newly launched Structured Certificates. In this structure, the Company has primarily retained (but may sell) the senior securities at a fixed rate, along with the amount required pursuant to the U.S. Risk Retention Rules, and sells the residual certificates to marketplace investors. There is no direct recourse to the Companyâ€™s assets and holders of the securities can look only to those assets of the VIEs that issued those securities. The residual certificates are subject principally to the credit and prepayment risk stemming from the underlying pool of unsecured personal loans. See â€œNoteÂ 4. Securities Available for Saleâ€ for additional information related to these securities.As ofÂ DecemberÂ 31, 2024, the aggregate unpaid principal balance held by unconsolidated VIEs was $3.5Â billion, of which $44.7Â million was attributable to off-balance sheet loans that were 30Â days or more past due. As of DecemberÂ 31, 2023, the aggregate unpaid principal balance held by unconsolidated VIEs was $1.6Â billion, of which $9.5Â million was attributable to off-balance sheet loans that were 30 days or more past due. For such loans, the Company would only experience a loss if it was required to repurchase a loan due to a breach in representations and warranties associated with its loan sale or servicing contracts.110LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)7. Fair Value Measurements For a description of the fair value hierarchy and the Companyâ€™s fair value methodologies, see â€œNoteÂ 1. Summary of Significant Accounting Policies.â€ The Company records certain assets and liabilities at fair value as listed in the following tables.Recurring Fair Value MeasurementsThe following tables present, by level within the fair value hierarchy, the Companyâ€™s assets and liabilities measured at fair value on a recurring basis:December 31, 2024Level 1Level 2Level 3Balance at Fair ValueAssets:Loans held for sale at fair value$â€”Â $â€”Â $636,352Â $636,352Â Loans held for investment at fair valueâ€”Â â€”Â 1,027,798Â 1,027,798Â Securities available for sale:Senior asset-backed securities related to Structured Program transactionsâ€”Â â€”Â 2,899,824Â 2,899,824Â U.S. agency residential mortgage-backed securitiesâ€”Â 226,925Â â€”Â 226,925Â Other asset-backed securities related to Structured Program transactionsâ€”Â â€”Â 169,948Â 169,948Â U.S. agency securitiesâ€”Â 75,946Â â€”Â 75,946Â Mortgage-backed securitiesâ€”Â 56,674Â â€”Â 56,674Â Other asset-backed securitiesâ€”Â 20,792Â â€”Â 20,792Â Municipal securitiesâ€”Â 2,539Â â€”Â 2,539Â Total securities available for saleâ€”Â 382,876Â 3,069,772Â 3,452,648Â Servicing assetsâ€”Â â€”Â 60,697Â 60,697Â Other assetsâ€”Â 5,820Â â€”Â 5,820Â Total assets$â€”Â $388,696Â $4,794,619Â $5,183,315Â Liabilities:Other liabilities$â€”Â $5,019Â $11,799Â $16,818Â Total liabilities$â€”Â $5,019Â $11,799Â $16,818Â 111LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)December 31, 2023Level1 Level2 Level3 Balance at Fair ValueAssets:Loans held for sale at fair value$â€”Â $â€”Â $407,773Â $407,773Â Loans held for investment at fair value (1)â€”Â â€”Â 272,678Â 272,678Â Securities available for sale:Senior asset-backed securities related to Structured Program transactionsâ€”Â â€”Â 1,176,403Â 1,176,403Â U.S. agency residential mortgage-backed securitiesâ€”Â 224,596Â â€”Â 224,596Â U.S. agency securitiesâ€”Â 80,104Â â€”Â 80,104Â Other asset-backed securities related to Structured Program transactionsâ€”Â â€”Â 73,393Â 73,393Â Mortgage-backed securitiesâ€”Â 37,076Â â€”Â 37,076Â Other asset-backed securitiesâ€”Â 26,101Â â€”Â 26,101Â Municipal securitiesâ€”Â 2,589Â â€”Â 2,589Â Total securities available for saleâ€”Â 370,466Â 1,249,796Â 1,620,262Â Servicing assetsâ€”Â â€”Â 77,680Â 77,680Â Other assetsâ€”Â 3,525Â â€”Â 3,525Â Total assets$â€”Â $373,991Â $2,007,927Â $2,381,918Â Liabilities:Borrowings (1)$â€”Â $â€”Â $12,956Â $12,956Â Other liabilitiesâ€”Â 12,072Â 7,655Â 19,727Â Total liabilities$â€”Â $12,072Â $20,611Â $32,683Â (1)Â Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.Financial instruments are categorized in the valuation hierarchy based on the significance of observable or unobservable factors in the overall fair value measurement. For the financial instruments listed in the tables above that do not trade in an active market with readily observable prices, the Company uses significant unobservable inputs to measure the fair value of these assets and liabilities. The Company primarily uses a DCF model to estimate the fair value of LevelÂ 3 instruments based on the present value of estimated future cash flows. This model uses inputs that are inherently judgmental and reflect the Companyâ€™s best estimates of the assumptions a market participant would use to calculate fair value. The Company did not transfer any assets or liabilities in or out of LevelÂ 3 during the years ended DecemberÂ 31, 2024 or 2023.The following significant unobservable inputs, as applicable, were used in the fair value measurement of the Companyâ€™s Level 3 assets:â€¢Discount rate â€“ The weighted-average rate at which the expected cash flows are discounted to arrive at the net present value of the loan. The discount rate is primarily determined based on marketplace investor return expectations.â€¢Annualized net charge-off rate â€“ The annualized rate of average charge-offs, net of recoveries, expressed as a percentage of the average principal balance of loan pools with similar risk characteristics. The calculation of this annualized rate also incorporates a qualitative estimate of credit losses based on the Companyâ€™s current macroeconomic outlook.â€¢Annualized prepayment rate â€“ The annualized rate of prepayments expressed as a percentage of the average principal balance of loan pools with similar risk characteristics.112LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)An increase in each of the inputs above, in isolation, would result in a decrease in the fair value measurement. The sensitivity calculations are hypothetical and should not be considered to be predictive of future performance. The effect on fair value of a variation in assumptions generally cannot be determined because the relationship of the change in assumptions to the fair value may not be linear. Changes in one factor may lead to changes in other factors, which could impact the hypothetical results.Loans Held for Sale at Fair ValueSignificant Unobservable InputsThe following significant unobservable inputs were used in the fair value measurement of loans HFS:December 31, 2024December 31, 2023MinimumMaximumWeighted-AverageMinimumMaximumWeighted-AverageDiscount rate7.1Â %11.9Â %7.9Â %8.1Â %10.3Â %9.0Â %Annualized net charge-off rate (1)1.8Â %21.2Â %5.4Â %2.7Â %12.9Â %6.5Â %Annualized prepayment rate (1)15.0Â %27.6Â %20.4Â %15.7Â %22.5Â %19.9Â %(1)Â Â Â Â The weighted-average rate is calculated using the original principal balance of each loan pool.Fair Value SensitivityThe sensitivity of loans HFS at fair value to adverse changes in key assumptions was as follows:December 31, 2024December 31, 2023Loans held for sale at fair value$636,352Â $407,773Â Expected remaining weighted-average life (in years)1.41.5Discount rate:100 basis point increase$(7,663)$(5,093)200 basis point increase$(15,174)$(10,051)Annualized net charge-off rate:10% increase$(6,436)$(5,102)20% increase$(12,937)$(10,184)Annualized prepayment rate:10% increase$(1,274)$(851)20% increase$(2,444)$(1,628)113LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Fair Value ReconciliationThe following table presents loans HFS at fair value activity:Year Ended DecemberÂ 31,20242023Fair value at beginning of period$407,773Â $110,400Â Originations and purchases5,194,160Â 4,942,457Â Sales(4,576,779)(4,634,155)Principal payments(231,624)(70,350)Transfers from loans held for investmentâ€”Â 195,106Â Realized charge-offs, net of recoveries, recorded in earnings(20,336)(13,597)Fair value adjustments recorded in earnings(136,842)(122,088)Fair value at end of period$636,352Â $407,773Â The following table summarizes the aggregate fair value of the Companyâ€™s HFS loans, as well as the amount that was 90 days or more past due:December 31, 2024December 31, 2023Total 90 or moreÂ days past dueTotal 90 or moreÂ days past dueAggregate unpaid principal balance$657,984Â $3,719Â $431,955Â $1,395Â Cumulative fair value adjustments(21,632)(3,012)(24,182)(1,102)Fair value of loans held for sale$636,352Â $707Â $407,773Â $293Â Loans Held for Investment at Fair ValueLoans HFI at fair value consists primarily of a loan portfolio that was purchased with a $1.3Â billion outstanding principal balance during the third quarter of 2024. This portfolio consisted of loans that the Company previously originated and sold. Due to the short remaining duration of the acquired loan portfolio, the Company has elected to account for the HFI loan portfolio under the fair value option.The tables presented below for the 2023 comparative period exclude retail and certificate loans held for investment at fair value, which totaled $10.5Â million at DecemberÂ 31, 2023. The Company did not assume principal or interest rate risk on such loans that were funded by its member payment-dependent self-directed retail program (Retail Program) because loan balances, interest rates and maturities were matched and offset by an equal balance of notes with the exact same interest rates and maturities. As of DecemberÂ 31, 2024, there were no remaining retail and certificate loans held for investment at fair value.Significant Unobservable InputsThe following significant unobservable inputs were used in the fair value measurement of loans HFI:December 31, 2024December 31, 2023MinimumMaximumWeighted-AverageMinimumMaximumWeighted-AverageDiscount rate7.2Â %21.8Â %10.5Â %8.4Â %16.2Â %12.8Â %Annualized net charge-off rate (1)3.0Â %20.2Â %6.6Â %1.9Â %5.9Â %3.7Â %Annualized prepayment rate (1)15.6Â %21.4Â %19.3Â %18.6Â %27.7Â %22.6Â %(1)Â Â Â Â The weighted-average rate is calculated using the original principal balance of each loan pool.114LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Fair Value SensitivityThe sensitivity of loans HFI at fair value to adverse changes in key assumptions was as follows:December 31, 2024December 31, 2023Loans held for investment at fair value$1,027,798Â $262,190Â Expected remaining weighted-average life (in years)0.90.9Discount rate:100 basis point increase$(7,832)$(1,957)200 basis point increase$(15,557)$(3,888)Annualized net charge-off rate:10% increase$(11,821)$(1,753)20% increase$(25,428)$(3,595)Annualized prepayment rate:10% increase$(4,813)$(857)20% increase$(9,854)$(1,675)Fair Value ReconciliationThe following table presents loans HFI at fair value activity:Year Ended DecemberÂ 31,20242023Fair value at beginning of period$262,190Â $925,938Â Purchases1,396,223Â 4,243Â Principal payments(618,472)(485,043)Transfers to loans held for saleâ€”Â (195,106)Interest income accretion and fair value

adjustments recorded in earnings(12,143)12,158Â Fair value at end of period$1,027,798Â $262,190Â The following table summarizes the aggregate fair value of the Companyâ€™s HFI loans held at fair value, as well as the amount that was 90 days or more past due:December 31, 2024December 31, 2023Total 90 or moreÂ days past dueTotal 90 or moreÂ days past dueAggregate unpaid principal balance$1,097,511Â $14,616Â $281,031Â $3,774Â Cumulative fair value adjustments(69,713)(11,836)(18,841)(3,037)Fair value of loans held for investment$1,027,798Â $2,780Â $262,190Â $737Â 115LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Asset-Backed Securities Related to Structured Program TransactionsSenior Asset-Backed Securities Related to Structured Program TransactionsSignificant Unobservable InputsThe following significant unobservable input, which includes credit spreads, was used in the fair value measurement of senior asset-backed securities related to Structured Program transactions:December 31, 2024December 31, 2023MinimumMaximumWeighted-AverageMinimumMaximumWeighted-AverageDiscount rate6.0Â %6.0Â %6.0Â %7.0Â %7.0Â %7.0Â %Fair Value SensitivityThe sensitivity in the fair value of senior asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:December 31, 2024December 31, 2023Fair value of interests held$2,899,824Â $1,176,403Â Expected remaining weighted-average life (in years)1.21.5Discount rate:100 basis point increase$(37,315)$(18,016)200 basis point increase$(74,630)$(36,033)Fair Value ReconciliationThe following table presents senior asset-backed securities related to Structured Program transactions activity:Year Ended DecemberÂ 31,20242023Fair value at beginning of period$1,176,403Â $â€”Â Additions2,558,003Â 1,225,796Â Sales(30,114)â€”Â Cash received(823,331)(60,283)Change in unrealized gain18,863Â 10,890Â Fair value at end of period$2,899,824Â $1,176,403Â 116LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Other Asset-Backed Securities Related to Structured Program Transactions Significant Unobservable InputsThe following significant unobservable inputs were used in the fair value measurement of other asset-backed securities related to Structured Program transactions:December 31, 2024December 31, 2023MinimumMaximumWeighted-AverageMinimumMaximumWeighted-AverageDiscount rate7.1Â %11.0Â %7.9Â %8.1Â %10.3Â %9.0Â %Annualized net charge-off rate (1)3.4Â %7.4Â %5.0Â %4.9Â %5.9Â %5.5Â %Annualized prepayment rate (1)18.7Â %20.9Â %20.5Â %19.2Â %21.0Â %20.1Â %(1)Â Â Â Â The weighted-average rate is calculated using the original principal balance of each security.Fair Value SensitivityThe sensitivity in the fair value of other asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:December 31, 2024December 31, 2023Fair value of interests held$169,948Â $73,393Â Expected remaining weighted-average life (in years)1.31.5Discount rate:100 basis point increase$(1,909)$(927)200 basis point increase$(3,783)$(1,836)Annualized net charge-off rate:10% increase$(1,778)$(882)20% increase$(3,567)$(1,771)Annualized prepayment rate:10% increase$(432)$(203)20% increase$(835)$(430)Fair Value ReconciliationThe following table presents other asset-backed securities related to Structured Program transactions activity:Year Ended DecemberÂ 31,20242023Fair value at beginning of period$73,393Â $12,469Â Additions153,690Â 73,516Â Cash received(53,219)(12,634)Credit loss expense for securities available for sale(3,217)â€”Â Change in unrealized gain (loss)(699)42Â Fair value at end of period$169,948Â $73,393Â 117LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Servicing AssetsSignificant Unobservable InputsThe following significant unobservable inputs were used in the fair value measurement for servicing assets related to loans sold to investors:December 31, 2024December 31, 2023MinimumMaximumWeighted-AverageMinimumMaximumWeighted-AverageDiscount rate8.7Â %17.3Â %10.8Â %8.7Â %17.3Â %11.3Â %Annualized net charge-off rate (1)1.8Â %21.2Â %8.2Â %1.9Â %24.0Â %8.7Â %Annualized prepayment rate (1)14.8Â %27.5Â %20.0Â %15.6Â %25.7Â %20.3Â %Market servicing rate (2)0.62Â %0.62Â %0.62Â %0.62Â %0.62Â %0.62Â %(1)Â Â Â Â The weighted-average rate is calculated using the original principal balance of each loan pool.(2)Â Â Â Â The fees a willing market participant would require for the servicing of loans with similar characteristics as those in the Companyâ€™s serviced portfolio.Fair Value SensitivityThe sensitivity of the fair value of servicing assets to adverse changes in key assumptions was as follows:December 31, 2024December 31, 2023Fair value of servicing assets$60,697Â $77,680Â Expected remaining weighted-average life (in years)1.21.2Discount rate:100 basis point increase$(519)$(675)200 basis point increase$(1,038)$(1,349)Annualized net charge-off rate:10% increase$(551)$(878)20% increase$(1,102)$(1,756)Annualized prepayment rate:10% increase$(1,359)$(1,550)20% increase$(2,718)$(3,100)The Companyâ€™s selection of the most representative market servicing rates for servicing assets is inherently judgmental. The Company reviews third-party servicing rates for its loans, loans in similar credit sectors, and market servicing benchmarking analyses provided by third-party valuation firms, when available. The table below shows the impact on the estimated fair value of servicing assets, calculated using different market servicing rate assumptions:December 31, 2024December 31, 2023Weighted-average market servicing rate assumptions0.62Â %0.62Â %Change in fair value from:Market servicing rate increase by 0.10%$(6,940)$(8,719)Market servicing rate decrease by 0.10%$6,940Â $8,719Â 118LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Fair Value ReconciliationThe following table presents servicing assets activity:Year Ended DecemberÂ 31,20242023Fair value at beginning of period$77,680Â $84,308Â Issuances (1)58,396Â 56,032Â Change in fair value, included in Marketplace Revenue(75,359)(62,581)Other net changes(20)(79)Fair value at end of period$60,697Â $77,680Â (1)Â Â Â Â Represents the servicing assets recorded when the loans are sold. Included in â€œGain on sales of loansâ€ within â€œMarketplace revenueâ€ on the Income Statement.Financial Instruments Not Recorded at Fair ValueThe following tables present the carrying amount and estimated fair values, by level within the fair value hierarchy, of the Companyâ€™s assets and liabilities that are not recorded at fair value on a recurring basis:December 31, 2024Carrying AmountLevel 1 Level 2 Level 3 Balance at Fair ValueAssets:Loans and leases held for investment, net$3,889,084$â€”Â $â€”Â $4,051,497Â $4,051,497Â Other assets40,466Â â€”Â 40,143Â 661Â 40,804Â Total assets$3,929,550Â $â€”Â $40,143Â $4,052,158Â $4,092,301Â Liabilities:Deposits (1)$2,294,214Â $â€”Â $â€”Â $2,306,373Â $2,306,373Â Other liabilities44,801Â â€”Â 22,833Â 21,968Â 44,801Â Total liabilities$2,339,015Â $â€”Â $22,833Â $2,328,341Â $2,351,174Â December 31, 2023Carrying AmountLevel 1 Level 2 Level 3 Balance at Fair ValueAssets:Loans and leases held for investment, net$4,539,915Â $â€”Â $â€”Â $4,675,354Â $4,675,354Â Other assets37,605Â â€”Â 36,884Â 1,017Â 37,901Â Total assets$4,577,520Â $â€”Â $36,884Â $4,676,371Â $4,713,255Â Liabilities:Deposits (1)$1,714,889Â $â€”Â $â€”Â $1,714,203Â $1,714,203Â Borrowings6,398Â â€”Â â€”Â 6,398Â 6,398Â Other liabilities59,015Â â€”Â 36,823Â 22,192Â 59,015Â Total liabilities$1,780,302Â $â€”Â $36,823Â $1,742,793Â $1,779,616Â (1)Â Â Â Â Excludes deposit liabilities with no defined or contractual maturities.119LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)8. Derivative Instruments and Hedging ActivitiesIn 2023, the Company started using derivative instruments, including interest rate swaps and interest rate caps, to manage exposure to interest rate risk associated with its fixed-rate assets. In addition, the Company provides credit support agreements to a limited number of strategic investors which are accounted for as credit derivative liabilities.Derivatives Not Designated as Accounting HedgesThe table below presents the notional and gross fair value amounts of the Companyâ€™s derivatives that are not designated as accounting hedges:December 31, 2024December 31, 2023NotionalDerivative Asset (1)Derivative Liability (1)NotionalDerivative Liability (1)Credit derivatives (2)$12,484Â $â€”Â $(10,930)$7,307Â $(6,372)Interest rate caps200,000Â 72Â â€”Â â€”Â Total$212,484Â $72Â $(10,930)$7,307Â $(6,372)(1)Â Â Â Â Recorded in â€œOther assetsâ€ or â€œOther liabilities,â€ as applicable, on the Balance Sheet and in â€œOperating activitiesâ€ on the Statement of Cash Flows.(2)Â Â Â Â Represent credit support agreements related to loan sales, whereby the Company is obligated to make payments to a limited number of strategic investors approximately 18 months after sale if credit losses exceed certain initial agreed-upon thresholds, subject to a maximum dollar amount. The notional amount represents the Companyâ€™s maximum dollar exposure. The fair value of the credit derivatives is based on the combined impact of both the quantitative and qualitative credit loss forecast. The table below presents the losses recognized on the Companyâ€™s derivatives that are not designated as accounting hedges:Year Ended December 31,20242023Credit derivatives (1)$(4,558)$(6,372)Interest rate caps (2)(394)â€”Â Total losses$(4,952)$(6,372)(1)Â Â Â Â The initial fair value of the credit derivative liabilities is recorded in â€œGain on sales of loansâ€ with changes in the fair value recorded in â€œNet fair value adjustments,â€ both within â€œMarketplace revenueâ€ on the Income Statement.(2)Â Â Â Â Changes in the fair value of the interest rate cap are recorded in â€œNet fair value adjustmentsâ€ within â€œMarketplace revenueâ€ on the Income Statement.Derivatives Designated as Accounting HedgesThe Company is exposed to changes in the fair value of its fixed-rate assets due to changes in benchmark interest rates. The Company entered into interest rate swaps to manage its exposure to changes in fair value of these assets attributable to changes in the Secured Overnight Financing Rate (SOFR). The interest rate swaps qualify as fair value hedges and involve the payment of fixed-rate amounts to a counterparty in exchange for the receipt of variable-rate payments over the life of the agreements. 120LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The table below presents the notional and gross fair value amounts of the Companyâ€™s interest rate swaps used for hedging:December 31, 2024December 31, 2023NotionalDerivative Asset (1)Derivative Liability (1)NotionalDerivative Liability (1)Unsecured personal loans$1,075,000Â $1,323Â $(2,976)$1,500,000Â $(8,547)Securities available for sale225,000Â 2,382Â â€”Â â€”Â â€”Â Total interest rate swaps$1,300,000Â $3,705Â $(2,976)$1,500,000Â $(8,547)(1)Â Â Â Â Recorded in â€œOther assetsâ€ or â€œOther liabilities,â€ as applicable, on the Balance Sheet and in â€œOperating activitiesâ€ on the Statement of Cash Flows.The following table summarizes the gains (losses) recognized on the Companyâ€™s fair value hedges:Year Ended December 31,20242023Unsecured personal loans:Hedged item$(7,009)$8,881Â Derivatives used for hedging6,894Â (8,547)Interest settlement on derivative (1)4,539Â 2,514Â Total gain on hedged unsecured personal loans (2)4,424Â 2,848Â Securities available for sale:Hedged item(2,197)â€”Â Derivatives used for hedging2,382Â â€”Â Interest settlement on derivative (1)806Â â€”Â Total gain on hedged securities available for sale (3)$991Â $â€”Â Total gains on fair value hedges$5,415Â $2,848Â (1)Â Â Â Â Includes accrued interest receivable and accrued interest payable.(2)Â Â Â Â Recorded in â€œInterest and fees on loans and leases held for investmentâ€ on the Income Statement.(3)Â Â Â Â Recorded in â€œInterest on securities available for saleâ€ on the Income Statement.The following table presents the cumulative basis adjustments for fair value hedges:December 31, 2024December 31, 2023Balance Sheet Line ItemCarrying Amount of Closed Portfolio (1)Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged ItemsCarrying Amount of Closed Portfolio (1)Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged ItemsSecurities available for sale$2,255,848Â $(2,197)$â€”Â $â€”Â Loans and leases held for investment$1,388,222Â $1,872Â $3,109,854Â $8,881Â (1)Â Â Â Â Represents the total closed portfolio of assets (at amortized cost) designated in a portfolio method hedge relationship in which the hedged item is a stated layer that is expected to be remaining at the end of the hedging relationship. At DecemberÂ 31, 2024, the amortized cost of AFS securities and unsecured personal loans, designated as the hedged items in the portfolio layer hedging relationship, was $225.0Â million and $1.075Â billion, respectively. At DecemberÂ 31, 2023, the amortized cost of unsecured personal loans designated as the hedged item in the portfolio layer hedging relationship was $1.5Â billion.121LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)9. Property, Equipment and Software, NetProperty, equipment and software, net, consist of the following:DecemberÂ 31,20242023Software (1)$222,000Â $209,260Â Leasehold improvements30,699Â 30,764Â Computer equipment22,216Â 21,654Â Furniture and fixtures5,554Â 5,845Â Total property, equipment and software280,469Â 267,523Â Accumulated depreciation and amortization(112,937)(106,006)Total property, equipment and software, net$167,532Â $161,517Â (1)Â Â Â Â Includes $43.4Â million and $66.9Â million of development in progress for internally-developed software and $7.1Â million and $4.6Â million of development in progress to customize purchased software as of DecemberÂ 31, 2024 and 2023, respectively.Depreciation and amortization expense on property, equipment and software was $49.8Â million, $43.0Â million and $39.0Â million for the years ended DecemberÂ 31, 2024, 2023 and 2022, respectively.The Company recognized impairment expense of $5.5Â million on its internally-developed software for the year ended DecemberÂ 31, 2024. This was recorded within â€œDepreciation and amortizationâ€ expense on the Income Statement. No impairment was recorded for the years ended DecemberÂ 31, 2023 and 2022.10. Goodwill and Intangible AssetsGoodwillThe Companyâ€™s Goodwill balance was $75.7Â million as of both DecemberÂ 31, 2024 and 2023. The Company did not record any goodwill impairment expense during the years ended December 31, 2024, 2023 and 2022. Goodwill is not amortized, but is subject to annual impairment tests that are performed in the fourth quarter of each calendar year. For additional detail, see â€œNoteÂ 1. Summary of Significant Accounting Policies.â€Intangible AssetsIntangible assets consist of customer relationships. Intangible assets, net of accumulated amortization, are included in â€œOther assetsâ€ on the Balance Sheet. The gross and net carrying values and accumulated amortization were as follows:DecemberÂ 31,20242023Gross carrying value$54,500Â $54,500Â Accumulated amortization(45,914)(42,365)Net carrying value$8,586Â $12,135Â The customer relationship intangible assets are amortized on an accelerated basis from ten toÂ fourteen years. Amortization expense associated with intangible assets for the years ended DecemberÂ 31, 2024, 2023 and 2022 was $3.5Â million, $4.2Â million and $4.8 million, respectively. There was no impairment loss for the years ended DecemberÂ 31, 2024, 2023 and 2022.122LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The expected future amortization expense for intangible assets as of DecemberÂ 31, 2024, is as follows:2025$2,901Â 20262,252Â 20271,603Â 2028945Â 2029568Â Thereafter317Â Total$8,586Â 11. Other AssetsOther assets consist of the following:DecemberÂ 31,20242023Deferred tax assets, net (1)$137,155Â $151,411Â Servicing assets (2)61,020Â 78,401Â Nonmarketable equity investments44,114Â 42,891Â Accrued interest receivable40,388Â 35,793Â Operating lease assets21,304Â 26,611Â Intangible assets, net (3)8,586Â 12,135Â Other91,415Â 108,211Â Total other assets $403,982Â $455,453Â (1) Â Â Â Â See â€œNoteÂ 17. Income Taxesâ€ for additional detail.(2) Â Â Â Â Loans underlying servicing assets had a total outstanding principal balance of $7.3 billion and $9.5Â billion as of DecemberÂ 31, 2024 and 2023, respectively.(3)Â Â Â Â See â€œNote 10. Goodwill and Intangible Assetsâ€ for additional detail.12. DepositsDeposits consist of the following:DecemberÂ 31,20242023Interest-bearing deposits:Savings and money market accounts$5,903,869Â $4,349,239Â Certificates of deposit (1)2,294,214Â 1,714,889Â Checking accounts478,036Â 937,552Â Total$8,676,119Â $7,001,680Â Noninterest-bearing deposits392,118Â 331,806Â Total deposits$9,068,237Â $7,333,486Â (1) Â Â Â Â As of December 31, 2024 and 2023, certificates of deposit in excess of the FDIC insurance limit of $250Â thousand per account holder totaled $276.0 million and $150.1 million, respectively. 123LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Total certificates of deposit at DecemberÂ 31, 2024 are scheduled to mature as follows:2025$1,801,144Â 2026461,873Â 202719,097Â 20282,057Â 202910,043Â Total certificates of deposit$2,294,214Â 13. BorrowingsBorrowing CapacityThe following table summarizes the Companyâ€™s available borrowing capacity and the related pledged collateral:December 31, 2024December 31, 2023Available Borrowing CapacityPledged CollateralAvailable Borrowing CapacityPledged CollateralFRB Discount Window$2,635,034Â $3,245,547Â $2,816,501Â $3,507,541Â FHLB of Des Moines626,117Â 829,885Â 661,337Â 838,511Â Total$3,261,151Â $4,075,432Â $3,477,838Â $4,346,052Â Long-term DebtAs of DecemberÂ 31, 2023, the Company had debt outstanding of $19.4Â million, consisting of $10.5Â million related to its Retail Program, $6.4 million for advances from Paycheck Protection Program Liquidity Facility (with pledged collateral of $6.4Â million), and $2.5Â million for payable on Structured Program transaction borrowings (with pledged collateral of $3.9Â million). The Company did not have any debt outstanding as of DecemberÂ 31, 2024.14. Other LiabilitiesOther liabilities consist of the following:DecemberÂ 31,20242023Accounts payable and accrued expenses$78,131Â $54,619Â Operating lease liabilities28,502Â 37,869Â Payable to investors (1)22,833Â 36,823Â Other91,075Â 93,490Â Total other liabilities$220,541Â $222,801Â (1)Â Â Â Â Represents principal and interest on loans collected by the Company and pending disbursement to investors.124LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)15. Accumulated Other Comprehensive LossAccumulated other comprehensive loss represents other cumulative gains and losses that are not reflected in earnings. The components of other comprehensive income (loss) were as follows:Year Ended DecemberÂ 31,2024Before TaxTax EffectNet of TaxChange in net unrealized gain on securities available for sale$9,836Â $(3,775)$6,061Â Other comprehensive income9,836Â (3,775)6,061Â Year Ended DecemberÂ 31,2023Before TaxTax EffectNet of TaxChange in net unrealized gain on securities available for sale$10,238Â $(2,926)$7,312Â Other comprehensive income$10,238Â $(2,926)$7,312Â Year Ended DecemberÂ 31,2022Before TaxTax EffectNet of TaxChange in net unrealized loss on securities available for sale$(61,326)$16,664Â $(44,662)Other comprehensive loss$(61,326)$16,664Â $(44,662)Accumulated other comprehensive loss balances were as follows:Balance at DecemberÂ 31, 2022$(37,616)Change in net unrealized gain on securities available for sale7,312Â Balance at DecemberÂ 31, 2023$(30,304)Change in net unrealized gain on securities available for sale6,061Â Balance at DecemberÂ 31, 2024$(24,243)16. Employee Incentive PlansThe Companyâ€™s equity incentive plans provide for granting

awards, including RSUs, PBRSUs, cash awards and stock options to employees, officers and directors.Common Stock Reserved for Future IssuanceShares of common stock reserved for future issuance was as follows: DecemberÂ 31,20242023Available for future RSU, PBRSU and stock option grants21,815,259Â 22,732,012Â Unvested RSUs, PBRSUs and stock options outstanding7,281,684Â 9,338,246Â Available for ESPP8,681,503Â 7,484,043Â Total reserved for future issuance37,778,446Â 39,554,301Â 125LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Stock-based CompensationStock-based compensation expense, included in â€œCompensation and benefitsâ€ expense on the Income Statement, was as follows for the periods presented:Year Ended December 31,202420232022RSUs$43,841Â $57,213Â $66,495Â PBRSUs3,276Â 4,406Â 7,839Â Stock optionsâ€”Â â€”Â 46Â Stock-based compensation expense, gross47,117Â 61,619Â 74,380Â Less: Capitalized stock-based compensation expense7,048Â 9,230Â 8,018Â Stock-based compensation expense, net$40,069Â $52,389Â $66,362Â Restricted Stock UnitsThe following table summarizes the Companyâ€™s RSU activity:Number of UnitsWeighted-Average Grant Date Fair ValueUnvested at DecemberÂ 31, 20236,999,831Â $9.42Â Granted4,319,757Â $8.99Â Vested(4,445,168)$9.92Â Forfeited/expired(1,236,190)$9.10Â Unvested at DecemberÂ 31, 20245,638,230Â $8.78Â During the year ended DecemberÂ 31, 2024, the Company granted 4,319,757Â RSUs with an aggregate fair value of $38.9Â million.As of DecemberÂ 31, 2024, there was $43.3Â million of unrecognized compensation cost related to unvested RSUs, which is expected to be recognized over a weighted-average period of approximately 1.6 years, subject to any forfeitures.Performance-based Restricted Stock UnitsThe Companyâ€™s outstanding PBRSU awards consist of awards with a market-based metric and awards with an operating-based metric, all with a three-year performance period, following which any earned portion is immediately vested. With respect to PBRSU awards with a market-based metric, the compensation expense of the award is fixed at the time of grant (incorporating the probability of achieving the market-based metric) and expensed over the performance period. With respect to PBRSU awards with an operating-based metric, the compensation expense of the award is set at the time of grant (assuming a target level of achievement), subsequently adjusted for actual performance during the performance period and expensed over the performance/vesting period.126LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The following table summarizes the Companyâ€™s PBRSU activity:Number of UnitsWeighted-Average Grant Date Fair ValueUnvested at DecemberÂ 31, 20231,469,813Â $12.60Â Granted462,060Â $8.59Â Forfeited/expired(719,664)$16.64Â Unvested at DecemberÂ 31, 20241,212,209Â $8.68Â During the year ended DecemberÂ 31, 2024, the Company granted 462,060Â PBRSUs with an aggregate fair value of $4.0Â million.As of DecemberÂ 31, 2024, there was $3.6Â million of unrecognized compensation cost related to unvested PBRSUs, which is expected to be recognized over a weighted-average period of approximately 1.1 years, subject to any forfeitures.Stock OptionsThe following table summarizes the activities for the Companyâ€™s stock options:Number ofOptionsWeighted-AverageExercisePrice Per ShareWeighted-AverageRemainingContractual Life (in years)AggregateIntrinsicÂ Value (1)(in thousands)Outstanding and exercisable at DecemberÂ 31, 2023868,602Â $39.02Â Exercised(4,576)$5.48Â Forfeited/Expired(432,781)$32.13Â Outstanding and exercisable at DecemberÂ 31, 2024431,245Â $46.29Â 1.0$â€”Â (1)Â Â Â Â The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying awards and the Companyâ€™s closing stock price of $16.19 as reported on the New York Stock Exchange on DecemberÂ 31, 2024.As of DecemberÂ 31, 2022, all stock options were fully vested and there was no unrecognized compensation cost remaining. Furthermore, there were no stock options granted during the years ended DecemberÂ 31, 2024, 2023 and 2022. 127LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)17. Income TaxesIncome tax (expense) benefit consisted of the following:Year Ended DecemberÂ 31,202420232022Current:Federal$(316)$(3,180)$â€”Â State(2,551)5,060Â (20,812)Total current tax (expense) benefit(2,867)1,880Â (20,812)Deferred:Federal(10,997)(11,427)121,520Â State128Â (6,131)35,940Â Total deferred (expense) benefit(10,869)(17,558)157,460Â Income tax (expense) benefit$(13,736)$(15,678)$136,648Â The table below presents a reconciliation of the income tax (expense) benefit at the statutory federal income tax rate to the income tax (expense) benefit at the effective income tax rate:Year Ended DecemberÂ 31,202420232022Statutory federal tax expense$(13,664)$(11,470)$(32,140)State tax, net of federal tax (expense) benefit(2,392) (903)11,951Â Stock-based compensation tax (expense) benefit(1,362)(4,392)271Â Research and development tax credits5,931Â 4,600Â 10,907Â Change in valuation allowanceâ€”Â â€”Â 154,081Â Change in unrecognized tax benefit(1,779)(1,380)(3,438)Non-deductible expenses(1,576)(2,351)(4,737)Benefit from intraperiod tax allocation868Â â€”Â â€”Â Other238Â 218Â (247)Income tax (expense) benefit (1)$(13,736)$(15,678)$136,648Â (1)Â Â Â Â Income tax benefit of $136.6Â million for the year ended DecemberÂ 31, 2022 was primarily due to the release of a $175.6Â million valuation allowance against the Companyâ€™s deferred tax assets, of which $143.5Â million was primarily based on the Companyâ€™s reassessment of the future realizability of its deferred tax assets.128LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The significant components of the Companyâ€™s net deferred tax assets were as follows:DecemberÂ 31,20242023Deferred tax assets:Net operating loss carryforwards$54,981Â $60,432Â Allowance for loan and lease losses64,925Â 84,119Â Stock-based compensation4,849Â 7,399Â Unrealized loss on AFS securities9,096Â 12,484Â Deferred compensation9,862Â 6,574Â Reserves and accruals13,699Â 12,651Â Operating lease liabilities7,649Â 10,185Â Goodwill8,244Â 10,203Â Tax credit carryforwards31,416Â 27,924Â Other3,187Â 3,926Â Gross deferred tax assets207,908Â 235,897Â Valuation allowance(46,325) (46,108)Total deferred tax assets$161,583Â $189,789Â Deferred tax liabilities:Internally developed software$(5,280)$(9,934)Servicing assets(1,708)(2,171)Operating lease assets(5,717) (7,157)Leases(11,283)(13,121)Other(440)(5,995)Total deferred tax liabilities$(24,428)$(38,378)Deferred tax assets, net$137,155Â $151,411Â As of DecemberÂ 31, 2024 and 2023, the Company maintained a valuation allowance of $46.3Â million and $46.1Â million, respectively, solely related to certain state net operating loss carryforwards (NOLs) and state tax credit carryforwards.The table below provides information about the Companyâ€™s NOLs and tax credit carryforwards by jurisdiction:December 31, 2024ExpirationTax loss carryforwards (1):Net operating loss â€“ federal$64,280Â IndefiniteNet operating loss â€“ state$494,329Â 2030 - 2042Net operating loss â€“ state$41,469Â IndefiniteTax credit carryforwards (1):Research and development credits â€“ federal$36,802Â 2036 - 2044Research and development credits â€“ state$21,102Â Indefinite(1)Â Â Â Â The carryforwards, net of the valuation allowance for certain states, are expected to be fully utilized prior to expiration. 129LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)The table below presents a reconciliation of total unrecognized tax benefits:Year Ended DecemberÂ 31,202420232022Unrecognized tax benefits at beginning of year$30,062Â $27,850Â $22,512Â Gross increase â€“ tax positions related to prior years671Â (161)2,488Â Gross increase â€“ tax positions related to current year2,340Â 2,373Â 2,850Â Unrecognized tax benefits at end of year$33,073Â $30,062Â $27,850Â As of DecemberÂ 31, 2024 and 2023, $22.4Â million and $19.5Â million, respectively, of unrecognized tax benefits, if recognized, would impact the Companyâ€™s effective tax rate. The Company had $0.4Â million accrued for the payment of interest and penalties related to unrecognized tax benefits as of DecemberÂ 31, 2024 and 2023. The Company does not expect any significant increases or decreases to its unrecognized benefits within the next twelve months.The Company files income tax returns in the United States and various state jurisdictions. As of DecemberÂ 31, 2024, the Companyâ€™s federal tax returns for 2020 and earlier, and state tax returns for 2019 and earlier were no longer subject to examination by the taxing authorities. However, tax credit carryforwards from closed periods may be subject to audit and re-examination by tax authorities when utilized in subsequent years.18. LeasesLessor ArrangementsThe Company has lessor arrangements which consist of sales-type leases for equipment (Equipment Finance). Such arrangements may include options to renew or to purchase the leased equipment at the end of the lease term. For the years ended December 31, 2024, 2023 and 2022, interest earned on Equipment Finance was $5.2Â million, $8.9Â million and $10.2Â million, respectively, and is included in â€œInterest and fees on loans and leases held for investmentâ€ on the Income Statement.The components of Equipment Finance assets are as follows:DecemberÂ 31,20242023Lease receivables$49,290Â $92,546Â Unguaranteed residual asset values20,728Â 28,913Â Unearned income(6,125)(11,072)Deferred fees339Â 605Â Total$64,232Â $110,992Â Future minimum lease payments based on maturity of the Companyâ€™s lessor arrangements as of DecemberÂ 31, 2024 were as follows:2025$23,352Â 202614,078Â 20277,430Â 20284,457Â 20291,534Â Thereafterâ€”Â Total lease payments$50,851Â Discount effect(1,561)Present value of future minimum lease payments$49,290Â 130LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Lessee ArrangementsThe Company has various operating leases, including with respect to its headquarters in San Francisco, California, and office spaces in the Salt Lake City, Utah area, Boston, Massachusetts, and New York, New York. As of DecemberÂ 31, 2024, the lease agreements have remaining lease terms ranging from approximately one year to four years. Some of the lease agreements include options to extend the lease term for an additional ten or fifteen years. As of DecemberÂ 31, 2024, the Company pledged $0.6Â million of cash and $1.1Â million in letters of credit as security deposits in connection with its lease agreements.Balance sheet information related to leases was as follows:ROU Assets and Lease LiabilitiesBalance Sheet ClassificationDecember 31, 2024December 31, 2023Operating lease assetsOther assets$21,304Â $26,611Â Operating lease liabilitiesOther liabilities$28,502Â $37,869Â Net lease costs were $10.5Â million, $12.0Â million and $12.3Â million during the years ended DecemberÂ 31, 2024, 2023 and 2022, respectively. Such costs are recorded within â€œOccupancyâ€ expense on the Income Statement. Supplemental cash flow information related to the Companyâ€™s operating leases was as follows:Year Ended DecemberÂ 31,202420232022Non-cash activity:Leased assets remeasured resulting from new, amended or modified operating lease liabilities$1,987Â $(29,745)$(3,650)The Companyâ€™s future minimum undiscounted lease payments under operating leases as of DecemberÂ 31, 2024 were as follows:Operating LeasePayments2025$13,659Â 20267,973Â 20275,010Â 20284,046Â 2029909Â Thereafterâ€”Â Total lease payments$31,597Â Discount effect3,095Â Present value of future minimum lease payments$28,502Â The weighted-average remaining lease term and discount rate used in the calculation of the Companyâ€™s operating lease assets and liabilities were as follows:Lease Term and Discount RateDecember 31, 2024December 31, 2023Weighted-average remaining lease term (in years)2.983.72Weighted-average discount rate4.87Â %5.04Â %131LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)19. Commitments and ContingenciesOperating Lease Commitments For discussion regarding the Companyâ€™s operating lease commitments, see â€œNoteÂ 18. Leases.â€Loan Repurchase ObligationsThe Company is generally required to repurchase loans or interests therein in the event of identity theft or certain other types of fraud on the part of the borrower or education and patient service providers. The Company may also repurchase loans or interests therein in connection with certain customer accommodations. In connection with certain loan sales, the Company agreed to repurchase loans if representations and warranties made with respect to such loans were breached under certain circumstances. The Company believes such provisions are customary and consistent with institutional loan and securitization market standards.Unfunded Loan CommitmentsAs of DecemberÂ 31, 2024 and 2023, the contractual amount of unfunded loan commitments was $105.0Â million and $78.1Â million, respectively. See â€œNoteÂ 5. Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Lossesâ€ for additional detail related to the reserve for unfunded lending commitments.LegalThe Company is subject to various claims brought in a litigation or regulatory context. These include lawsuits and regulatory exams, investigations, or inquiries. In accordance with applicable accounting standards, the Company accrues for costs related to contingencies when a loss from such claims is probable and the amount of loss can be reasonably estimated. In determining whether a loss from a claim is probable and the loss can be reasonably estimated, the Company reviews and evaluates its litigation and regulatory matters on at least a quarterly basis in light of potentially relevant factual and legal developments. If the Company determines an unfavorable outcome is not probable or the amount of loss cannot be reasonably estimated, the Company does not accrue for a potential litigation loss. In those situations, the Company discloses an estimate or range of the reasonably possible losses, if such estimates can be made. Regulatory Examinations and Actions Relating to the Companyâ€™s Business Practices, and Compliance with Applicable LawsThe Company is and has been subject to periodic inquiries, exams and enforcement actions brought by federal and state regulatory agencies relating to the Companyâ€™s business practices, and operating in compliance with applicable laws.In the past, the Company has successfully resolved such matters in a manner that was not material to its results of financial operations in any period and that did not materially limit the Companyâ€™s ability to conduct its business. However, no assurances can be given as to the timing, outcome or consequences of these matters or other similar matters if or as they arise.20. Regulatory RequirementsLendingClub and LCÂ Bank are subject to comprehensive supervision, examination and enforcement, and regulation by the FRB and the Office of the Comptroller of the Currency (OCC), respectively, including generally similar capital adequacy requirements adopted by both agencies. 132LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)These requirements establish required minimum ratios for Common Equity Tier 1 (CET1) risk-based capital, Tier 1 risk-based capital, total risk-based capital and a Tier 1 leverage ratio; set risk-weighting for assets and certain other items for purposes of the risk-based capital ratios; and define what qualifies as capital for purposes of meeting the capital requirements. Failure to meet minimum capital requirements can result in certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Company. The minimum capital requirements under the Basel Committee on Banking Supervision standardized approach for U.S. banking organizations (Basel III) capital framework are: a CET1 risk-based capital ratio of 4.5%, a Tier 1 risk-based capital ratio of 6.0%, a total risk-based capital ratio of 8.0%, and a Tier 1 leverage ratio of 4.0%. Additionally, a capital conservation buffer of 2.5% must be maintained above the minimum risk-based capital requirements in order to avoid certain limitations on capital distributions, stock repurchases, and certain discretionary bonus payments. In addition to these guidelines, the regulators assess any particular institutionâ€™s capital adequacy based on numerous factors and may require a particular banking organization to maintain capital at levels higher than the generally applicable minimums prescribed under the BaselÂ III capital framework.The Federal Deposit Insurance Act provides for a system of â€œprompt corrective actionâ€ (PCA). The PCA regime provides for capitalization categories ranging from â€œwell-capitalizedâ€ to â€œcritically undercapitalized.â€ An institutionâ€™s PCA category is determined primarily by its regulatory capital ratios. The PCA requires remedial actions and imposes limitations that become increasingly stringent as its PCA capitalization category declines, including the ability to accept and/or rollover brokered deposits. At DecemberÂ 31, 2024 and 2023, the Companyâ€™s and LCÂ Bankâ€™s regulatory capital ratios exceeded the thresholds required to be regarded as â€œwell-capitalizedâ€ institutions and met all capital adequacy requirements to which they are subject. There have been no events or conditions since DecemberÂ 31, 2024 that management believes would change the Companyâ€™s categorization.The following table presents the actual capital amounts and ratios of the Company and LC Bank as well as the regulatory minimum and â€œwell-capitalizedâ€ requirements (dollars in millions):December 31, 2024December 31, 2023Required Minimum (1)Well-Capitalized MinimumAmountRatioAmountRatioLendingClub Corporation:CET1 capital (2)$1,188.6Â 17.3Â %$1,090.2Â 17.9Â %7.0Â %N/ATier 1 capital$1,188.6Â 17.3Â %$1,090.2Â 17.9Â %8.5Â %6.0Â %Total capital$1,276.5Â 18.5Â %$1,169.2Â 19.2Â %10.5Â %10.0Â %Tier 1 leverage$1,188.6Â 11.0Â %$1,090.2Â 12.9Â %4.0Â %N/ARisk-weighted assets$6,887.1Â N/A$6,104.5Â N/AN/ANAQuarterly adjusted average assets$10,814.0Â N/A$8,476.1Â N/AN/ANALendingClub Bank:CET1 capital (2)$1,101.4Â 16.1Â %$949.4Â 15.8Â %7.0Â %6.5Â %Tier 1 capital$1,101.4Â 16.1Â %$949.4Â 15.8Â %8.5Â %8.0Â %Total capital$1,188.5Â 17.4Â %$1,027.4Â 17.1Â %10.5Â %10.0Â %Tier 1 leverage$1,101.4Â 10.3Â %$949.4Â 11.4Â %4.0Â %5.0Â %Risk-weighted assets$6,823.1Â N/A$6,022.2Â N/AN/ANAQuarterly adjusted average assets$10,696.7Â N/A$8,337.4Â N/AN/AN/A â€“ Not applicable(1) Â Â Â Â Required minimums presented for risk-based capital ratios include the required capital conservation buffer of 2.5%.133LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)(2)Â Â Â Â CET1 capital consists of common stockholdersâ€™ equity as defined under U.S. GAAP and certain adjustments made in accordance with regulatory capital guidelines, including the addition of the CECL transitional benefit and deductions for goodwill and other intangible assets.In response to the COVID-19 pandemic, the FRB, OCC, and FDIC adopted a final rule related to the regulatory capital treatment of the allowance for credit losses under CECL. As permitted by the rule, the Company elected to delay the estimated impact of CECL on regulatory capital resulting in a CET1 capital benefit of $35Â million at December 31, 2021. This benefit was phased out over a three-year transition period that commenced on JanuaryÂ 1, 2022 at a rate of 25% each year through JanuaryÂ 1, 2025.Federal laws and regulations limit the dividends that a national bank may pay. Dividends that may be paid by a national bank without the express approval of the OCC are limited to that bankâ€™s retained net profits for the preceding two calendar years plus retained net profits up to the date of any dividend declaration in the current calendar year. Retained net profits, as defined by the OCC, consist of net income less dividends declared during the period. No dividends were declared by LCÂ Bank in 2024 or 2023. Federal law restricts the amount and the terms of both credit and non-credit

transactions between a bank and its nonbank affiliates. These covered transactions may not exceed 10% of the bankâ€™s capital and surplus (which for this purpose represents tier 1 and tier 2 capital, as calculated under the risk-based capital rules, plus the balance of the ACL excluded from tier 2 capital) with any single nonbank affiliate and 20% of the bankâ€™s capital and surplus with all its nonbank affiliates. Covered transactions that are extensions of credit may require collateral to be pledged to provide added security to the bank.21. Segment Reporting Reportable SegmentsThe Company defines operating segments to be components of the Company for which discrete financial information is evaluated regularly by the Chief Operating Decision Maker (CODM) to allocate resources and evaluate financial performance. The measure of segment profit used by the CODM in this evaluation is net income. The CODM consists of the Companyâ€™s Chief Executive Officer and Chief Financial Officer. This information is reviewed according to the legal organizational structure of the Companyâ€™s operations with products and services presented separately for the parent bank holding company and its wholly-owned subsidiary, LCÂ Bank, which are both considered reportable segments. Income taxes are recorded on a separate entity basis whereby each operating segment determines income tax expense or benefit as if it filed a separate tax return. LendingClub BankThe LCÂ Bank operating segment represents the national bank legal entity and reflects operating activities after its formation. This segment provides a full complement of financial products and solutions, including loans and deposits. It originates loans to individuals and businesses, retains loans for investment, sells loans to investors and manages relationships with deposit holders.LendingClub Corporation (Parent Only)The LendingClub Corporation (Parent only) operating segment represents the holding company legal entity and predominately reflects the operations of the Company prior to the formation of LC Bank. This activity includes, but is not limited to, servicing fee revenue on purchased servicing assets, and interest income and interest expense related to the Retail Program and Structured Program transactions entered into prior to LC Bankâ€™s formation.134LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Financial information for the segments is presented in the following tables:LendingClub BankLendingClub Corporation (Parent only)Total Reportable SegmentsYear Ended December 31,202420232022202420232022202420232022Non-interest income:Marketplace
revenue$176,921Â $206,381Â $610,536Â $36,595Â $41,817Â $48,231Â $213,516Â $248,198Â $658,767Â Other non-interest
income53,643Â 74,684Â 85,208Â 9,038Â 9,503Â 15,628Â 62,681Â 84,187Â 100,836Â Total non-interest
income230,564Â 281,065Â 695,744Â 45,633Â 51,320Â 63,859Â 276,197Â 332,385Â 759,603Â Interest income:Interest
income902,741Â 818,206Â 526,471Â 5,217Â 14,424Â 30,869Â 907,958Â 832,630Â 557,340Â Interest expense(373,219)(266,218)(60,954)(698)(4,574)(21,561)(373,917)(270,792)(82,515)Net interest income529,522Â 551,988Â 465,517Â 4,519Â 9,850Â 9,308Â 534,041Â 561,838Â 474,825Â Total net
revenue760,086Â 833,053Â 1,161,261Â 50,152Â 61,170Â 73,167Â 810,238Â 894,223Â 1,234,428Â Provision for credit losses(178,267)(243,565)(267,326)â€”Â â€”Â â€”Â (178,267)(243,565)(267,326)Non-interest expense:Compensation and benefits(225,620)(255,428)(331,627)(6,538)(6,520)(7,770)(232,158)(261,948)(339,397)Marketing(100,400)(93,840)(197,559)(2)â€”Â (188)(100,402)(93,840)(197,747)Equipment and software(51,068)(53,239)(49,004)(126)(246)(194)(51,194)(53,485)(49,198)Depreciation and amortization(50,309)(30,216)(16,489)(8,525)(16,979)(27,342)(58,834)(47,195)(43,831)Professional services(31,376)(33,963)(49,993)(669)(1,210)(523)(32,045)(35,173)(50,516)Occupancy(7,582)(7,980)(8,631)(8,216)(9,552)(13,346)(15,798)(17,532)(21,977)Other non-interest expense(54,963)(62,360)(71,001)(21,511)(24,508)(40,398)(76,474)(86,868)(111,399)Total non-interest expense(521,318)(537,026)(724,304)(45,587)(59,015)(89,761)(566,905)(596,041)(814,065)Income tax (expense) benefit (12,824)(17,881)(42,354)(912)2,203Â 125,954Â (13,736)(15,678)83,600Â Net
income(1)$47,677Â $34,581Â $127,277Â $3,653Â $4,358Â $109,360Â $51,330Â $38,939Â $236,637Â Capital
expenditures$54,302Â $59,509Â $69,481Â $â€”Â $â€”Â $â€”Â $54,302Â $59,509Â $69,481Â (1)Â Â Â Â Total net income from reportable segments reflects net income on a consolidated basis.Year Ended December 31,202420232022Total net revenue â€“ reportable segments$810,238Â $894,223Â $1,234,428Â Intercompany eliminations(23,227)(29,604)(47,212)Total net revenue â€“ consolidated$787,011Â $864,619Â $1,187,216Â Each expense item reported above represents the Companyâ€™s â€œsignificant segment expensesâ€ as they are separately evaluated by the CODM, with the exception of â€œOther non-interest expenseâ€ which represents â€œother segment itemsâ€ and encompasses various miscellaneous operating expenses.
135LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)LendingClubBankLendingClub Corporation(Parent only)Total Reportable SegmentsDecemberÂ 31,202420232024202320242023AssetsTotal cash and cash
equivalents$932,463Â $1,230,206Â $65,981Â $110,273Â $998,444Â $1,340,479Â Restricted cashâ€”Â â€”Â 27,536Â 46,628Â 27,536Â 46,628Â Securities available for sale at fair
value3,452,648Â 1,617,309Â â€”Â 2,953Â 3,452,648Â 1,620,262Â Loans held for sale at fair value636,352Â 407,773Â â€”Â 636,352Â 407,773Â Loans and leases held for investment, net3,889,084Â 4,539,915Â â€”Â â€”Â 3,889,084Â 4,539,915Â Loans held for investment at fair value (1)1,023,226Â 253,800Â 4,572Â 18,878Â 1,027,798Â 272,678Â Property, equipment and software, net158,995Â 144,439Â 8,537Â 17,078Â 167,532Â 161,517Â Investment in
subsidiaryâ€”Â â€”Â 910,544Â 816,703Â 910,544Â 816,703Â Goodwill75,717Â 75,717Â â€”Â â€”Â 75,717Â 75,717Â Other
assets300,621Â 341,680Â 121,198Â 131,135Â 421,819Â 472,815Â Total assets10,469,106Â 8,610,839Â 1,138,368Â 1,143,648Â 11,607,474Â 9,754,487Â Liabilities and EquityTotal deposits9,116,821Â 7,426,445Â â€”Â â€”Â 9,116,821Â 7,426,445Â Borrowings (1)â€”Â 6,398Â â€”Â 12,956Â â€”Â 19,354Â Other
liabilities177,711Â 154,077Â 60,667Â 86,086Â 238,378Â 240,163Â Total liabilities9,294,532Â 7,586,920Â 60,667Â 99,042Â 9,355,199Â 7,685,962Â Total
equity1,174,574Â 1,023,919Â 1,077,701Â 1,044,606Â 2,252,275Â 2,068,525Â Total liabilities and
equity$10,469,106Â $8,610,839Â $1,138,368Â $1,143,648Â $11,607,474Â $9,754,487Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.December 31,20242023Total assets â€“ reportable segments$11,607,474Â $9,754,487Â Intercompany eliminations(976,965)(927,024)Total assets â€“ consolidated$10,630,509Â $8,827,463Â December 31,20242023Total liabilities and equity â€“ reportable segments$11,607,474Â $9,754,487Â Intercompany eliminations â€“ liabilities(66,421)(110,321)Intercompany eliminations â€“ equity(910,544)(816,703)Total liabilities and equity â€“ consolidated$10,630,509Â $8,827,463Â Concentration and Geographic InformationNo individual borrower or marketplace investor accounted for 10% or more of total net revenue for any of the periods presented. All of the Companyâ€™s revenue is generated in the United States, and all of the long-lived assets are based in the United States.136LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)22. LendingClub Corporation â€“ Parent Company-Only Financial StatementsThe following tables present standalone condensed financial statements for LendingClub Corporation (Parent Company). These statements are provided in accordance with SEC rules, which require such disclosures when the restricted net assets of a consolidated subsidiary exceed 25% of consolidated net assets, and should be read in conjunction with the Consolidated Financial Statements and the accompanying Notes to the Consolidated Financial Statements. For purposes of these condensed financial statements, the Parentâ€™s wholly-owned subsidiary is presented in accordance with the equity method of accounting.Statements of IncomeYear Ended DecemberÂ 31,202420232022Non-interest income:Marketplace revenue$36,595Â $41,817Â $48,231Â Other non-interest income9,038Â 9,503Â 15,628Â Total non-interest income45,633Â 51,320Â 63,859Â Interest income:Interest on loans held for saleâ€”Â â€”Â 1,390Â Interest on loans held for investment at fair value (1)1,831Â 6,811Â 21,010Â Interest on securities available for sale2,785Â 6,802Â 7,608Â Other interest income601Â 811Â 861Â Total interest income5,217Â 14,424Â 30,869Â Interest expense:Other interest expense (1)698Â 4,574Â 21,561Â Total interest expense698Â 4,574Â 21,561Â Net interest income4,519Â 9,850Â 9,308Â Total net revenue50,152Â 61,170Â 73,167Â Non-interest expense:Compensation and benefits6,538Â 6,520Â 7,770Â Marketing2Â â€”Â 188Â Equipment and software126Â 246Â 194Â Depreciation and amortization8,525Â 16,979Â 27,342Â Professional services669Â 1,210Â 523Â Occupancy8,216Â 9,552Â 13,346Â Other non-interest expense21,511Â 24,508Â 40,398Â Total non-interest expense45,587Â 59,015Â 89,761Â Income (Loss) before income tax (expense) benefit 4,565Â 2,155Â (16,594)Income tax (expense) benefit (912)2,203Â 125,954Â Income before undistributed earnings of subsidiary3,653Â 4,358Â 109,360Â Equity in undistributed earnings of subsidiary47,677Â 34,581Â 127,277Â Net income$51,330Â $38,939Â $236,637Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.137LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)In accordance with federal laws and regulations, dividends paid by LC Bank to the Company are subject to certain restrictions. See â€œNote 20. Regulatory Requirementsâ€ for more information.Statements of Comprehensive IncomeYear Ended DecemberÂ 31,202420232022Net income$51,330Â $38,939Â $236,637Â Other comprehensive income (loss), net of tax:Change in net unrealized gain (loss) on securities available for sale(3,076)6,706Â (1,556)Equity in other comprehensive income (loss) of subsidiary9,137Â (1,282)(43,528)Other comprehensive income (loss), net of tax6,061Â 5,424Â (45,084)Total comprehensive income$57,391Â $44,363Â $191,553Â Balance SheetsDecemberÂ 31,20242023AssetsCash and due from
banks$52,398Â $96,384Â Interest-bearing deposits in banks13,583Â 13,889Â Total cash and cash equivalents65,981Â 110,273Â Restricted cash27,536Â 46,628Â Securities available for sale at fair value ($0 and $264 at amortized cost, respectively)â€”Â 2,953Â Loans held for investment at fair value (1)4,572Â 18,878Â Property, equipment and software, net8,537Â 17,078Â Investment in subsidiary1,177,745Â 937,987Â Other assets118,027Â 126,899Â Total assets$1,402,398Â $1,260,696Â Liabilities and EquityBorrowings (1)$â€”Â $12,956Â Other
liabilities60,667Â 86,086Â Total liabilities60,667Â 99,042Â EquityCommon stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively1,134Â 1,104Â Additional paid-in capital1,702,316Â 1,669,828Â Accumulated deficit(337,476)(468,097)Accumulated other comprehensive loss(24,243)(41,181)Total equity1,341,731Â 1,161,654Â Total liabilities and equity$1,402,398Â $1,260,696Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.138LENDINGCLUB CORPORATIONNotes to Consolidated Financial Statements(Tabular Amounts in Thousands, Except Share and Per Share Amounts, Ratios, or as Noted)Statements of Cash FlowsYear Ended December 31,202420232022Cash Flows from Operating Activities:Parent company net income$51,330Â $38,939Â $236,637Â Adjustments to reconcile net income to net cash (used for) provided by operating activities:Equity in undistributed earnings of subsidiary(47,677)(34,581)(127,277)Net fair value adjustments(2,716)(2,903)(5,929)Change in fair value of loan servicing assets40,590Â 50,281Â 33,840Â Stock-based compensation, net4,505Â 5,253Â 6,310Â Depreciation and
amortization8,525Â 16,979Â 27,342Â Income tax benefit from release of tax valuation allowanceâ€”Â â€”Â (124,975)Other, net5Â 274Â 16Â Net change to loans held for
sale1,121Â 5,953Â 31,658Â Net change in operating assets and liabilities:Other assets(57,859)(32,805)39,462Â Other liabilities(26,349)(30,741)(36,480)Net cash (used for) provided by operating activities(28,525)16,649Â 80,604Â Cash Flows from Investing Activities:Payments for investments in and advances to subsidiary(50,000)â€”Â (50,000)Purchase of servicing asset investment(47,450)(50,576)(59,880)Proceeds from servicing asset investment72,718Â 72,343Â 24,564Â Net change in loans held for investment (1)16,081Â 52,611Â 176,296Â Proceeds from maturities and paydowns of securities available for sale264Â 7,861Â 46,548Â Other investing activitiesâ€”Â 200Â 2,370Â Net cash (used for) provided by investing activities(8,387)82,439Â 139,898Â Cash Flows from Financing Activities:Principal payments on borrowings (1)(12,804)(54,237)(244,398)Other financing activities(13,668)(19,834)(9,028)Net cash used for financing activities(26,472)(74,071)(253,426)Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash(63,384)25,017Â (32,924)Cash, Cash Equivalents and Restricted Cash, Beginning of Period156,901Â 131,884Â 164,808Â Cash, Cash Equivalents and Restricted Cash, End of Period$93,517Â $156,901Â $131,884Â (1)Â Â Â Â Prior period amounts have been reclassified to conform to the current period presentation.The following table presents cash, cash equivalents and restricted cash by category within the Parent Company balance sheet:Â December 31, 2024December 31, 2023Cash and cash equivalents$65,981Â $110,273Â Restricted cash27,536Â 46,628Â Total cash, cash equivalents and restricted
cash$93,517Â $156,901Â 139LENDINGCLUB CORPORATIONItem 9. Changes in and Disagreements with Accountants on Accounting and Financial DisclosureNone.ItemÂ 9A. Controls and ProceduresEvaluation of Disclosure Controls and ProceduresThe Companyâ€™s management evaluated, with the participation of the Companyâ€™s Chief Executive Officer (CEO) and Chief Financial Officer (CFO), the effectiveness of the Companyâ€™s disclosure controls and procedures (as defined in RuleÂ 13a-15(e) under the Exchange Act) as of DecemberÂ 31, 2024. In designing and evaluating its disclosure controls and procedures, the Companyâ€™s management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance, not absolute assurance, of achieving the desired control objectives, and is required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.Based on the evaluation, the Companyâ€™s CEO and CFO concluded that the Companyâ€™s disclosure controls and procedures as of DecemberÂ 31, 2024, were designed and functioned effectively to provide reasonable assurance that the information required to be disclosed by the Company in reports filed under the Exchange Act is (i)Â recorded, processed, summarized, and reported within the time periods specified in the SECâ€™s rules and forms, and (ii)Â accumulated and communicated to management, including the principal executive and principal financial officers, as appropriate, to allow timely decisions regarding required disclosure.Managementâ€™s Annual Report on Internal Control over Financial ReportingThe Companyâ€™s management is responsible for maintaining effective internal control over financial reporting and for assessing the effectiveness of internal control over financial reporting, as defined in RuleÂ 13a-15(f) of the Exchange Act. Under the supervision and with the participation of the Companyâ€™s CEO and CFO, management conducted an evaluation of the effectiveness of its internal control over financial reporting as of DecemberÂ 31, 2024, based on the criteria established in Internal Control â€“ Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. As a result of this assessment, management concluded that, as of DecemberÂ 31, 2024, our internal control over financial reporting was effective in providing reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. Deloitte & Touche LLP, has independently audited the effectiveness of our internal control over financial reporting and its report is included below.All internal control systems, no matter how well designed, have inherent limitations, including the possibility of human error and the circumvention or overriding of controls. Further, because of changes in conditions, the effectiveness of internal controls may vary over time. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. Accordingly, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation.Changes in Internal Control Over Financial ReportingNo change in the Companyâ€™s internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) occurred during the fiscal quarter ended DecemberÂ 31, 2024, that has materially affected, or is reasonably likely to materially affect, the Companyâ€™s internal control over financial reporting.140REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMTo the stockholders and the Board of Directors of LendingClub CorporationOpinion on Internal Control over Financial ReportingWe have audited the internal control over financial reporting of LendingClub Corporation and subsidiaries (the â€œCompanyâ€) as of DecemberÂ 31, 2024, based on criteria established in Internal Control â€“ Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of DecemberÂ 31, 2024, based on criteria established in Internal Control â€“ Integrated Framework (2013) issued by COSO.We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated financial statements as of and for the year ended DecemberÂ 31, 2024, of the Company and our report dated FebruaryÂ 13, 2025, expressed an unqualified opinion on those financial statements.Basis for OpinionThe Companyâ€™s management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Managementâ€™s Annual Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Companyâ€™s internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.Definition and Limitations of Internal Control over Financial ReportingA companyâ€™s internal control over financial reporting is a process designed to provide reasonable assurance

regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A companyâ€™s internal control over financial reporting includes those policies and procedures that (1)Â pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)Â provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3)Â provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the companyâ€™s assets that could have a material effect on the financial statements.Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate./s/ DELOITTE & TOUCHE LLPSan Francisco, CaliforniaFebruaryÂ 13, 2025141LENDINGCLUB CORPORATIONItemÂ 9B. Other InformationRule 10b5-1 Trading PlansTo diversify his assets, Scott Sanborn, the Companyâ€™s Chief Executive Officer, entered into a sales plan in November 2024 that is intended to comply with Rule 10b5-1(c) under the Exchange Act (the Plan). The maximum number of shares that can be sold under the Plan represents 4.1% of Mr. Sanbornâ€™s current equity interest in the Company including his unvested time-based RSUs and unearned PBRSUs at target performance.The following table shows the trading arrangements intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) adopted by the Companyâ€™s directors and executive officers during the fourth quarter of 2024:Name and TitleAdoption DateExpiration DateAggregate Number of Shares to be Sold Scott Sanborn, Chief Executive Officer and DirectorNovember 20, 2024August 1, 2025Up to 102,000Jordan Cheng, General Counsel and Corporate SecretaryNovember 1, 2024May 9, 2025Up to 14,000Erin Selleck, DirectorOctober 31, 2024June 30, 2026See footnote 1 below(1)Â Â Â Â Ms. Selleckâ€™s trading plan adopted on October 31, 2024, provides for the sale of 12,240 shares plus 50% of the shares she acquires upon each of the quarterly vesting events with respect to her Annual Award to be granted in 2025 pursuant the terms of the Companyâ€™s Non-Employee Director Compensation Policy.Other than disclosed above, during the fourth quarter of 2024, none of the Companyâ€™s directors or executive officers adopted or terminated any contract, instruction or written plan for the purchase or sale of the Companyâ€™s securities that was intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) or any â€œnon-Rule 10b5-1 trading arrangement.â€Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent InspectionsNot Applicable.PART IIIItem 10. Directors, Executive Officers and Corporate GovernanceThe information required by ItemÂ 10 will be included in our definitive proxy statement with respect to our 2025 Annual Meeting of Stockholders (Proxy Statement) and is incorporated herein by reference. The Proxy Statement will be filed with the SEC pursuant to RegulationÂ 14A within 120Â days of the end of the 2024 fiscal year.Item 11. Executive CompensationThe information required by ItemÂ 11 will be included in the Proxy Statement under the headings â€œBoard of Directors and Corporate Governance â€“ Compensation Committee Interlocks and Insider Participation,â€ â€œBoard of Directors and Corporate Governance â€“ Director Compensation,â€ â€œExecutive Compensationâ€ and â€œReport of the Compensation Committee,â€ and is incorporated herein by reference.Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder MattersThe information required by ItemÂ 12 will be included in the Proxy Statement under the headings â€œSecurity Ownership of Certain Beneficial Owners and Managementâ€ and â€œExecutive Compensation â€“ Securities Authorized for Issuance Under Equity Compensation Plans,â€ and is incorporated herein by reference.142LENDINGCLUB CORPORATIONItem 13. Certain Relationships and Related Transactions, and Director IndependenceThe information required by ItemÂ 13 will be included in the Proxy Statement under the headings â€œRelated Party Transactionsâ€ and â€œBoard of Directors and Corporate Governance â€“ Director Independence,â€ and is incorporated herein by reference.Item 14. Principal Accountant Fees and ServicesThe information required by ItemÂ 14 will be included in the Proxy Statement under the heading â€œRatification of Appointment of Independent Registered Public Accounting Firm,â€ and is incorporated herein by reference.143LENDINGCLUB CORPORATIONPART IVItem 15. Exhibits and Financial Statement Schedules(a) Documents filed as part of this Annual Report:1.Â Â Â Â Financial StatementsConsolidated Financial Statements of the Company and the related notes are included under â€œPartÂ II â€“ ItemÂ 8. Financial Statements and Supplementary Dataâ€ of this Annual Report.2.Â Â Â Â Financial Statement SchedulesFinancial statement schedules have been omitted because they are not required, not applicable, not present in amounts sufficient to require submission of the schedule, or the required information is shown in the Consolidated Financial Statements or Notes thereto.3.Â Â Â Â ExhibitsThe documents listed in the Exhibit Index of this Annual Report are incorporated by reference or are filed with this Annual Report, in each case as indicated therein on the Exhibit Index immediately following the signature page of this Annual Report.Item 16. Form 10-K SummaryNone.144LENDINGCLUB CORPORATIONSIGNATURESPursuant to the requirements of SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this Annual Report to be signed on its behalf by the undersigned, thereunto duly authorized.Date: FebruaryÂ 13, 2025LENDINGCLUB CORPORATIONBy:/s/ Scott SanbornScott SanbornChief Executive Officer POWER OF ATTORNEYKNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Scott Sanborn and Andrew LaBenne, jointly and severally, his or her attorney-in-fact, with the power of substitution, for him or her in any and all capacities, to sign any amendments to this Annual Report and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his or her substitute or substitutes, may do or cause to be done by virtue hereof.145LENDINGCLUB CORPORATIONPursuant to the requirements of the Securities Exchange Act of 1934, this Annual Report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.SignatureTitleDate/s/ Scott SanbornChief Executive Officer and DirectorFebruary 13, 2025Scott Sanborn/s/ Andrew LaBenneChief Financial OfficerFebruary 13, 2025Andrew LaBenne/s/ Fergal StackPrincipal Accounting OfficerFebruary 13, 2025Fergal Stack/s/ Faiz AhmadDirectorFebruary 13, 2025Faiz Ahmad/s/ Stephen CutlerDirectorFebruary 13, 2025Stephen Cutler/s/ Allan LandonDirectorFebruary 13, 2025Allan Landon/s/ Timothy J. MayopoulosDirectorFebruary 13, 2025Timothy J. Mayopoulos/s/ John C. MorrisDirectorFebruary 13, 2025John C. Morris/s/ Kathryn S. ReimannDirectorFebruary 13, 2025Kathryn S. Reimann/s/ Erin SelleckDirectorFebruary 13, 2025Erin Selleck/s/ Janey WhitesideDirectorFebruary 13, 2025Janey Whiteside/s/ Michael ZeisserDirectorFebruary 13, 2025Michael Zeisser146LENDINGCLUB CORPORATIONEXHIBIT INDEXÂ Â Incorporated by ReferenceÂ ExhibitNumberExhibit DescriptionFormFile No.ExhibitFilingDateFiledHerewith3.1Eighth Amended and Restated Certificate of Incorporation of LendingClub Corporation, effective July 30, 202410-Q001-367713.1August 1, 20243.2Amended and Restated Bylaws of the Company, effective March 22, 20188-K/A001-367713.1June 22, 20184.1Form of Common Stock Certificate of LendingClub Corporation10-Q001-367714.1NovemberÂ 6, 20194.2Description of Registrantâ€™s Securities Registered Pursuant to SectionÂ 12 of the Securities Exchange Act of 1934X10.1Form of Indemnity AgreementS-1, Amendment No. 3333-19839310.1DecemberÂ 1, 201410.2LendingClub Corporation 2007 Stock Incentive Plan, as amended, and form of award agreement thereunder10-K001-3677110.2February 19, 202010.32014 Equity Incentive Plan, as amended and restated on June 8, 2023, and forms of award agreements thereunderX10.4Form of Employment Agreement for Chief Executive OfficerS-1, Amendment No. 3333-19839310.15DecemberÂ 1,Â 201410.5Form of Employment Agreement for Executive Officers other than Chief Executive OfficerS-1, Amendment No. 3333-19839310.16DecemberÂ 1,Â 201410.6Lease Agreement, dated as of April 16, 2015, by and between LendingClub Corporation and 595 Market Street, Inc.10-Q001-3677110.31May 5, 201510.7Radius Bancorp, Inc. 2016 Omnibus Incentive PlanS-8333-25568899.3April 30, 202110.8Non-Employee Director Compensation Policy, effective October 20, 202210-K001-3677110.9February 9, 202310.9Amendment to 2022 & 2024 Award Agreements Issued Under the 2014 Equity Incentive Plan10-Q001-3677110.1May 1, 202410.102014 Employee Stock Purchase Plan, as amended and restated on June 11, 202410-Q001-3677110.1August 1, 202419.1Insider Trading PolicyX21.1List of SubsidiariesX23.1Consent of Deloitte & Touche LLPX31.1Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002X31.2Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002X32.1Certification of Chief Executive Officer and Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002X147LENDINGCLUB CORPORATIONÂ Â Incorporated by ReferenceÂ ExhibitNumberExhibit DescriptionFormFile No.ExhibitFilingDateFiledHerewith97.1Clawback Policies10-K001-3677197.1February 16, 2024101The following financial information from LendingClub Corporationâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2024 formatted in Inline XBRL (Extensible Business Reporting Language) includes: (i) the Consolidated Balance Sheets, (ii) the Consolidated Statements of Income, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Equity, (v) the Consolidated Statements of Cash Flows, and (vi) Notes to the Consolidated Financial Statements.X104Cover Page Interactive Data File (as formatted as Inline XBRL and contained in ExhibitÂ 101)148 EX-4.2 2 lc12312024ex42.htm EX-4.2 DocumentExhibit 4.2DESCRIPTION OF REGISTRANTâ€™S SECURITIES REGISTERED PURSUANT TO SECTION 12 OF THE SECURITIES EXCHANGE ACT OF 1934The following description sets forth certain material terms and provisions of the securities of LendingClub Corporation that are registered under Section 12 of the Securities Exchange Act of 1934, as amended. This description also summarizes relevant provisions of Delaware law. The following summary does not purport to be complete and is subject to, and is qualified in its entirety by reference to, the applicable provisions of Delaware law and our amended and restated certificate of incorporation and our amended and restated bylaws, copies of which are incorporated by reference as exhibits to the Annual Report on Form 10-K of which this Exhibit 4.2 is a part. We encourage you to read our amended and restated certificate of incorporation, our amended and restated bylaws and the applicable provisions of Delaware law for additional information.Authorized Capital StockOur amended and restated certificate of incorporation authorizes us to issue up to 180,000,000 shares of common stock, par value $0.01 per share, and 10,000,000 shares of preferred stock, par value $0.01 per share.Common Stock Common Stock Outstanding. Our common stock currently outstanding is fully paid and nonassessable.Dividend Rights. Subject to preferences that may apply to shares of preferred stock outstanding at the time, the holders of outstanding shares of our common stock are entitled to receive dividends out of funds legally available if our board of directors, in its discretion, determines to issue dividends and then only at the times and in the amounts that our board of directors may determine. Voting Rights. Holders of our common stock are entitled to one vote for each share held on all matters submitted to a vote of stockholders. Our amended and restated certificate of incorporation does not provide for cumulative voting for the election of directors. Accordingly, holders of a majority of the shares of our common stock are able to elect all of our directors. Our amended and restated certificate of incorporation establishes a classified board of directors, to be divided into three classes with staggered three-year terms. Only one class of directors is elected at each annual meeting of our stockholders, with the other classes continuing for the remainder of their respective three-year terms.No Preemptive or Similar Rights. Our common stock is not entitled to preemptive rights and is not subject to conversion, redemption or sinking fund provisions. Right to Receive Liquidation Distributions. Upon our dissolution, liquidation or winding-up, the assets legally available for distribution to our stockholders are distributable ratably among the holders of our common stock, subject to prior satisfaction of all outstanding debt and liabilities and the preferential rights and payment of liquidation preferences, if any, on any outstanding shares of preferred stock.Preferred StockPursuant to the provisions of our amended and restated certificate of incorporation our board of directors is authorized, subject to limitations prescribed by Delaware law, to issue convertible preferred stock in one or more series, to establish from time to time the number of shares to be included in each series and to fix the designation, vesting, powers, preferences and relative, participating, optional or other rights, if any, of the shares of each series and any of its qualifications, limitations or restrictions, in each case without further vote or action by our stockholders. The issuance of preferred stock could, among other things, have the effect of delaying, deferring or preventing a change in control of our company and might adversely affect the market price of our common stock and the voting and other rights of the holders of our common stock.Exhibit 4.2Anti-Takeover ProvisionsThe provisions of Delaware law and our amended and restated certificate of incorporation and amended and restated bylaws could have the effect of delaying, deferring or discouraging another person from acquiring control of our company. These provisions, which are summarized below, may have the effect of discouraging takeover bids. They are also designed, in part, to encourage persons seeking to acquire control of us to negotiate first with our board of directors. We believe that the benefits of increased protection of our potential ability to negotiate with an unfriendly or unsolicited acquirer outweigh the disadvantages of discouraging a proposal to acquire us because negotiation of these proposals could result in an improvement of their terms.Delaware Anti-Takeover LawWe are governed by the provisions of Section 203 of the Delaware General Corporation Law regulating corporate takeovers. This section prevents some Delaware corporations from engaging, under some circumstances, in a business combination, which includes a merger or sale of at least 10% of the corporationâ€™s assets with any interested stockholder, meaning a stockholder who, together with affiliates and associates, owns or, within three years prior to the date of the transaction in which the person became an interested stockholder, did own 15% or more of the corporationâ€™s outstanding voting stock, unless:â€¢the transaction is approved by the board of directors prior to the time that the interested stockholder became an interested stockholder; â€¢upon consummation of the transaction that resulted in the stockholderâ€™s becoming an interested stockholder, the interested stockholder owned at least 85% of the voting stock of the corporation outstanding at the time the transaction commenced; orâ€¢at or subsequent to such time that the stockholder became an interested stockholder, the business combination is approved by the board of directors and authorized at an annual or special meeting of stockholders by at least two-thirds of the outstanding voting stock that is not owned by the interested stockholder.A Delaware corporation may â€œopt outâ€ of these provisions with an express provision in its original certificate of incorporation or an express provision in its certificate of incorporation or bylaws resulting from a stockholdersâ€™ amendment approved by at least a majority of the outstanding voting shares. We have not opted out of these provisions. As a result, mergers or other takeover or change in control attempts may be discouraged or prevented. We also anticipate that Section 203 may discourage attempts that might result in a premium over the market price for the shares of outstanding common stock.Certificate of Incorporation and Bylaws ProvisionsOur amended and restated certificate of incorporation and our amended and restated bylaws include a number of provisions that may have the effect of deterring hostile takeovers or delaying or preventing changes in control of our management team, including the following:â€¢Board of Directors Vacancies. Our amended and restated certificate of incorporation and amended and restated bylaws authorize only our board of directors to fill vacant directorships, including newly created seats. In addition, the number of directors constituting our board of directors may be set only by a resolution adopted by a majority vote of our entire board of directors. These provisions prevent a stockholder from increasing the size of our board of directors and then gaining control of our board of directors by filling the resulting vacancies with its own nominees. This makes it more difficult to change the composition of our board of directors but promotes continuity of management.Exhibit 4.2â€¢Classified Board. Our amended and restated certificate of incorporation and amended and restated bylaws provide that our board of directors is classified into three classes of directors, each with staggered three-year terms. A third party may be discouraged from making a tender offer or otherwise attempting to obtain control of us as it is more difficult and time consuming for stockholders to replace a majority of the directors on a classified board of directors.â€¢Stockholder Action; Special Meetings of Stockholders. Our amended and restated certificate of incorporation provides that our stockholders may not take action by written consent, but may only take action at annual or special meetings of our stockholders. As a result, a holder controlling a majority of our capital stock is unable to amend our amended and restated bylaws or remove directors without holding a meeting of our stockholders called in accordance with our amended and restated bylaws. Further, our amended and restated bylaws and amended and restated certificate of incorporation provide that special meetings of our stockholders may be called only by a majority of our board of directors, the chairman of our board of directors, our Chief Executive Officer or our President, thus prohibiting a stockholder from calling a special meeting. These provisions could delay the ability of our stockholders to force consideration of a proposal or for stockholders controlling a majority of our capital stock to take any action, including the removal of directors.â€¢Advance Notice Requirements for Stockholder Proposals and Director Nominations. Our amended and restated bylaws provide advance notice procedures for stockholders seeking to bring business before our annual meeting of stockholders or to nominate candidates for election as directors at our annual meeting of stockholders. Our amended and restated bylaws also specify certain requirements regarding the form and content of a stockholderâ€™s notice. These provisions might preclude our stockholders from bringing matters before our annual meeting of stockholders or from nominating directors at our annual meeting of stockholders if the proper procedures are not followed. These provisions may also discourage or deter a potential acquirer from conducting a solicitation of proxies to elect the acquirerâ€™s own slate of directors or otherwise attempting to obtain control of our company.â€¢No Cumulative Voting. The Delaware General Corporation Law provides that stockholders are not entitled to the right to cumulate votes in the election of directors unless a corporationâ€™s certificate of incorporation provides otherwise. Neither our amended and restated certificate of incorporation nor amended and restated bylaws provide for cumulative voting.â€¢Directors Removed Only for Cause. Our amended and restated certificate of incorporation provides that stockholders may remove directors only for cause and only by the affirmative vote of the holders of at least two-thirds of our outstanding common stock.â€¢Amendment of Charter Provisions. Any amendment of the provisions in our amended and restated certificate of incorporation described above would require approval by holders of at least two-thirds of our outstanding common stock.â€¢Issuance of Undesignated Preferred Stock. Our board

of directors has the authority, without further action by the stockholders, to issue up to 10,000,000 shares of undesignated preferred stock with rights and preferences, including voting rights, designated from time to time by our board of directors. The existence of authorized but unissued shares of preferred stock would enable our board of directors to render more difficult or to discourage an attempt to obtain control of us by means of a merger, tender offer, proxy contest or other means. Our board of directors approved the designation of 200,000 shares of Series A Preferred Stock, par value $0.01 per share, and 600,000 shares of Series B Preferred Stock, par value $0.01 per share. As of the date hereof, no shares of preferred stock are outstanding.ListingOur common stock is listed on the New York Stock Exchange under the symbol â€œLC.â€ Exhibit 4.2Transfer Agent and RegistrarOur transfer agent for the common stock is American Stock Transfer & Trust Company, LLC. EX-10.3 3 lc12312024ex103.htm EX-10.3 DocumentExhibit 10.3LENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANAs Amended and Restated on June 8, 20231. PURPOSE. The purpose of this Plan is to provide incentives to attract, retain and motivate eligible persons whose present and potential contributions are important to the success of the Company, and any Parents and Subsidiaries that exist now or in the future, by offering them an opportunity to participate in the Companyâ€™s future performance through the grant of Awards. Capitalized terms not defined elsewhere in the text are defined in Section 28.2. SHARES SUBJECT TO THE PLAN.2.1. Number of Shares Available. Subject to Sections 2.6 and 21 and any other applicable provisions hereof, the total number of Shares reserved and available for grant and issuance pursuant to this Plan as of the date of adoption of the Plan by the Board, is seven million (7,000,000) Shares, plus (i) any reserved shares not issued or subject to outstanding grants under the Companyâ€™s 2007 Stock Incentive Plan (the â€œPrior Planâ€) on the Effective Date (as defined below), (ii) shares that are subject to stock options or other awards granted under the Prior Plan that cease to be subject to such stock options or other awards by forfeiture or otherwise after the Effective Date, (iii) shares issued under the Prior Plan before or after the Effective Date pursuant to the exercise of stock options that are, after the Effective Date, forfeited, (iv) shares issued under the Prior Plan that are repurchased by the Company at the original issue price and (v) shares that are subject to stock options or other awards under the Prior Plan that are used to pay the exercise price of an option or withheld to satisfy the tax withholding obligations related to any award.2.2. Lapsed, Returned Awards. Shares subject to Awards, and Shares issued under the Plan under any Award, will again be available for grant and issuance in connection with subsequent Awards under this Plan to the extent such Shares: (a) are subject to issuance upon exercise of an Option or SAR granted under this Plan but which cease to be subject to the Option or SAR for any reason other than exercise of the Option or SAR; (b) are subject to Awards granted under this Plan that are forfeited or are repurchased by the Company at the original issue price; (c) are subject to Awards granted under this Plan that otherwise terminate without such Shares being issued; or (d) are surrendered pursuant to an Exchange Program. To the extent an Award under the Plan is paid out in cash rather than Shares, such cash payment will not result in reducing the number of Shares available for issuance under the Plan. Shares used to pay the exercise price of an Award or withheld to satisfy the tax withholding obligations related to an Award will become available for future grant or sale under the Plan. For the avoidance of doubt, Shares that otherwise become available for grant and issuance because of the provisions of this Section 2.2 shall not include Shares subject to Awards that initially became available because of the substitution clause in Section 21.2 hereof.2.3. Minimum Share Reserve. At all times the Company shall reserve and keep available a sufficient number of Shares as shall be required to satisfy the requirements of all outstanding Awards granted under this Plan.2.4. Automatic Share Reserve Increase. The number of Shares available for grant and issuance under the Plan shall be automatically increased January 1 of each of the calendar years 2015 through 2023, by the lesser of (i) five percent (5%) of the number of shares of Common Stock and Common Stock equivalents (including options, RSUs, warrants and the pool of available Shares under the Plan) issued and outstanding on each December 31 immediately prior to the date of increase or (ii) such number of Shares determined by the Board.2.5. Limitations. No more than seventy million (70,000,000) Shares shall be issued pursuant to the exercise of ISOs.2.6. Adjustment of Shares. If the number of outstanding Shares is changed by a stock dividend, recapitalization, stock split, reverse stock split, subdivision, combination, reclassification or similar change in the capital structure of the Company, without consideration, then (a) the number of Shares reserved for issuance and future grant under the Plan set forth in Section 2.1, (b) the Exercise Prices of and number of Shares subject to outstanding Options and SARs, (c) the number of Shares subject to other outstanding Awards, (d) the maximum number of shares that may be issued as ISOs set forth in Section 2.5, and (e) the maximum number of Shares that Exhibit 10.3may be issued to an individual or to a new Employee in any one calendar year set forth in Section 3 or to a Non-Employee Director in Section 12 shall be proportionately adjusted, subject to any required action by the Board or the stockholders of the Company and in compliance with applicable securities laws; provided that fractions of a Share will not be issued.3. ELIGIBILITY. ISOs may be granted only to eligible Employees. All other Awards may be granted to Employees, Consultants, Directors and Non-Employee Directors; provided such Consultants, Directors and Non-Employee Directors render bona fide services not in connection with the offer and sale of securities in a capital-raising transaction. 4. ADMINISTRATION.4.1. Committee Composition; Authority. This Plan will be administered by the Committee or by the Board acting as the Committee. Subject to the general purposes, terms and conditions of this Plan, and to the direction of the Board, the Committee will have full power to implement and carry out this Plan, except, however, the Board shall establish the terms for the grant of an Award to Non-Employee Directors. The Committee will have the authority to:(a) construe and interpret this Plan, any Award Agreement and any other agreement or document executed pursuant to this Plan;(b) prescribe, amend and rescind rules and regulations relating to this Plan or any Award;(c) select persons to receive Awards;(d) determine the form and terms and conditions, not inconsistent with the terms of the Plan, of any Award granted hereunder. Such terms and conditions include, but are not limited to, the exercise price, the time or times when Awards may vest and be exercised (which may be based on performance criteria) or settled, any vesting acceleration or waiver of forfeiture restrictions, the method to satisfy tax withholding obligations or any other tax liability legally due, and any restriction or limitation regarding any Award or the Shares relating thereto, based in each case on such factors as the Committee will determine;(e) determine the number of Shares or other consideration subject to Awards;(f) determine the Fair Market Value and interpret the applicable provisions of this Plan and the definition of Fair Market Value in connection with circumstances that impact the Fair Market Value, if necessary;(g) determine whether Awards will be granted singly, in combination with, in tandem with, in replacement of, or as alternatives to, other Awards under this Plan or any other incentive or compensation plan of the Company or any Parent or Subsidiary of the Company;(h) grant waivers of Plan or Award conditions;(i) determine the vesting, exercisability and payment of Awards;(j) correct any defect, supply any omission or reconcile any inconsistency in this Plan, any Award or any Award Agreement;(k) determine whether an Award has been earned;(l) determine the terms and conditions of any, and to institute any Exchange Program;(m) reduce or waive any criteria with respect to Performance Factors;(n) adjust Performance Factors to take into account changes in law and accounting or tax rules as the Committee deems necessary or appropriate to reflect the impact of extraordinary or unusual items, events or circumstances to avoid windfalls or hardships provided that such adjustments are consistent with the regulations promulgated under Section 162(m) of the Code with respect to persons whose compensation is subject to Section 162(m) of the Code;(o) adopt terms and conditions, rules and/or procedures (including the adoption of any subplan under this Plan) relating to the operation and administration of the Plan to accommodate requirements of local law and procedures outside of the United States;(p) make all other determinations necessary or advisable for the administration of this Plan; and(q) delegate any of the foregoing to a subcommittee consisting of one or more executive officers pursuant to a specific delegation as permitted by applicable law, including Section 157(c) of the Delaware General Corporation Law.4.2. Committee Interpretation and Discretion. Any determination made by the Committee with respect to any Award shall be made in its sole discretion at the time of grant of the Award or, unless in contravention of any express term of the Plan or Award, at any later time, and such determination shall be final and binding on the Company and all persons having an interest in any Award under the Plan. Any dispute regarding the interpretation Exhibit 10.3of the Plan or any Award Agreement shall be submitted by the Participant or Company to the Committee for review. The resolution of such a dispute by the Committee shall be final and binding on the Company and the Participant. The Committee may delegate to one or more executive officers the authority to review and resolve disputes with respect to Awards held by Participants who are not Insiders, and such resolution shall be final and binding on the Company and the Participant.4.3. Section 162(m) of the Code and Section 16 of the Exchange Act. When necessary or desirable for an Award to qualify as â€œperformance-based compensationâ€ under Section 162(m) of the Code the Committee shall include at least two persons who are â€œoutside directorsâ€ (as defined under Section 162(m) of the Code) and at least two (or a majority if more than two then serve on the Committee) such â€œoutside directorsâ€ shall approve the grant of such Award and timely determine (as applicable) the Performance Period and any Performance Factors upon which vesting or settlement of any portion of such Award is to be subject. When required by Section 162(m) of the Code, prior to settlement of any such Award at least two (or a majority if more than two then serve on the Committee) such â€œoutside directorsâ€ then serving on the Committee shall determine and certify in writing the extent to which such Performance Factors have been timely achieved and the extent to which the Shares subject to such Award have thereby been earned. Awards granted to Participants who are subject to Section 16 of the Exchange Act must be approved by a committee consisting solely of two or more â€œnon-employee directorsâ€ (as defined in the regulations promulgated under Section 16 of the Exchange Act). With respect to Participants whose compensation is subject to Section 162(m) of the Code, and provided that such adjustments are consistent with the regulations promulgated under Section 162(m) of the Code, the Committee may adjust the performance goals to account for changes in law and accounting and to make such adjustments as the Committee deems necessary or appropriate to reflect the impact of extraordinary or unusual items, events or circumstances to avoid windfalls or hardships, including without limitation (i) restructurings, discontinued operations, extraordinary items, and other unusual or non-recurring charges, (ii) an event either not directly related to the operations of the Company or not within the reasonable control of the Companyâ€™s management, or (iii) a change in accounting standards required by generally accepted accounting principles.4.4. Documentation. The Award Agreement for a given Award, the Plan and any other documents may be delivered to, and accepted by, a Participant or any other person in any manner (including electronic distribution or posting) that meets applicable legal requirements.4.5. Foreign Award Recipients. Notwithstanding any provision of the Plan to the contrary, in order to comply with the laws and practices in other countries in which the Company and its Subsidiaries and Affiliates operate or have employees or other individuals eligible for Awards, the Committee, in its sole discretion, shall have the power and authority to: (i) determine which Subsidiaries and Affiliates shall be covered by the Plan; (ii) determine which individuals outside the United States are eligible to participate in the Plan which may include individuals who provide services to the Company, Subsidiary or Affiliate under an agreement with a foreign nation or agency; (iii) modify the terms and conditions of any Award granted to individuals outside the United States or foreign nationals to comply with applicable foreign laws, policies, customs and practices; (iv) establish subplans and modify exercise procedures and other terms and procedures, to the extent the Committee determines such actions to be necessary or advisable (and such subplans and/or modifications shall be attached to this Plan as appendices); provided, however, that no such subplans and/or modifications shall increase the share limitations contained in Section 2.1 hereof; and (v) take any action, before or after an Award is made, that the Committee determines to be necessary or advisable to obtain approval or comply with any local governmental regulatory exemptions or approvals. Notwithstanding the foregoing, the Committee may not take any actions hereunder, and no Awards shall be granted, that would violate the Exchange Act or any other applicable United States securities law, or any other applicable law.4.6. Acceleration of Vesting. After an Award is granted, the Committee may only accelerate the vesting requirements of the Award pursuant to the terms of or in connection with a Corporate Transaction (as specified in Section 21 of the Plan) or if the Participantâ€™s Service terminates for any reason except for Cause.5. OPTIONS. An Option is the right but not the obligation to purchase a Share, subject to certain conditions, if applicable. The Committee may grant Options to eligible Employees, Consultants and Directors and will determine whether such Options will be Incentive Stock Options within the meaning of the Code (â€œISOsâ€) or Nonqualified Stock Options (â€œNSOsâ€), the number of Shares subject to the Option, the Exercise Price of the Option, the period during which the Option may vest and be exercised, and all other terms and conditions of the Option, subject to the following:Exhibit 10.35.1. Option Grant. Each Option granted under this Plan will identify the Option as an ISO or an NSO. An Option may be, but need not be, awarded upon satisfaction of such Performance Factors during any Performance Period as are set out in advance in the Participantâ€™s individual Award Agreement. If the Option is being earned upon the satisfaction of Performance Factors, then the Committee will: (x) determine the nature, length and starting date of any Performance Period for each Option; and (y) select from among the Performance Factors to be used to measure the performance, if any. Performance Periods may overlap and Participants may participate simultaneously with respect to Options that are subject to different performance goals and other criteria.5.2. Date of Grant. The date of grant of an Option will be the date on which the Committee makes the determination to grant such Option, or a specified future date. The Award Agreement will be delivered to the Participant within a reasonable time after the granting of the Option.5.3. Exercise Period. Options may be vested and exercisable within the times or upon the conditions as set forth in the Award Agreement governing such Option; provided, however, that no Option will be exercisable after the expiration of ten (10) years from the date the Option is granted; and provided further that no ISO granted to a person who, at the time the ISO is granted, directly or by attribution owns more than ten percent (10%) of the total combined voting power of all classes of stock of the Company or of any Parent or Subsidiary of the Company (â€œTen Percent Stockholderâ€) will be exercisable after the expiration of five (5) years from the date the ISO is granted. The Committee also may provide for Options to become exercisable at one time or from time to time, periodically or otherwise, in such number of Shares or percentage of Shares as the Committee determines.5.4. Exercise Price. The Exercise Price of an Option will be determined by the Committee when the Option is granted; provided that: (i) the Exercise Price of an Option will be not less than one hundred percent (100%) of the Fair Market Value of the Shares on the date of grant and (ii) the Exercise Price of any ISO granted to a Ten Percent Stockholder will not be less than one hundred ten percent (110%) of the Fair Market Value of the Shares on the date of grant. Payment for the Shares purchased may be made in accordance with Section 11 and the Award Agreement and in accordance with any procedures established by the Company.5.5. Method of Exercise. Any Option granted hereunder will be vested and exercisable according to the terms of the Plan and at such times and under such conditions as determined by the Committee and set forth in the Award Agreement. An Option may not be exercised for a fraction of a Share. An Option will be deemed exercised when the Company receives: (i) notice of exercise (in such form as the Committee may specify from time to time) from the person entitled to exercise the Option, and (ii) full payment for the Shares with respect to which the Option is exercised (together with applicable withholding taxes). Full payment may consist of any consideration and method of payment authorized by the Committee and permitted by the Award Agreement and the Plan. Shares issued upon exercise of an Option will be issued in the name of the Participant. Until the Shares are issued (as evidenced by the appropriate entry on the books of the Company or of a duly authorized transfer agent of the Company), no right to vote or receive dividends or any other rights as a stockholder will exist with respect to the Shares, notwithstanding the exercise of the Option. The Company will issue (or cause to be issued) such Shares promptly after the Option is exercised. No adjustment will be made for a dividend or other right for which the record date is prior to the date the Shares are issued, except as provided in Section 2.6 of the Plan. Exercising an Option in any manner will decrease the number of Shares thereafter available, both for purposes of the Plan and for sale under the Option, by the number of Shares as to which the Option is exercised.(a) Termination of Service. If the Participantâ€™s Service terminates for any reason except for Cause or the Participantâ€™s death or Disability, then the Participant may exercise such Participantâ€™s Options only to the extent that such Options would have been exercisable by the Participant on the date Participantâ€™s Service terminates no later than ninety (90) days after the date Participantâ€™s Service terminates (or such shorter or longer time period as may be determined by the Committee, with any exercise beyond three (3) months after the date Participantâ€™s Service terminates deemed to be the exercise of an NSO), but in any event no later than the expiration date of the Options.(b) Death. If the Participantâ€™s Service terminates because of the Participantâ€™s death (or the Participant dies within ninety (90) days after Participantâ€™s Service terminates other than for Cause or because of the Participantâ€™s Disability), then the Participantâ€™s Options may be exercised only to the extent that such Options would have been exercisable by the Participant on the date Participantâ€™s Service terminates and must be exercised by the Participantâ€™s legal representative, or authorized assignee, no later than twelve (12) months after the date Exhibit 10.3Participantâ€™s Service terminates (or such shorter or longer time period as may be determined by the Committee), but in any event no later than the expiration date of the Options.(c) Disability. If the Participantâ€™s Service terminates because of the Participantâ€™s Disability, then the Participantâ€™s Options may be exercised only to the extent that such Options would have been exercisable by the Participant on the date Participantâ€™s Service terminates and must be exercised by the Participant (or the Participantâ€™s legal representative or authorized assignee) no later than twelve (12) months after the date Participantâ€™s Service terminates (with any exercise beyond (a) three (3) months after the date Participantâ€™s employment terminates when the termination of Service is for a Disability that is not a â€œpermanent and total disabilityâ€ as defined in Section 22(e)(3) of the Code, or (b) twelve (12) months after the date Participantâ€™s employment terminates when the termination of Service is for a Disability that is a â€œpermanent and total disabilityâ€ as defined in Section 22(e)(3) of the Code, deemed to be exercise of an NSO), but in any event no later than the expiration date of the Options.(d) Cause. If the Participant is terminated for Cause, then Participantâ€™s Options shall expire on such Participantâ€™s date of

termination of Service, or at such later time and on such conditions as are determined by the Committee, but in any event no later than the expiration date of the Options. Unless otherwise provided in the Award Agreement, Cause shall have the meaning set forth in the Plan.5.6. Limitations on Exercise. The Committee may specify a minimum number of Shares that may be purchased on any exercise of an Option, provided that such minimum number will not prevent any Participant from exercising the Option for the full number of Shares for which it is then exercisable.5.7. Limitations on ISOs. With respect to Awards granted as ISOs, to the extent that the aggregate Fair Market Value of the Shares with respect to which such ISOs are exercisable for the first time by the Participant during any calendar year (under all plans of the Company and any Parent or Subsidiary) exceeds one hundred thousand dollars ($100,000), such Options will be treated as NSOs. For purposes of this Section 5.7, ISOs will be taken into account in the order in which they were granted. The Fair Market Value of the Shares will be determined as of the time the Option with respect to such Shares is granted. In the event that the Code or the regulations promulgated thereunder are amended after the Effective Date to provide for a different limit on the Fair Market Value of Shares permitted to be subject to ISOs, such different limit will be automatically incorporated herein and will apply to any Options granted after the effective date of such amendment.5.8. Modification, Extension or Renewal. The Committee may modify, extend or renew outstanding Options and authorize the grant of new Options in substitution therefor, provided that any such action may not, without the written consent of a Participant, impair any of such Participantâ€™s rights under any Option previously granted. Any outstanding ISO that is modified, extended, renewed or otherwise altered will be treated in accordance with Section 424(h) of the Code. Subject to Section 18 of this Plan, by written notice to affected Participants, the Committee may reduce the Exercise Price of outstanding Options without the consent of such Participants; provided, however, that the Exercise Price may not be reduced below the Fair Market Value on the date the action is taken to reduce the Exercise Price.5.9. No Disqualification. Notwithstanding any other provision in this Plan, no term of this Plan relating to ISOs will be interpreted, amended or altered, nor will any discretion or authority granted under this Plan be exercised, so as to disqualify this Plan under Section 422 of the Code or, without the consent of the Participant affected, to disqualify any ISO under Section 422 of the Code.6. RESTRICTED STOCK AWARDS. A Restricted Stock Award is an offer by the Company to sell to an eligible Employee, Consultant, or Director Shares that are subject to restrictions (â€œRestricted Stockâ€). The Committee will determine to whom an offer will be made, the number of Shares the Participant may purchase, the Purchase Price, the restrictions under which the Shares will be subject and all other terms and conditions of the Restricted Stock Award, subject to the Plan.6.1. Restricted Stock Purchase Agreement. All purchases under a Restricted Stock Award will be evidenced by an Award Agreement. Except as may otherwise be provided in an Award Agreement, a Participant accepts a Restricted Stock Award by signing and delivering to the Company an Award Agreement with full payment of the Purchase Price, within thirty (30) days from the date the Award Agreement was delivered to the Participant. If the Participant does not accept such Award within thirty (30) days, then the offer of such Restricted Stock Award will terminate, unless the Committee determines otherwise.Exhibit 10.36.2. Purchase Price. The Purchase Price for a Restricted Stock Award will be determined by the Committee and may be less than Fair Market Value on the date the Restricted Stock Award is granted. Payment of the Purchase Price must be made in accordance with Section 11 of the Plan, and the Award Agreement and in accordance with any procedures established by the Company.6.3. Terms of Restricted Stock Awards. Restricted Stock Awards will be subject to such restrictions as the Committee may impose or are required by law. These restrictions may be based on completion of a specified number of years of service with the Company or upon completion of Performance Factors, if any, during any Performance Period as set out in advance in the Participantâ€™s Award Agreement. Prior to the grant of a Restricted Stock Award, the Committee shall: (a) determine the nature, length and starting date of any Performance Period for the Restricted Stock Award; (b) select from among the Performance Factors to be used to measure performance goals, if any; and (c) determine the number of Shares that may be awarded to the Participant. Performance Periods may overlap and a Participant may participate simultaneously with respect to Restricted Stock Awards that are subject to different Performance Periods and having different performance goals and other criteria.6.4. Termination of Service. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on such date Participantâ€™s Service terminates (unless determined otherwise by the Committee).7. STOCK BONUS AWARDS. A Stock Bonus Award is an award to an eligible Employee, Consultant, or Director of Shares for Services to be rendered or for past Services already rendered to the Company or any Parent or Subsidiary. All Stock Bonus Awards shall be made pursuant to an Award Agreement. No payment from the Participant will be required for Shares awarded pursuant to a Stock Bonus Award.7.1. Terms of Stock Bonus Awards. The Committee will determine the number of Shares to be awarded to the Participant under a Stock Bonus Award and any restrictions thereon. These restrictions may be based upon completion of a specified number of years of service with the Company or upon satisfaction of performance goals based on Performance Factors during any Performance Period as set out in advance in the Participantâ€™s Stock Bonus Agreement. Prior to the grant of any Stock Bonus Award the Committee shall: (a) determine the nature, length and starting date of any Performance Period for the Stock Bonus Award; (b) select from among the Performance Factors to be used to measure performance goals; and (c) determine the number of Shares that may be awarded to the Participant. Performance Periods may overlap and a Participant may participate simultaneously with respect to Stock Bonus Awards that are subject to different Performance Periods and different performance goals and other criteria.7.2. Form of Payment to Participant. Payment may be made in the form of cash, whole Shares, or a combination thereof, based on the Fair Market Value of the Shares earned under a Stock Bonus Award on the date of payment, as determined in the sole discretion of the Committee.7.3. Termination of Service. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on such date Participantâ€™s Service terminates (unless determined otherwise by the Committee).8. STOCK APPRECIATION RIGHTS. A Stock Appreciation Right (â€œSARâ€) is an award to an eligible Employee, Consultant, or Director that may be settled in cash, or Shares (which may consist of Restricted Stock), having a value equal to (a) the difference between the Fair Market Value on the date of exercise over the Exercise Price multiplied by (b) the number of Shares with respect to which the SAR is being settled (subject to any maximum number of Shares that may be issuable as specified in an Award Agreement). All SARs shall be made pursuant to an Award Agreement.8.1. Terms of SARs. The Committee will determine the terms of each SAR including, without limitation: (a) the number of Shares subject to the SAR; (b) the Exercise Price and the time or times during which the SAR may be settled; (c) the consideration to be distributed on settlement of the SAR; and (d) the effect of the Participantâ€™s termination of Service on each SAR. The Exercise Price of the SAR will be determined by the Committee when the SAR is granted, and may not be less than Fair Market Value. A SAR may be awarded upon satisfaction of Performance Factors, if any, during any Performance Period as are set out in advance in the Participantâ€™s individual Award Agreement. If the SAR is being earned upon the satisfaction of Performance Factors, then the Committee will: (x) determine the nature, length and starting date of any Performance Period for each SAR; and (y) select from among the Performance Factors to be used to measure the performance, if any. Performance Periods may overlap Exhibit 10.3and Participants may participate simultaneously with respect to SARs that are subject to different Performance Factors and other criteria.8.2. Exercise Period and Expiration Date. A SAR will be exercisable within the times or upon the occurrence of events determined by the Committee and set forth in the Award Agreement governing such SAR. The SAR Agreement shall set forth the expiration date; provided that no SAR will be exercisable after the expiration of ten (10) years from the date the SAR is granted. The Committee may also provide for SARs to become exercisable at one time or from time to time, periodically or otherwise (including, without limitation, upon the attainment during a Performance Period of performance goals based on Performance Factors), in such number of Shares or percentage of the Shares subject to the SAR as the Committee determines. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on the date Participantâ€™s Service terminates (unless determined otherwise by the Committee). Notwithstanding the foregoing, the rules of Section 5.6 also will apply to SARs.8.3. Form of Settlement. Upon exercise of a SAR, a Participant will be entitled to receive payment from the Company in an amount determined by multiplying (i) the difference between the Fair Market Value of a Share on the date of exercise over the Exercise Price; times (ii) the number of Shares with respect to which the SAR is exercised. At the discretion of the Committee, the payment from the Company for the SAR exercise may be in cash, in Shares of equivalent value, or in some combination thereof. The portion of a SAR being settled may be paid currently or on a deferred basis with such interest or dividend equivalent, if any, as the Committee determines, provided that the terms of the SAR and any deferral satisfy the requirements of Section 409A of the Code.8.4. Termination of Service. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on such date Participantâ€™s Service terminates (unless determined otherwise by the Committee).9. RESTRICTED STOCK UNITS. A Restricted Stock Unit (â€œRSUâ€) is an award to an eligible Employee, Consultant, or Director covering a number of Shares that may be settled in cash, or by issuance of those Shares (which may consist of Restricted Stock). All RSUs shall be made pursuant to an Award Agreement. 9.1. Terms of RSUs. The Committee will determine the terms of an RSU including, without limitation: (a) the number of Shares subject to the RSU; (b) the time or times during which the RSU may be settled; (c) the consideration to be distributed on settlement; and (d) the effect of the Participantâ€™s termination of Service on each RSU. An RSU may be awarded upon satisfaction of such performance goals based on Performance Factors during any Performance Period as are set out in advance in the Participantâ€™s Award Agreement. If the RSU is being earned upon satisfaction of Performance Factors, then the Committee will: (x) determine the nature, length and starting date of any Performance Period for the RSU; (y) select from among the Performance Factors to be used to measure the performance, if any; and (z) determine the number of Shares deemed subject to the RSU. Performance Periods may overlap and participants may participate simultaneously with respect to RSUs that are subject to different Performance Periods and different performance goals and other criteria.9.2. Form and Timing of Settlement. Payment of earned RSUs shall be made as soon as practicable after the date(s) determined by the Committee and set forth in the Award Agreement. The Committee, in its sole discretion, may settle earned RSUs in cash, Shares, or a combination of both. The Committee may also permit a Participant to defer payment under a RSU to a date or dates after the RSU is earned provided that the terms of the RSU and any deferral satisfy the requirements of Section 409A of the Code.9.3. Termination of Service. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on such date Participantâ€™s Service terminates (unless determined otherwise by the Committee).10. PERFORMANCE AWARDS. A Performance Award is an award to an eligible Employee, Consultant, or Director of a cash bonus or an award of Performance Shares denominated in Shares that may be settled in cash, or by issuance of those Shares (which may consist of Restricted Stock). Grants of Performance Awards shall be made pursuant to an Award Agreement solely pursuant to this Section 10.10.1. Terms of Performance Shares. The Committee will determine, and each Award Agreement shall set forth, the terms of each Performance Award including, without limitation: (a) the amount of any cash bonus, (b) the number of Shares deemed subject to an award of Performance Shares; (c) the Performance Factors and Performance Period that shall determine the time and extent to which each award of Performance Shares shall be settled; (d) the Exhibit 10.3consideration to be distributed on settlement, and (e) the effect of the Participantâ€™s termination of Service on each Performance Award. In establishing Performance Factors and the Performance Period the Committee will: (x) determine the nature, length and starting date of any Performance Period; (y) select from among the Performance Factors to be used; and (z) determine the number of Shares deemed subject to the award of Performance Shares. Prior to settlement the Committee shall determine the extent to which Performance Awards have been earned. Performance Periods may overlap and Participants may participate simultaneously with respect to Performance Awards that are subject to different Performance Periods and different performance goals and other criteria. No Participant will be eligible to receive more than $10,000,000 in Performance Awards in any calendar year under Section 10 of this Plan.10.2. Value, Earning and Timing of Performance Shares. Each Performance Share will have an initial value equal to the Fair Market Value of a Share on the date of grant. After the applicable Performance Period has ended, the holder of Performance Shares will be entitled to receive a payout of the number of Performance Shares earned by the Participant over the Performance Period, to be determined as a function of the extent to which the corresponding Performance Factors or other vesting provisions have been achieved. The Committee, in its sole discretion, may pay earned Performance Shares in the form of cash, in Shares (which have an aggregate Fair Market Value equal to the value of the earned Performance Shares at the close of the applicable Performance Period) or in a combination thereof.10.3. Termination of Service. Except as may be set forth in the Participantâ€™s Award Agreement, vesting ceases on the date Participantâ€™s Service terminates (unless determined otherwise by the Committee).11. PAYMENT FOR SHARE PURCHASES. Payment from a Participant for Shares purchased pursuant to this Plan may be made in cash or by check or, where approved for the Participant by the Committee and where permitted by law (and to the extent not otherwise set forth in the applicable Award Agreement): (a) by cancellation of indebtedness of the Company to the Participant;(b) by surrender of shares of the Company held by the Participant that have a Fair Market Value on the date of surrender equal to the aggregate exercise price of the Shares as to which said Award will be exercised or settled;(c) by waiver of compensation due or accrued to the Participant for services rendered or to be rendered to the Company or a Parent or Subsidiary of the Company;(d) by consideration received by the Company pursuant to a broker-assisted or other form of cashless exercise program implemented by the Company in connection with the Plan;(e) by any combination of the foregoing; or(f) by any other method of payment as is permitted by applicable law.12. GRANTS TO NON-EMPLOYEE DIRECTORS. Non-Employee Directors are eligible to receive any type of Award offered under this Plan except ISOs. Awards pursuant to this Section 12 may be automatically made pursuant to policy adopted by the Board, or made from time to time as determined in the discretion of the Board. The aggregate number of Shares subject to Awards granted to a Non-Employee Director pursuant to this Section 12 in any calendar year shall not exceed 300,000.12.1. Eligibility. Awards pursuant to this Section 12 shall be granted only to Non-Employee Directors. A Non-Employee Director who is elected or re-elected as a member of the Board will be eligible to receive an Award under this Section 12.12.2. Vesting, Exercisability and Settlement. Except as set forth in Section 21, Awards shall vest, become exercisable and be settled as determined by the Board. With respect to Options and SARs, the exercise price granted to Non-Employee Directors shall not be less than the Fair Market Value of the Shares at the time that such Option or SAR is granted.12.3. Election to Receive Awards in Lieu of Cash. A Non-Employee Director may elect to receive his or her annual retainer payments and/or meeting fees from the Company in the form of cash or Awards or a combination thereof, as determined by the Committee. Such Awards shall be issued under the Plan. An election under this Section 12.3 shall be filed with the Company on the form prescribed by the Company.13. WITHHOLDING TAXES.Exhibit 10.313.1. Withholding Generally. Whenever Shares are to be issued in satisfaction of Awards granted under this Plan or the applicable tax event occurs, the Company may require the Participant to remit to the Company, or to the Parent, Subsidiary or Affiliate employing the Participant, an amount sufficient to satisfy applicable U.S. federal, state, local and international withholding tax requirements or any other tax or social insurance liability legally due from the Participant (as determined without regard to any potential application of Section 83(c)(3) of the Code) prior to the delivery of Shares pursuant to exercise or settlement of any Award. Whenever payments in satisfaction of Awards granted under this Plan are to be made in cash, such payment will be net of an amount sufficient to satisfy applicable U.S. federal, state, local and international withholding tax and social insurance requirements or any other tax liability legally due from the Participant.13.2. Stock Withholding. The Committee, or its delegate(s), as permitted by applicable law, in its sole discretion and pursuant to such procedures as it may specify from time to time and to limitations of local law, may require or permit a Participant to satisfy such tax withholding obligation or any other tax liability legally due from the Participant, in whole or in part by (without limitation) (i) paying cash, (ii) electing to have the Company withhold otherwise deliverable cash or Shares having a Fair Market Value equal to the minimum statutory amount required to be withheld, or, if applicable, such other withholding amount as mutually agreed upon by the Company and the Participant (provided, in the case of an Insider, that such other amount is approved in advance by the Committee), (iii) delivering to the Company already-owned Shares having a Fair Market Value equal to the minimum statutory amount required to be withheld, or, if applicable, such other withholding amount as mutually agreed upon by the Company and the Participant (provided, in the case of an Insider, that such other amount is approved in advance by the Committee), or (iv) withholding from the proceeds of the sale of otherwise deliverable Shares acquired pursuant to an Award either through a voluntary sale or through a mandatory sale arranged by the Company. The Fair Market Value of the Shares to be withheld or delivered will be determined as of the date that the taxes are required to be withheld or, in the sole discretion of the Company (determined, in the case of any Insider, solely by the Committee), the date immediately prior to the date that taxes are required to be withheld.14. TRANSFERABILITY.14.1. Transfer Generally. Unless determined otherwise by the Committee or pursuant to Section 14.2, an Award may not be sold, pledged, assigned, hypothecated, transferred, or disposed of in any manner other than by will or by the laws of descent or distribution. If the Committee makes an Award transferable, including, without limitation, by instrument to an inter vivos or testamentary trust in which the Awards are to be passed to beneficiaries upon the death of the trustor (settlor) or by gift or by domestic relations order to a Permitted Transferee, such Award will contain such additional terms and conditions as the Committee deems appropriate. All Awards shall be exercisable: (i) during the Participantâ€™s lifetime only by (A) the Participant, or (B) the Participantâ€™s guardian or legal representative; (ii) after the Participantâ€™s death, by the legal representative of the Participantâ€™s heirs or legatees; and (iii) in the case of all awards except ISOs, by a Permitted Transferee.14.2. Award Transfer Program. Notwithstanding any contrary provision of the Plan, the Committee shall have all discretion and authority to determine and implement the terms and conditions of any Award Transfer Program instituted pursuant to this Section 14.2 and shall have the authority to amend the terms of any Award participating, or otherwise eligible to participate in, the Award Transfer

Program, including (but not limited to) the authority to (i) amend (including to extend) the expiration date, post-termination exercise period and/or forfeiture conditions of any such Award, (ii) amend or remove any provisions of the Award relating to the Award holderâ€™s continued service to the Company or its Parent or any Subsidiary, (iii) amend the permissible payment methods with respect to the exercise or purchase of any such Award, (iv) amend the adjustments to be implemented in the event of changes in the capitalization and other similar events with respect to such Award, and (v) make such other changes to the terms of such Award as the Committee deems necessary or appropriate in its sole discretion.15. PRIVILEGES OF STOCK OWNERSHIP; RESTRICTIONS ON SHARES.15.1. Voting and Dividends. No Participant will have any of the rights of a stockholder with respect to any Shares until the Shares are issued to the Participant, except for any dividend equivalent rights permitted by an applicable Award Agreement. After Shares are issued to the Participant, the Participant will be a stockholder and have all the rights of a stockholder with respect to such Shares, including the right to vote and receive all dividends or other distributions made or paid with respect to such Shares; provided, that if such Shares are Restricted Stock, Exhibit 10.3then any new, additional or different securities the Participant may become entitled to receive with respect to such Shares by virtue of a stock dividend, stock split or any other change in the corporate or capital structure of the Company will be subject to the same restrictions as the Restricted Stock; provided, further, that the Participant will have no right to retain such stock dividends or stock distributions with respect to Shares that are repurchased at the Participantâ€™s Purchase Price or Exercise Price, as the case may be, pursuant to Section 15.2. Notwithstanding any other provision of the Plan to the contrary, with respect to any Award that provides for or includes a right to dividends or dividend equivalents, if dividends are declared during the period that an equity Award is outstanding, such dividends (or dividend equivalents) shall either (i) not be paid or credited with respect to such Award or (ii) be accumulated but remain subject to vesting requirement(s) to the extent as the applicable Award and shall only be paid at the time or times such vesting requirement(s) are satisfied.15.2. Restrictions on Shares. At the discretion of the Committee, the Company may reserve to itself and/or its assignee(s) a right to repurchase (a â€œRight of Repurchaseâ€) a portion of any or all Unvested Shares held by a Participant following such Participantâ€™s termination of Service at any time within ninety (90) days (or such longer or shorter time determined by the Committee) after the later of the date Participantâ€™s Service terminates and the date the Participant purchases Shares under this Plan, for cash and/or cancellation of purchase money indebtedness, at the Participantâ€™s Purchase Price or Exercise Price, as the case may be.16. CERTIFICATES. All Shares or other securities whether or not certificated, delivered under this Plan will be subject to such stock transfer orders, legends and other restrictions as the Committee may deem necessary or advisable, including restrictions under any applicable U.S. federal, state or foreign securities law, or any rules, regulations and other requirements of the SEC or any stock exchange or automated quotation system upon which the Shares may be listed or quoted and any non-U.S. exchange controls or securities law restrictions to which the Shares are subject.17. ESCROW; PLEDGE OF SHARES. To enforce any restrictions on a Participantâ€™s Shares, the Committee may require the Participant to deposit all certificates representing Shares, together with stock powers or other instruments of transfer approved by the Committee, appropriately endorsed in blank, with the Company or an agent designated by the Company to hold in escrow until such restrictions have lapsed or terminated, and the Committee may cause a legend or legends referencing such restrictions to be placed on the certificates. Any Participant who is permitted to execute a promissory note as partial or full consideration for the purchase of Shares under this Plan will be required to pledge and deposit with the Company all or part of the Shares so purchased as collateral to secure the payment of the Participantâ€™s obligation to the Company under the promissory note; provided, however, that the Committee may require or accept other or additional forms of collateral to secure the payment of such obligation and, in any event, the Company will have full recourse against the Participant under the promissory note notwithstanding any pledge of the Participantâ€™s Shares or other collateral. In connection with any pledge of the Shares, the Participant will be required to execute and deliver a written pledge agreement in such form as the Committee will from time to time approve. The Shares purchased with the promissory note may be released from the pledge on a pro rata basis as the promissory note is paid.18. REPRICING; EXCHANGE AND BUYOUT OF AWARDS. Notwithstanding anything to the contrary in the Plan, except in connection with an adjustment in Section 2.6, the Committee will not, without the further approval of the stockholders of the Company, authorize the amendment of any outstanding Option or SAR to reduce the Exercise Price; no Option or SAR will be cancelled and replaced with awards having a lower Exercise Price, or for another award, or for cash, without further approval of the stockholders of the Company, except in connection with an adjustment in Section 2.6; furthermore, no Option or SAR will provide for the payment, at the time of exercise, of a cash bonus or grant of Options, SARs, or other awards, without further approval of the stockholders of the Company. The foregoing sentence is intended to prohibit the repricing of â€œunderwaterâ€ Options or SARs without approval of the stockholders of the Company and will not be construed to prohibit the adjustments provided for in Section 2.6.19. SECURITIES LAW AND OTHER REGULATORY COMPLIANCE. An Award will not be effective unless such Award is in compliance with all applicable U.S. and foreign federal and state securities and exchange control laws, rules and regulations of any governmental body, and the requirements of any stock exchange or automated quotation system upon which the Shares may then be listed or quoted, as they are in effect on the date of grant of the Award and also on the date of exercise or other issuance. Notwithstanding any other provision in this Plan, the Company will have no obligation to issue or deliver certificates for Shares under this Plan prior to: (a) Exhibit 10.3obtaining any approvals from governmental agencies that the Company determines are necessary or advisable; and/or (b) completion of any registration or other qualification of such Shares under any state or federal or foreign law or ruling of any governmental body that the Company determines to be necessary or advisable. The Company will be under no obligation to register the Shares with the SEC or to effect compliance with the registration, qualification or listing requirements of any foreign or state securities laws, exchange control laws, stock exchange or automated quotation system, and the Company will have no liability for any inability or failure to do so.20. NO OBLIGATION TO EMPLOY. Nothing in this Plan or any Award granted under this Plan will confer or be deemed to confer on any Participant any right to continue in the employ of, or to continue any other relationship with, the Company or any Parent, Subsidiary or Affiliate or limit in any way the right of the Company or any Parent, Subsidiary or Affiliate to terminate Participantâ€™s employment or other relationship at any time.21. CORPORATE TRANSACTIONS.21.1. Assumption or Replacement of Awards by Successor. In the event that the Company is subject to a Corporate Transaction, outstanding Awards acquired under the Plan shall be subject to the documentation evidencing the Corporate Transaction, which need not treat all outstanding Awards in an identical manner. Such agreement, without the Participantâ€™s consent, shall provide for one or more of the following with respect to all outstanding Awards as of the effective date of such Corporate Transaction.(a) The continuation of an outstanding Award by the Company (if the Company is the successor entity).(b) The assumption of an outstanding Award by the successor or acquiring entity (if any) of such Corporate Transaction (or by its parents, if any), which assumption, will be binding on all selected Participants; provided that the exercise price and the number and nature of shares issuable upon exercise of any such option or stock appreciation right, or any award that is subject to Section 409A of the Code, will be adjusted appropriately pursuant to Section 424(a) of the Code.(c) The substitution by the successor or acquiring entity in such Corporate Transaction (or by its parents, if any) of equivalent awards with substantially the same terms for such outstanding Awards (except that the exercise price and the number and nature of shares issuable upon exercise of any such option or stock appreciation right, or any award that is subject to Section 409A of the Code, will be adjusted appropriately pursuant to Section 424(a) of the Code).(d) The full acceleration of exercisability or vesting and accelerated expiration of an outstanding Award and lapse of the Companyâ€™s right to repurchase or re-acquire shares acquired under an Award or lapse of forfeiture rights with respect to shares acquired under an Award.(e) The settlement of the full value of such outstanding Award (whether or not then vested or exercisable) in cash, cash equivalents, or securities of the successor entity (or its parent, if any) with a Fair Market Value equal to the required amount, followed by the cancellation of such Awards; provided however, that such Award may be cancelled if such Award has no value, as determined by the Committee, in its discretion. Subject to Section 409A of the Code, such payment may be made in installments and may be deferred until the date or dates the Award would have become exercisable or vested. Such payment may be subject to vesting based on the Participantâ€™s continued service, provided that the vesting schedule shall not be less favorable to the Participant than the schedule under which the Award would have become vested or exercisable. For purposes of this Section 21.1(e), the Fair Market Value of any security shall be determined without regard to any vesting conditions that may apply to such security.The Board shall have full power and authority to assign the Companyâ€™s right to repurchase or re-acquire or forfeiture rights to such successor or acquiring corporation. In addition, in the event such successor or acquiring corporation refuses to assume, convert, replace or substitute Awards, as provided above, pursuant to a Corporate Transaction, the Committee will notify the Participant in writing or electronically that such Award will be exercisable to the extent exercisable or vested at that time, after giving effect to any acceleration approved by the Board or Committee or pursuant to an agreement governing the Award, for a period of time determined by the Committee in its sole discretion, and such Award will terminate upon the expiration of such period. Awards need not be treated similarly in a Corporate Transaction.21.2. Assumption of Awards by the Company. The Company, from time to time, also may substitute or assume outstanding awards granted by another company, whether in connection with an acquisition of such other company or otherwise, by either; (a) granting an Award under this Plan in substitution of such other companyâ€™s Exhibit 10.3award; or (b) assuming such award as if it had been granted under this Plan if the terms of such assumed award could be applied to an Award granted under this Plan. Such substitution or assumption will be permissible if the holder of the substituted or assumed award would have been eligible to be granted an Award under this Plan if the other company had applied the rules of this Plan to such grant. In the event the Company assumes an award granted by another company, the terms and conditions of such award will remain unchanged (except that the Purchase Price or the Exercise Price, as the case may be, and the number and nature of Shares issuable upon exercise or settlement of any such Award will be adjusted appropriately pursuant to Section 424(a) of the Code). In the event the Company elects to grant a new Option in substitution rather than assuming an existing option, such new Option may be granted with a similarly adjusted Exercise Price. Substitute Awards shall not reduce the number of Shares authorized for grant under the Plan or authorized for grant to a Participant in a calendar year.21.3. Non-Employee Directorsâ€™ Awards. Notwithstanding any provision to the contrary herein, in the event of a Corporate Transaction, the vesting of all Awards granted to Non-Employee Directors shall accelerate and such Awards shall become exercisable (as applicable) in full prior to the consummation of such event at such times and on such conditions as the Committee determines.22. ADOPTION AND STOCKHOLDER APPROVAL. This Plan shall be submitted for the approval of the Companyâ€™s stockholders, consistent with applicable laws, within twelve (12) months before or after the date this Plan is adopted by the Board.23. TERM OF PLAN/GOVERNING LAW. Unless earlier terminated as provided herein, this Plan will become effective on the Effective Date and will terminate fourteen (14) years from the date this Plan is adopted by the Board. This Plan and all Awards granted hereunder shall be governed by and construed in accordance with the laws of the State of Delaware (excluding its conflict of laws rules).24. AMENDMENT OR TERMINATION OF PLAN. The Board may at any time terminate or amend this Plan in any respect, including, without limitation, amendment of any form of Award Agreement or instrument to be executed pursuant to this Plan; provided, however, that the Board will not, without the approval of the stockholders of the Company, amend this Plan in any manner that requires such stockholder approval; provided further, that a Participantâ€™s Award shall be governed by the version of this Plan then in effect at the time such Award was granted.25. NONEXCLUSIVITY OF THE PLAN. Neither the adoption of this Plan by the Board, the submission of this Plan to the stockholders of the Company for approval, nor any provision of this Plan will be construed as creating any limitations on the power of the Board to adopt such additional compensation arrangements as it may deem desirable, including, without limitation, the granting of stock awards and bonuses otherwise than under this Plan, and such arrangements may be either generally applicable or applicable only in specific cases.26. INSIDER TRADING POLICY. Each Participant who receives an Award shall comply with any policy adopted by the Company from time to time covering transactions in the Companyâ€™s securities by Employees, officers and/or directors of the Company.27. ALL AWARDS SUBJECT TO COMPANY CLAWBACK OR RECOUPMENT POLICY. All Awards, subject to applicable law, shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of Participantâ€™s employment or other service with the Company that is applicable to executive officers, employees, directors or other service providers of the Company, and in addition to any other remedies available under such policy and applicable law, may require the cancellation of outstanding Awards and the recoupment of any gains realized with respect to Awards.28. DEFINITIONS. As used in this Plan, and except as elsewhere defined herein, the following terms will have the following meanings:28.1. â€œAffiliateâ€ means (i) any entity that, directly or indirectly, is controlled by, controls or is under common control with, the Company and (ii) any entity in which the Company has a significant equity interest, in either case as determined by the Committee, whether now or hereafter existing.28.2. â€œAwardâ€ means any award under the Plan, including any Option, Restricted Stock, Stock Bonus, Stock Appreciation Right, Restricted Stock Unit or award of Performance Shares.Exhibit 10.328.3. â€œAward Agreementâ€ means, with respect to each Award, the written or electronic agreement between the Company and the Participant setting forth the terms and conditions of the Award and country-specific appendix thereto for grants to non-U.S. Participants, which shall be in substantially a form (which need not be the same for each Participant) that the Committee (or in the case of Award agreements that are not used for Insiders, the Committeeâ€™s delegate(s)) has from time to time approved, and will comply with and be subject to the terms and conditions of this Plan.28.4. â€œAward Transfer Programâ€ means any program instituted by the Committee which would permit Participants the opportunity to transfer any outstanding Awards to a financial institution or other person or entity approved by the Committee.28.5. â€œBoardâ€ means the Board of Directors of the Company. 28.6. â€œCauseâ€ means (i) Participantâ€™s willful failure substantially to perform his or her duties and responsibilities to the Company or deliberate violation of a Company policy; (ii) Participantâ€™s commission of any act of fraud, embezzlement, dishonesty or any other willful misconduct that has caused or is reasonably expected to result in material injury to the Company; (iii) unauthorized use or disclosure by Participant of any proprietary information or trade secrets of the Company or any other party to whom the Participant owes an obligation of nondisclosure as a result of his or her relationship with the Company; or (iv) Participantâ€™s willful breach of any of his or her obligations under any written agreement or covenant with the Company. The determination as to whether a Participant is being terminated for Cause shall be made in good faith by the Company and shall be final and binding on the Participant. The foregoing definition does not in any way limit the Companyâ€™s ability to terminate a Participantâ€™s employment or consulting relationship at any time as provided in Section 20 above, and the term â€œCompanyâ€ will be interpreted to include any Subsidiary or Parent, as appropriate. Notwithstanding the foregoing, the foregoing definition of â€œCauseâ€ may, in part or in whole, be modified or replaced in each individual employment agreement or Award Agreement with any Participant, provided that such document supersedes the definition provided in this Section 28.6.28.7. â€œCodeâ€ means the United States Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.28.8. â€œCommitteeâ€ means the Compensation Committee of the Board or those persons to whom administration of the Plan, or part of the Plan, has been delegated as permitted by law.28.9. â€œCommon Stockâ€ means the common stock of the Company.28.10. â€œCompanyâ€ means LendingClub Corporation, or any successor corporation.28.11. â€œConsultantâ€ means any person, including an advisor or independent contractor, engaged by the Company or a Parent, Subsidiary or Affiliate to render services to such entity.28.12. â€œCorporate Transactionâ€ means the occurrence of any of the following events: (i) any â€œpersonâ€ (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becomes the â€œbeneficial ownerâ€ (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing more than fifty percent (50%) of the total voting power represented by the Companyâ€™s then-outstanding voting securities; provided, however, that for purposes of this subclause (i) the acquisition of additional securities by any one Person who is considered to own more than fifty percent (50%) of the total voting power of the securities of the Company will not be considered a Corporate Transaction; (ii) the consummation of the sale, transfer or disposition by the Company of all or substantially all of the Companyâ€™s assets; (iii) the consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) more than fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation; (iv) any other transaction which qualifies as a â€œcorporate transactionâ€ under Section 424(a) of the Code wherein the stockholders of the Company give up all of their equity Exhibit 10.3interest in the Company (except for the acquisition, sale or transfer of all or substantially all of the outstanding shares of the Company) or (v) a change in the effective control of the Company that occurs on the date that a majority of members of the Board is replaced during any twelve (12) month period by members of the Board whose appointment or election is not endorsed by a majority of the members of the Board prior to the date of the appointment or election. For purpose of this subclause (v), if any Person is considered to be in effective control of the Company, the acquisition of additional control of the Company by the same Person will not be considered a Corporate Transaction. For purposes of this definition, Persons will be considered to be acting as a group if they are owners of a corporation that enters into a merger, consolidation, purchase or acquisition of stock, or similar business transaction with the Company. Notwithstanding the foregoing, to the extent that any amount constituting deferred compensation (as defined in Section 409A of the Code) would become payable under this

Plan by reason of a Corporate Transaction, such amount shall become payable only if the event constituting a Corporate Transaction would also qualify as a change in ownership or effective control of the Company or a change in the ownership of a substantial portion of the assets of the Company, each as defined within the meaning of Code Section 409A, as it has been and may be amended from time to time, and any proposed or final Treasury Regulations and IRS guidance that has been promulgated or may be promulgated thereunder from time to time.28.13. â€œDirectorâ€ means a member of the Board.28.14. â€œDisabilityâ€ means in the case of incentive stock options, total and permanent disability as defined in Section 22(e)(3) of the Code and in the case of other Awards, that the Participant is unable to engage in any substantial gainful activity by reason of any medically determinable physical or mental impairment that can be expected to result in death or can be expected to last for a continuous period of not less than 12 months.28.15. â€œEffective Dateâ€ means the day immediately prior to the date of the underwritten initial public offering of the Companyâ€™s Common Stock pursuant to a registration statement that is declared effective by the SEC.28.16. â€œEmployeeâ€ means any person, including officers and Directors, providing services as an employee to the Company or any Parent, Subsidiary or Affiliate. Neither service as a Director nor payment of a directorâ€™s fee by the Company will be sufficient to constitute â€œemploymentâ€ by the Company.28.17. â€œExchange Actâ€ means the United States Securities Exchange Act of 1934, as amended.28.18. â€œExchange Programâ€ means a program pursuant to which (i) outstanding Awards are surrendered, cancelled or exchanged for cash, the same type of Award or a different Award (or combination thereof) or (ii) the exercise price of an outstanding Award is increased or reduced.28.19. â€œExercise Priceâ€ means, with respect to an Option, the price at which a holder may purchase the Shares issuable upon exercise of an Option and with respect to a SAR, the price at which the SAR is granted to the holder thereof.28.20. â€œFair Market Valueâ€ means, as of any date, the value of a share of the Companyâ€™s Common Stock determined as follows:(a) if such Common Stock is publicly traded and is then listed on a national securities exchange, its closing price on the date of determination on the principal national securities exchange on which the Common Stock is listed or admitted to trading as reported in The Wall Street Journal or such other source as the Committee deems reliable;(b) if such Common Stock is publicly traded but is neither listed nor admitted to trading on a national securities exchange, the average of the closing bid and asked prices on the date of determination as reported in The Wall Street Journal or such other source as the Committee deems reliable;(c) in the case of an Option or SAR grant made on the Effective Date, the price per share at which shares of the Companyâ€™s Common Stock are initially offered for sale to the public by the Companyâ€™s underwriters in the initial public offering of the Companyâ€™s Common Stock pursuant to a registration statement filed with the SEC under the Securities Act; or(d) if none of the foregoing is applicable, by the Board or the Committee in good faith.28.21. â€œInsiderâ€ means an officer or director of the Company or any other person whose transactions in the Companyâ€™s Common Stock are subject to Section 16 of the Exchange Act.Exhibit 10.328.22. â€œIRSâ€ means the United States Internal Revenue Service.28.23. â€œNon-Employee Directorâ€ means a Director who is not an Employee of the Company or any Parent or Subsidiary.28.24. â€œOptionâ€ means an award of an option to purchase Shares pursuant to Section 5. 28.25. â€œParentâ€ means any corporation (other than the Company) in an unbroken chain of corporations ending with the Company if each of such corporations other than the Company owns stock possessing fifty percent (50%) or more of the total combined voting power of all classes of stock in one of the other corporations in such chain.28.26. â€œParticipantâ€ means a person who holds an Award under this Plan.28.27. â€œPerformance Awardâ€ means cash or stock granted pursuant to Section 10 or Section 12 of the Plan.28.28. â€œPerformance Factorsâ€ means any of the factors selected by the Committee and specified in an Award Agreement, from among the following objective measures, either individually, alternatively or in any combination, applied to the Company as a whole or any business unit or Subsidiary, either individually, alternatively, or in any combination, on a GAAP or non-GAAP basis, and measured, to the extent applicable on an absolute basis or relative to a pre-established target, to determine whether the performance goals established by the Committee with respect to applicable Awards have been satisfied:(a) Profit before tax;(b) Billings;(c) Revenue;(d) Net revenue;(e) Earnings (which may include earnings before interest and taxes, earnings before taxes, and net earnings, or as otherwise adjusted);(f) Operating income;(g) Operating margin;(h) Operating profit;(i) Controllable operating profit, or net operating profit;(j) Net profit;(k) Gross margin;(l) Operating expenses or operating expenses as a percentage of revenue;(m) Net income;(n) Earnings per share;(o) Total stockholder return;(p) Market share;(q) Return on assets or net assets;(r) The Companyâ€™s stock price;(s) Growth in stockholder value relative to a pre-determined index;(t) Return on equity; (u) Return on invested capital;(v) Cash Flow (including free cash flow or operating cash flows);(w) Cash conversion cycle;(x) Economic value added;(y) Individual confidential business objectives;(z) Contract awards or backlog;(aa) Overhead or other expense reduction;(bb) Credit rating;(cc) Strategic plan development and implementation;(dd) Succession plan development and implementation;(ee) Improvement in workforce diversity;(ff) Customer indicators;(gg) New product invention or innovation;(hh) Attainment of research and development milestones;Exhibit 10.3(ii) Improvements in productivity;(jj) Bookings;(kk) Attainment of objective operating goals and employee metrics; and(ll) Any other metric that is capable of measurement as determined by the Committee.The Committee may, in recognition of unusual or non-recurring items such as acquisition-related activities or changes in applicable accounting rules, provide for one or more equitable adjustments (based on objective standards) to the Performance Factors to preserve the Committeeâ€™s original intent regarding the Performance Factors at the time of the initial award grant. It is within the sole discretion of the Committee to make or not make any such equitable adjustments.28.29. â€œPerformance Periodâ€ means the period of service determined by the Committee, not to exceed five (5) years, during which years of service or performance is to be measured for the Award.28.30. â€œPerformance Shareâ€ means an Award granted pursuant to Section 10 or Section 12 of the Plan.28.31. â€œPermitted Transfereeâ€ means any child, stepchild, grandchild, parent, stepparent, grandparent, spouse, former spouse, sibling, niece, nephew, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law (including adoptive relationships) of the Employee, any person sharing the Employeeâ€™s household (other than a tenant or employee), a trust in which these persons (or the Employee) have more than 50% of the beneficial interest, a foundation in which these persons (or the Employee) control the management of assets, and any other entity in which these persons (or the Employee) own more than 50% of the voting interests.28.32. â€œPersonâ€ shall have the meaning as such term is used in Sections 13(d) and 14(d) of the Exchange Act. 28.33. â€œPlanâ€ means this LendingClub Corporation 2014 Equity Incentive Plan, as amended and restated.28.34. â€œPurchase Priceâ€ means the price to be paid for Shares acquired under the Plan, other than Shares acquired upon exercise of an Option or SAR.28.35. â€œRestricted Stock Awardâ€ means an award of Shares pursuant to Section 6 or Section 12 of the Plan, or issued pursuant to the early exercise of an Option.28.36. â€œRestricted Stock Unitâ€ means an Award granted pursuant to Section 9 or Section 12 of the Plan.28.37. â€œSECâ€ means the United States Securities and Exchange Commission.28.38. â€œSecurities Actâ€ means the United States Securities Act of 1933, as amended.28.39. â€œServiceâ€ shall mean service as an Employee, Consultant, Director or Non-Employee Director, to the Company or a Parent, Subsidiary or Affiliate of the Company, subject to such further limitations as may be set forth in the Plan or the applicable Award Agreement. An Employee will not be deemed to have ceased to provide Service in the case of (i) medical leave, (ii) military leave, or (iii) any other leave of absence approved by the Company. In the case of any Employee on an approved leave of absence or a reduction in hours worked (for illustrative purposes only, a change in schedule from that of full-time to part-time), the Company may make such provisions respecting suspension of or modification of vesting of the Award while on leave from the employ of the Company or a Parent, Subsidiary or Affiliate or during such change in working hours as it may deem appropriate, pursuant to formal policy adopted from time to time by the Company, except that in no event may an Award be exercised after the expiration of the term set forth in the applicable Award Agreement. In the event of military leave, if required by applicable laws, vesting shall continue for the longest period that vesting continues under any other statutory or Company approved leave of absence and, upon a Participantâ€™s returning from military leave (under conditions that would entitle him or her to protection upon such return under the Uniform Services Employment and Reemployment Rights Act), he or she shall be given vesting credit with respect to Awards to the same extent as would have applied had the Participant continued to provide services to the Company throughout the leave on the same terms as he or she was providing services immediately prior to such leave. Except as set forth in this Section 28.39, an employee shall have terminated employment as of the date he or she ceases to provide services (regardless of whether the termination is in breach of local employment laws or is later found to be invalid) and employment Exhibit 10.3shall not be extended by any notice period or garden leave mandated by local law, provided however, that a change in status from an employee to a consultant or advisor shall not terminate the service providerâ€™s Service, unless determined by the Committee, in its discretion. The Committee will have sole discretion to determine whether a Participant has ceased to provide Services and the effective date on which the Participant ceased to provide Services.28.40. â€œSharesâ€ means shares of the Common Stock and the common stock of any successor security.28.41. â€œStock Appreciation Rightâ€ means an Award granted pursuant to Section 8 or Section 12 of the Plan.28.42. â€œStock Bonusâ€ means an Award granted pursuant to Section 7 or Section 12 of the Plan.28.43. â€œSubsidiaryâ€ means any corporation (other than the Company) in an unbroken chain of corporations beginning with the Company if each of the corporations other than the last corporation in the unbroken chain owns stock possessing fifty percent (50%) or more of the total combined voting power of all classes of stock in one of the other corporations in such chain.28.44. â€œTreasury Regulationsâ€ means regulations promulgated by the United States Treasury Department.28.45. â€œUnvested Sharesâ€ means Shares that have not yet vested or are subject to a right of repurchase in favor of the Company (or any successor thereto).**********Exhibit 10.3NOTICE OF STOCK OPTION GRANTLENDINGCLUB CORPORATION 2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of Stock Option Grant (the â€œNotice of Grantâ€) and the attached Stock Option Agreement (the â€œOption Agreementâ€). You, the Optionee, have been granted an Option to purchase shares of Common Stock of the Company under the Plan subject to the terms and conditions of the Plan, this Notice of Grant and the attached Option Agreement.Name:Address:Date of Grant:Vesting Commencement Date:Exercise price per Share:Total Number of Shares:Type of Option:Non-Qualified Stock OptionIncentive Stock OptionExpiration Date:, 20 ; This Option expires earlier if your Service terminates earlier, as described in the Stock Option Agreement.Vesting Schedule:This Option becomes exercisable with respect to the first 25% of the Shares subject to this Option when you complete 12 months of continuous Service from the Vesting Commencement Date. Thereafter, this Option becomes exercisable with respect to an additional 1/48th of the Shares subject to this Option when you complete each month of Service.Additional Terms:â˜ If this box is checked, the additional terms and conditions set forth on Attachment 1 hereto (as executed by the Company) are applicable and are incorporated herein by reference. No document need be attached as Attachment 1 if the box is not checked.By accepting this Option, you and the Company agree that this Option is granted under and governed by the terms and conditions of the Plan, the Notice of Grant and the Option Agreement. By accepting this Option, you consent to electronic delivery as set forth in the Option Agreement.OPTIONEE:LENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Exhibit 10.3Its:STOCK OPTION AGREEMENTLENDINGCLUB CORPORATION 2014EQUITY INCENTIVE PLANYou have been granted an Option by LendingClub Corporation (the â€œCompanyâ€) under the 2014 Equity Incentive Plan (the â€œPlanâ€) to purchase Shares (the â€œOptionâ€), subject to the terms, restrictions and conditions of the Plan, the Notice of Stock Option Grant (the â€œNotice of Grantâ€) and this Stock Option Agreement (the â€œAgreementâ€).1. Grant of Option. You have been granted an Option for the number of Shares set forth in the Notice of Grant at the exercise price per Share set forth in the Notice of Grant (the â€œexercise priceâ€). In the event of a conflict between the terms and conditions of the Plan and the terms and conditions of this Agreement, the terms and conditions of the Plan shall prevail. If designated in the Notice of Grant as an Incentive Stock Option (â€œISOâ€), this Option is intended to qualify as an Incentive Stock Option under Section 422 of the Code. However, if this Option is intended to be an ISO, to the extent that it exceeds the $100,000 rule of Code Section 422(d) it shall be treated as a Nonqualified Stock Option (â€œNSOâ€).2. Termination Period.(a) General Rule. If your Service terminates for any reason except death or Disability, and other than for Cause, then this Option will expire at the close of business at Company headquarters on the date three months after your termination of Service (subject to the expiration detailed in Section 6). If your Service is terminated for Cause, this Option will expire upon the date of such termination. The Company determines when your Service terminates for all purposes under this Agreement.(b) Death; Disability. If you die before your Service terminates (or you die within three months of your termination of Service other than for Cause), then this Option will expire at the close of business at Company headquarters on the date 12 months after the date of death (subject to the expiration detailed in Section 6). If your Service terminates because of your Disability, then this Option will expire at the close of business at Company headquarters on the date 12 months after your termination date (subject to the expiration detailed in Section 6).(c) No Notice. You are responsible for keeping track of these exercise periods following your termination of Service for any reason. The Company will not provide further notice of such periods. In no event shall this Option be exercised later than the Expiration Date set forth in the Notice of Grant.3. Exercise of Option.(a) Right to Exercise. This Option is exercisable during its term in accordance with the Vesting Schedule set forth in the Notice of Grant and the applicable provisions of the Plan and this Agreement. In the event of your death, Disability, or other cessation of Service, the exercisability of the Option is governed by the applicable provisions of the Plan, the Notice of Grant and this Agreement. This Option may not be exercised for a fraction of a Share.(b) Method of Exercise. This Option is exercisable by delivery of an exercise notice in a form specified by the Company (the â€œExercise Noticeâ€), which shall state the election to exercise the Option, the number of Shares in respect of which the Option is being exercised (the â€œExercised Sharesâ€), and such other representations and agreements as may be required by the Company pursuant to the provisions of the Plan. The Exercise Notice shall be delivered in person, by mail, via electronic mail or facsimile or by other authorized method to the Secretary of the Company or other person designated by the Company. The Exercise Notice shall be accompanied by payment of the aggregate exercise price as to all Exercised Shares. This Option shall be deemed to be exercised upon receipt by the Company of a fully executed Exercise Notice accompanied by the aggregate exercise price and any applicable tax withholding due upon exercise of the Option. Exhibit 10.3(c) Exercise by Another. If another person wants to exercise this Option after it has been transferred to him or her in compliance with this Agreement, that person must prove to the Companyâ€™s satisfaction that he or she is entitled to exercise this Option. That person must also complete the proper Exercise Notice form (as described above) and pay the exercise price (as described below) and any applicable tax withholding due upon exercise of the Option (as described below).4. Method of Payment. Payment of the aggregate exercise price shall be by any of the following, or a combination thereof, at your election:(a) your personal check, wire transfer, or a cashierâ€™s check;(b) certificates for shares of Company stock that you own, along with any forms needed to effect a transfer of those shares to the Company; the value of the shares, determined as of the effective date of the Option exercise, will be applied to the Option exercise price. Instead of surrendering shares of Company stock, you may attest to the ownership of those shares on a form provided by the Company and have the same number of shares subtracted from the Option shares issued to you. However, you may not surrender, or attest to the ownership of, shares of Company stock in payment of the exercise price of your Option if your action would cause the Company to recognize compensation expense (or additional compensation expense) with respect to this Option for financial reporting purposes;(c) cashless exercise through irrevocable directions to a securities broker approved by the Company to sell all or part of the Shares covered by this Option and to deliver to the Company from the sale proceeds an amount sufficient to pay the Option exercise price and any withholding taxes. The balance of the sale proceeds, if any, will be delivered to you. The directions must be given by signing a special notice of exercise form provided by the Company; or(d) other method authorized by the Company.5. Non-Transferability of Option. In general, except as provided below, only you may exercise this Option prior to your death. You may not transfer or assign this Option, except as provided below. For instance, you may not sell this Option or use it as security for a loan. If you attempt to do any of these things, this Option will immediately become invalid. You may, however, dispose of this Option in your will or in a beneficiary designation. However, if this Option is designated as a NSO in the Notice of Grant, then the Committee (as defined in the Plan) may, in its sole discretion, allow you to transfer this Option as a gift to one or more family members. For purposes of this Agreement, â€œfamily memberâ€ means a child, stepchild, grandchild, parent, stepparent, grandparent, spouse, former spouse, sibling, niece, nephew, mother-in- law, father-in-law, son-in-law, daughter-in-law, brother-in-law or sister-in-law (including adoptive relationships), any individual sharing your household (other than a tenant or employee), a trust in which one or more of these individuals have more than 50% of the beneficial interest, a foundation in which you or one or more of these persons control the management of assets, and any entity in which you or one or more of these persons own more than 50% of the voting interest. In addition, if this Option is designated as a NSO in the Notice of Grant, then the Committee may, in its sole discretion, allow you to transfer this Option to your spouse or former spouse pursuant to a domestic relations order in settlement of marital property rights. The Committee will allow you to transfer this Option only if both you and the transferee(s) execute the forms prescribed by the Committee, which include the consent of the transferee(s) to be bound by this Agreement. This Option may not be transferred in any manner other than by will or by the laws of descent or distribution or court order and may be exercised during the lifetime of you only by you, your guardian, or legal representative, as permitted in the Plan. The terms of the Plan and this Agreement shall be binding upon the executors, administrators, heirs, successors and assigns of you.6. Term of Option. This Option shall in any event expire on the expiration date set forth in the Notice of Grant, which date is 10 years after the grant date (five years after the grant date if this Option is designated as an ISO in the Notice of Grant and Section 5.3 of the Plan applies).7. Tax Consequences. You should consult a tax adviser for tax consequences relating to this Option

in the jurisdiction in which you are subject to tax. YOU SHOULD CONSULT A TAX ADVISER BEFORE EXERCISING THIS OPTION OR DISPOSING OF THE SHARES. Exhibit 10.3(a) Exercising the Option. You will not be allowed to exercise this Option unless you make arrangements acceptable to the Company to pay any withholding taxes that may be due as a result of the Option exercise.(b) Notice of Disqualifying Disposition of ISO Shares. If you sell or otherwise dispose of any of the Shares acquired pursuant to an ISO on or before the later of (i) two years after the grant date, or (ii) one year after the exercise date, you shall immediately notify the Company in writing of such disposition. You agree that you may be subject to income tax withholding by the Company on the compensation income recognized from such early disposition of ISO Shares by payment in cash or out of the current compensation paid to you.8. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (1) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the Option grant, including the grant, vesting or exercise of the Option, the subsequent sale of Shares acquired pursuant to such exercise and the receipt of any dividends; and (2) do not commit to structure the terms of the grant or any aspect of the Option to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Prior to exercise of the Option, you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be issued to you when you exercise this Option, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares, determined as of the effective date of the Option exercise, will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. Finally, you acknowledge that the Company has no obligation to deliver Shares to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section.9. Acknowledgement. The Company and you agree that the Option is granted under and governed by the Notice of Grant, this Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the Option subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice of Grant. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice of Grant and the Agreement.10. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this Option, you consent to the electronic delivery of the Notice of Grant, this Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the Option. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in Exhibit 10.3administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at . You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at . Finally, you understand that you are not required to consent to electronic delivery.11. Compliance with Laws and Regulations. The exercise of this Option will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this Agreement shall be endorsed with appropriate legends, if any, determined by the Company.12. Governing Law; Severability. If one or more provisions of this Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this Agreement, (ii) the balance of this Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this Agreement shall be enforceable in accordance with its terms. This Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice of Grant and this Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.13. No Rights as Employee, Director or Consultant. Nothing in this Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.14. Adjustment. In the event of a stock split, a stock dividend or a similar change in Company stock, the number of Shares covered by this Option and the exercise price per Share may be adjusted pursuant to the Plan.15. Lock-Up Agreement. In connection with the initial public offering of the Companyâ€™s securities and upon request of the Company or the underwriters managing any underwritten offering of the Companyâ€™s securities, you hereby agree not to sell, make any short sale of, loan, grant any Option for the purchase of, or otherwise dispose of any securities of the Company however and whenever acquired (other than those included in the registration) without the prior written consent of the Company or such underwriters, as the case may be, for such period of time (not to exceed one hundred eighty (180) days) from the effective date of such registration as may be requested by the Company or such managing underwriters and to execute an agreement reflecting the foregoing as may be requested by the underwriters at the time of the public offering; provided however that, if during the last seventeen (17) days of the restricted period the Company issues an earnings release or material news or a material event relating to the Company occurs, or prior to the expiration of the restricted period the Company announces that it will release earnings results during the sixteen (16)-day period beginning on the last day of the restricted period, then, upon the request of the managing underwriter, to the extent required by any FINRA rules, the restrictions imposed by this Section shall continue to apply until the end of the third trading day following the expiration of the fifteen (15)-day period beginning on the issuance of the earnings release or the occurrence of the material news or material event. In no event will the restricted period extend beyond two hundred sixteen (216) days after the effective date of the registration statement.16. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the Option shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to Exhibit 10.3you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your Option (whether vested or unvested) and the recoupment of any gains realized with respect to your Option.17. Entire Agreement; Enforcement of Rights. This Agreement, the Plan and the Notice of Grant constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning this Option are superseded. No modification of or amendment to this Agreement, nor any waiver of any rights under this Agreement, shall be effective unless in writing and signed by the parties to this Agreement. The failure by either party to enforce any rights under this Agreement shall not be construed as a waiver of any rights of such party.BY ACCEPTING THIS OPTION, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3NOTICE OF RESTRICTED STOCK UNIT AWARDLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of Restricted Stock Unit Award (the â€œNoticeâ€) and the attached Restricted Stock Unit Agreement (the â€œRSU Agreementâ€). You have been granted an award of Restricted Stock Units (â€œRSUsâ€) under the Plan subject to the terms and conditions of the Plan, this Notice and the attached RSU Agreement.Name:Address:Number of RSUs:Date of Grant:Vesting Commencement Date:Expiration Date:The date on which settlement of all RSUs granted hereunder occurs. This RSU expires earlier if your Service terminates earlier, as described in the RSU Agreement.Vesting Schedule:Sample vesting language: [Subject to the limitations set forth in the Notice, the Plan and the RSU Agreement, % of the total number of RSUs will vest on the three month anniversary of the Vesting Commencement Date and % of the total number of RSUs will vest on each three month anniversary thereafter so long as your Service continues.] [Alternate: Subject to the limitations set forth in the Notice, the Plan, and the RSU Agreement, this RSU will vest contingently, in whole or in part, upon the achievement of the Performance Factors during the Performance Period, as set forth on Exhibit A hereto.]Additional Terms:â˜ If this box is checked, the additional terms and conditions set forth on Attachment 1 hereto (as executed by the Company) are applicable and are incorporated herein by reference. No document need be attached as Attachment 1 if the box is not checked.You acknowledge that the vesting of the RSUs pursuant to this Notice is earned only by continuing Service. By accepting this award, you and the Company agree that this award is granted under and governed by the terms and conditions of the Plan, the Notice and the RSU Agreement. By accepting this RSU, you consent to electronic delivery as set forth in the RSU Agreement.PARTICIPANTLENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3RESTRICTED STOCK UNIT AGREEMENTLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANYou have been granted Restricted Stock Units (â€œRSUsâ€) by LendingClub Corporation (the â€œCompanyâ€) subject to the terms, restrictions and conditions of the Plan, the Notice of Restricted Stock Unit Award (the â€œNoticeâ€) and this Restricted Stock Unit Agreement (this â€œRSU Agreementâ€).1. Settlement. Settlement of RSUs shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then settlement of any RSUs that vest in December shall be within 30 days of vesting. Settlement of RSUs shall be in Shares. Settlement means the delivery of the Shares vested under an RSU. No fractional RSUs or rights for fractional Shares shall be created pursuant to this RSU Agreement.2. No Stockholder Rights. Unless and until such time as Shares are issued in settlement of vested RSUs, you shall have no ownership of the Shares allocated to the RSUs and shall have no right to dividends or to vote such Shares.3. Dividend Equivalents. Dividends, if any (whether in cash or Shares), shall not be credited to you.4. No Transfer. RSUs may not be sold, assigned, transferred, pledged, hypothecated, or otherwise disposed of in any manner other than by will or by the laws of descent or distribution or court order or unless otherwise permitted by the Committee on a case-by-case basis.5. Termination. If your Service terminates for any reason, all unvested RSUs shall be forfeited to the Company forthwith, and all rights you have to such RSUs shall immediately terminate. In case of any dispute as to whether your termination of Service has occurred, the Committee shall have sole discretion to determine whether such termination has occurred and the effective date of such termination.6. Tax Consequences. You acknowledge that you will recognize tax consequences in connection with the RSUs. You should consult a tax adviser regarding your tax obligations in the jurisdiction where you are subject to tax.7. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (i) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the award, including the grant, vesting or settlement of the RSUs, the subsequent sale of Shares acquired pursuant to such settlement and the receipt of any dividends; and (ii) do not commit to structure the terms of the award or any aspect of the RSUs to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Prior to the settlement of your RSUs, you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be issued to you when your RSUs are settled, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Exhibit 10.3Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. Finally, you acknowledge that the Company has no obligation to deliver Shares to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section.8. Acknowledgement. The Company and you agree that the RSUs are granted under and governed by the Notice, this RSU Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the RSUs subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice and this RSU Agreement.9. Entire Agreement; Enforcement of Rights. This RSU Agreement, the Plan and the Notice constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this RSU Agreement, nor any waiver of any rights under this RSU Agreement, shall be effective unless in writing and signed by the parties to this RSU Agreement. The failure by either party to enforce any rights under this RSU Agreement shall not be construed as a waiver of any rights of such party.10. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this RSU Agreement shall be endorsed with appropriate legends, if any, determined by the Company.11. Governing Law; Severability. If one or more provisions of this RSU Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this RSU Agreement, (ii) the balance of this RSU Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this RSU Agreement shall be enforceable in accordance with its terms. This RSU Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or

indirectly from the Plan, the Notice and this RSU Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.12. No Rights as Employee, Director or Consultant. Nothing in this RSU Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.13. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this RSU, you consent to the electronic delivery of the Notice, this RSU Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the RSU. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no Exhibit 10.3cost if you contact the Company by telephone, through a postal service or electronic mail at [#]. You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at . Finally, you understand that you are not required to consent to electronic delivery.14. Code Section 409A. For purposes of this RSU Agreement, a termination of employment will be determined consistent with the rules relating to a â€œseparation from serviceâ€ as defined in Section 409A of the Internal Revenue Code and the regulations thereunder (â€œSection 409Aâ€). Notwithstanding anything else provided herein, to the extent any payments provided under this RSU Agreement in connection with your termination of employment constitute deferred compensation subject to Section 409A, and you are deemed at the time of such termination of employment to be a â€œspecified employeeâ€ under Section 409A, then such payment shall not be made or commence until the earlier of (i) the expiration of the six-month period measured from your separation from service or (ii) the date of your death following such a separation from service; provided, however, that such deferral shall only be effected to the extent required to avoid adverse tax treatment to you including, without limitation, the additional tax for which you would otherwise be liable under Section 409A(a)(1)(B) in the absence of such a deferral. To the extent any payment under this RSU Agreement may be classified as a â€œshort-term deferralâ€ within the meaning of Section 409A, such payment shall be deemed a short-term deferral, even if it may also qualify for an exemption from Section 409A under another provision of Section 409A. Payments pursuant to this section are intended to constitute separate payments for purposes of Section 1.409A-2(b)(2) of the Treasury Regulations.15. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the RSUs shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your RSUs (whether vested or unvested) and the recoupment of any gains realized with respect to your RSUs.BY ACCEPTING THIS RSU, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3NOTICE OF STOCK APPRECIATION RIGHT AWARDLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of Stock Appreciation Right Award (the â€œNotice of Grantâ€) and the attached Stock Appreciation Right Agreement (the â€œSAR Agreementâ€). You have been granted an award of Stock Appreciation Rights (the â€œSARâ€) of the Company under the Plan subject to the terms, restrictions and conditions of the Plan, this Notice of Grant and the SAR Agreement.Name:Address:Date of Grant:Vesting Commencement Date:Fair Market Value on Date of Grant:Total Number of Shares:Expiration Date:Vesting Schedule:The SAR becomes exercisable with respect to the first 25% of the Shares subject to the SAR when you complete 12 months of continuous Service from the Vesting Commencement Date. Thereafter, the SAR becomes exercisable with respect to an additional 1/48th of the Shares subject to the SAR when you complete each month of Service.You acknowledge that the vesting of the SAR pursuant to this Notice of Grant is earned only by continuing Service. By accepting the SAR, you and the Company agree that the SAR is granted under and governed by the terms and conditions of the Plan, the Notice of Grant and the SAR Agreement. By accepting the SAR, you consent to electronic delivery as set forth in the SAR Agreement.PARTICIPANT:LENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3STOCK APPRECIATION RIGHT AWARD AGREEMENTLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANYou have been granted an award of Stock Appreciation Rights (the â€œSARâ€) by LendingClub Corporation (the â€œCompanyâ€) under the 2014 Equity Incentive Plan (the â€œPlanâ€), subject to the terms and conditions of the Plan, the Notice of Stock Appreciation Right Award (the â€œNotice of Grantâ€) and this Stock Appreciation Right Agreement (the â€œAgreementâ€).1. Grant of SAR. You have been granted a SAR for the number of Shares set forth in the Notice of Grant at the fair market value set forth in the Notice of Grant. In the event of a conflict between the terms and conditions of the Plan and the terms and conditions of this Agreement, the terms and conditions of the Plan shall prevail.2. Termination Period.(a) General Rule. If your Service terminates for any reason except death or Disability, and other than for Cause, then this SAR will expire at the close of business at Company headquarters on the date three months after your termination of Service (subject to the expiration detailed in Section 6). In no event shall this SAR be exercised later than the Expiration Date set forth in the Notice of Grant. If your Service is terminated for Cause, this SAR will expire upon the date of such termination. The Company determines when your Service terminates for all purposes under this Agreement.(b) Death; Disability. If you die before your Service terminates (or you die within three months of your termination of Service other than for Cause), then this SAR will expire at the close of business at Company headquarters on the date 12 months after the date of death (subject to the expiration detailed in Section 6). If your Service terminates because of your Disability, then this SAR will expire at the close of business at Company headquarters on the date 12 months after your termination date (subject to the expiration detailed in Section 6).(c) No Notice. You are responsible for keeping track of these exercise periods following your termination of Service for any reason. The Company will not provide further notice of such periods. In no event shall this SAR be exercised later than the Expiration Date set forth in the Notice of Grant.3. Vesting Rights. Subject to the applicable provisions of the Plan and this Agreement, this SAR may be exercised, in whole or in part, in accordance with the schedule set forth in the Notice of Grant.4. Exercise of SAR.(a) Right to Exercise. This SAR is exercisable during its term in accordance with the Vesting Schedule set forth in the Notice of Grant and the applicable provisions of the Plan and this Agreement. In the event of your death, Disability, or other cessation of Service, the exercisability of the SAR is governed by the applicable provisions of the Plan, the Notice of Grant and this Agreement. This SAR may not be exercised for a fraction of a Share.(b) Method of Exercise. This SAR is exercisable by delivery of an exercise notice in a form specified by the Company (the â€œExercise Noticeâ€), which shall state the election to exercise the SAR, the number of Shares in respect of which the SAR is being exercised, and such other representations and agreements as may be required by the Company pursuant to the provisions of the Plan. The Exercise Notice shall be delivered in person, by mail, via electronic mail or facsimile or by other authorized method to the Secretary of the Company or other person designated by the Company. This SAR shall be deemed to be exercised upon receipt by the Company of a fully executed Exercise Notice and any applicable tax withholding due upon exercise of the SAR.(c) No Shares shall be issued pursuant to the exercise of this SAR unless such issuance and exercise complies with all relevant provisions of law and the requirements of any stock exchange or quotation service upon which the Shares are then listed. Assuming such compliance, for income tax purposes the Exercised Shares shall be considered transferred to you on the date the SAR is exercised with respect to such Exercised Shares.5. Non-Transferability of SAR. This SAR may not be transferred in any manner other than by will or by the laws of descent or distribution or court order and may be exercised during your lifetime only by you unless otherwise permitted by the Committee on a case-by-case basis. The terms of the Plan and this Agreement shall be binding upon your executors, administrators, heirs, successors and assign.6. Term of SAR. This SAR shall in any event expire on the expiration date set forth in the Notice of Grant, which date is not more than 10 years after the Date of Grant.Exhibit 10.37. Tax Consequences. You should consult a tax adviser for tax consequences relating to this SAR in the jurisdiction in which you are subject to tax. YOU SHOULD CONSULT A TAX ADVISER BEFORE EXERCISING THIS SAR OR DISPOSING OF THE SHARES. If you are an Employee or a former Employee, the Company may be required to withhold from your compensation an amount equal to the minimum amount the Company is required to withhold for income and employment taxes or collect from you and pay to the applicable taxing authorities an amount in cash equal to a percentage of this compensation income at the time of exercise.8. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (1) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the SAR, including the grant, vesting or exercise of the SAR, the subsequent sale of Shares acquired pursuant to such exercise and the receipt of any dividends; and (2) do not commit to structure the terms of the grant or any aspect of the SAR to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Prior to exercise of the SAR, you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be issued to you when you exercise this SAR, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares, determined as of the effective date of the SAR exercise, will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. Finally, you acknowledge that the Company has no obligation to honor the exercise or deliver Shares to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section.9. Acknowledgement. The Company and you agree that the SAR is granted under and governed by the Notice of Grant, this Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the SAR subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice of Grant. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice of Grant and the SAR Agreement.10. Entire Agreement; Enforcement of Rights. This Agreement, the Plan and the Notice of Grant constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this Agreement, nor any waiver of any rights under this Agreement, shall be effective unless in writing and signed by the parties to this Agreement. The failure by either party to enforce any rights under this Agreement shall not be construed as a waiver of any rights of such party.Exhibit 10.311. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this Agreement shall be endorsed with appropriate legends, if any, determined by the Company.12. Governing Law; Severability. If one or more provisions of this Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this Agreement, (ii) the balance of this Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this Agreement shall be enforceable in accordance with its terms. This Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice of Grant and this Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.13. No Rights as Employee, Director or Consultant. Nothing in this Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.14. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this SAR, you consent to the electronic delivery of the Notice of Grant, this Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the SAR. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at . You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at . Finally, you understand that you are not required to consent to electronic delivery.15. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the SAR shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your SAR (whether vested or unvested) and the recoupment of any gains realized with respect to your SAR. BY ACCEPTING THIS SAR, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3NOTICE OF STOCK BONUS AWARDLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of Stock Bonus Award (the â€œNoticeâ€) and the attached Stock Bonus Award Agreement (the â€œStock Bonus Agreementâ€). You have been granted an award of Shares under the Plan (the â€œStock Bonus Awardâ€) subject to the terms and conditions of the Plan, this Notice and the attached Stock Bonus Agreement.Name:Address:Number of Shares:Date of Grant:Vesting Commencement Date:Vesting Schedule:[Subject to the limitations set forth in this Notice, the Plan and the Stock Bonus Agreement, 25% of the total number of Shares subject to the Stock Bonus Award will vest on the 12 month anniversary of the Vesting Commencement Date and 12.5% of the total number of Shares will vest on each six month anniversary thereafter so long as your Service continues.]You acknowledge that the vesting of the Shares pursuant to this Notice is earned only by continuing Service. By accepting this Stock Bonus Award, you and the Company agree that this Stock Bonus Award is granted under and governed by the terms and conditions of the Plan, the Notice and the Stock Bonus Agreement. By accepting this Stock Bonus Award, you consent to electronic delivery as set forth in the Stock Bonus Agreement.PARTICIPANTLENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3STOCK BONUS AWARD AGREEMENTLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANYou have been granted a Stock Bonus Award (â€œStock

Bonus Awardâ€) by LendingClub Corporation (the â€œCompanyâ€), subject to the terms, restrictions and conditions of the Plan, the Notice of Stock Bonus Award (the â€œNoticeâ€) and this Stock Bonus Award Agreement (this â€œAgreementâ€).1. Issuance. Your Stock Bonus Award shall be issued in Shares, and the Companyâ€™s transfer agent shall record ownership of such Shares in your name as soon as reasonably practicable.2. No Stockholder Rights. Unless and until you are recorded as the holder of such Shares on the stock records of the Company and its transfer agent, you shall have no right to dividends or to vote Shares.3. No-Transfer. Unvested Shares subject to your Stock Bonus Award shall not be sold, assigned, transferred, pledged, hypothecated, or otherwise disposed of by you or any person whose interest derives from your interest. â€œUnvested Sharesâ€ are Shares that have not yet vested pursuant to the terms of the vesting schedule set forth in the Notice.4. Termination. If your Service terminates for any reason, all Unvested Shares shall immediately be forfeited to the Company, and all rights you have to such Unvested Shares shall immediately terminate. In case of any dispute as to whether a termination of Service has occurred, the Committee shall have sole discretion to determine whether such termination has occurred and the effective date of such termination.5. Tax Consequences. YOU SHOULD CONSULT A TAX ADVISER BEFORE ACQUIRING THE SHARES IN THE JURISDICTION IN WHICH YOU ARE SUBJECT TO TAX. Shares shall not be issued under this Agreement unless you make arrangements acceptable to the Company to pay any withholding taxes that may be due as a result of the acquisition or vesting of Shares.6. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (1) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the award, including the award or vesting of such Shares, the subsequent sale of Shares under this award and the receipt of any dividends; and (2) do not commit to structure the terms of the award to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.The Company will only recognize you as a record holder of Shares if you have paid or made adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be released when they vest, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares will Exhibit 10.3be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. Finally, you acknowledge that the Company has no obligation to deliver Shares to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section.7. Acknowledgement. The Company and you agree that the Stock Bonus Award is granted under and governed by the Notice, this Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the Stock Bonus Award subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice and the Stock Bonus Award.8. Entire Agreement; Enforcement of Rights. This Agreement, the Plan and the Notice constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this Agreement, nor any waiver of any rights under this Agreement, shall be effective unless in writing and signed by the parties to this Agreement. The failure by either party to enforce any rights under this Agreement shall not be construed as a waiver of any rights of such party.9. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this Agreement shall be endorsed with appropriate legends, if any, determined by the Company.10. Governing Law; Severability. If one or more provisions of this Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this Agreement, (ii) the balance of this Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this Agreement shall be enforceable in accordance with its terms. This Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice and this Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.11. No Rights as Employee, Director or Consultant. Nothing in this Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.12. Consent to Electronic Delivery of All Plan Documents and Disclosures. By acceptance of this Stock Bonus Award, you consent to the electronic delivery of the Notice, this Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the Stock Bonus Award. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at . You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Exhibit 10.3Company of such revised or revoked consent by telephone, postal service or electronic mail at . Finally, you understand that you are not required to consent to electronic delivery.13. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the Stock Bonus Award shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service with the Company that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your Stock Bonus Award (whether vested or unvested) and the recoupment of any gains realized with respect to your Stock Bonus Award.BY ACCEPTING THE STOCK BONUS AWARD, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3NOTICE OF RESTRICTED STOCK UNIT AWARD (Post Service Vesting Eligible)LENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of Restricted Stock Unit Award (the â€œNoticeâ€) and the attached Restricted Stock Unit Agreement (the â€œRSU Agreementâ€). You have been granted an award of Restricted Stock Units (â€œRSUsâ€) under the Plan subject to the terms and conditions of the Plan, this Notice and the attached RSU Agreement.Name:Address:Number of RSUs:Date of Grant:Vesting Commencement Date:Expiration Date:The date on which settlement of all RSUs granted hereunder occurs. These RSUs may expire earlier if your Service terminates earlier, as described in the RSU Agreement.Vesting Schedule:Sample vesting language: [Subject to the limitations set forth in the Notice, the Plan and the RSU Agreement, % of the total number of RSUs will vest on the three month anniversary of the Vesting Commencement Date and % of the total number of RSUs will vest on each three month anniversary thereafter so long as your Service continues or you are in the Post Service Vesting Period.] [Alternate: Subject to the limitations set forth in the Notice, the Plan, and the RSU Agreement, these RSUs will vest contingently, in whole or in part, upon the achievement of the Performance Factors during the Performance Period, as set forth on Exhibit A hereto.]Additional Terms:The additional terms and conditions set forth on Attachment 1 to the RSU Agreement are applicable and are incorporated herein by reference.By accepting this award, you and the Company agree that this award is granted under and governed by the terms and conditions of the Plan, the Notice and the RSU Agreement. By accepting these RSUs, you consent to electronic delivery as set forth in the RSU Agreement.PARTICIPANTLENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3RESTRICTED STOCK UNIT AGREEMENT(Post Service Vesting Eligible)LENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANYou have been granted Restricted Stock Units (â€œRSUsâ€) by LendingClub Corporation (the â€œCompanyâ€) subject to the terms, restrictions and conditions of the Plan, the Notice of Restricted Stock Unit Award (the â€œNoticeâ€) and this Restricted Stock Unit Agreement (this â€œRSU Agreementâ€).1. Settlement. Settlement of RSUs shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then settlement of any RSUs that vest in December shall be within 30 days of vesting. Settlement of RSUs shall be in Shares. Settlement means the delivery of the Shares vested under an RSU. No fractional RSUs or rights for fractional Shares shall be created pursuant to this RSU Agreement.2. No Stockholder Rights. Unless and until such time as Shares are issued in settlement of vested RSUs, you shall have no ownership of the Shares allocated to the RSUs and shall have no right to dividends or to vote such Shares.3. Dividend Equivalents. Dividends, if any (whether in cash or Shares), shall not be credited to you.4. No Transfer. RSUs may not be sold, assigned, transferred, pledged, hypothecated, or otherwise disposed of in any manner other than by will or by the laws of descent or distribution or court order or unless otherwise permitted by the Committee on a case-by-case basis.5. Termination. All unvested RSUs shall be forfeited to the Company forthwith, and all rights you have to such RSUs shall immediately terminate upon either: (i) the date your Service terminates if you do not qualify for the Post Service Vesting Benefit (as such term is defined in Attachment 1 hereto) or (ii) as set forth in the Vesting Schedule if you do qualify for the Post Service Vesting Benefit (as such term is defined in Attachment 1 hereto). In case of any dispute as to whether your termination of Service has occurred or whether you qualify for the Post Service Vesting Benefit, the Committee shall have sole discretion to determine whether: (i) such termination or qualification has occurred and (ii) the date on which all then unvested RSUs shall be forfeited to the Company and all rights you have to such RSUs shall terminate.6. Tax Consequences. You acknowledge that you will recognize tax consequences in connection with the RSUs. You should consult a tax adviser regarding your tax obligations in the jurisdiction where you are subject to tax7. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (i) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the award, including the grant, vesting or settlement of the RSUs, the subsequent sale of Shares acquired pursuant to such settlement and the receipt of any dividends; and (ii) do not commit to structure the terms of the award or any aspect of the RSUs to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Prior to the settlement of your RSUs, you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local Exhibit 10.3law, (a) withholding Shares that otherwise would be issued to you when your RSUs are settled, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. Finally, you acknowledge that the Company has no obligation to deliver Shares to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section.8. Acknowledgement. The Company and you agree that the RSUs are granted under and governed by the Notice, this RSU Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the RSUs subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice and this RSU Agreement.9. Entire Agreement; Enforcement of Rights. This RSU Agreement, the Plan and the Notice constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this RSU Agreement, nor any waiver of any rights under this RSU Agreement, shall be effective unless in writing and signed by the parties to this RSU Agreement. The failure by either party to enforce any rights under this RSU Agreement shall not be construed as a waiver of any rights of such party.10. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this RSU Agreement shall be endorsed with appropriate legends, if any, determined by the Company.11. Governing Law; Severability. If one or more provisions of this RSU Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this RSU Agreement, (ii) the balance of this RSU Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this RSU Agreement shall be enforceable in accordance with its terms. This RSU Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice and this RSU Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.12. No Rights as Employee, Director or Consultant. Nothing in this RSU Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.13. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this RSU, you consent to the electronic delivery of the Notice, this RSU Agreement, the

Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual Exhibit 10.3reports and proxy statements) or other communications or information related to the RSU. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at [#]. You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at [#]. Finally, you understand that you are not required to consent to electronic delivery.14. Code Section 409A. For purposes of this RSU Agreement, a termination of employment will be determined consistent with the rules relating to a â€œseparation from serviceâ€ as defined in Section 409A of the Internal Revenue Code and the regulations thereunder (â€œSection 409Aâ€). Notwithstanding anything else provided herein, to the extent any payments provided under this RSU Agreement in connection with your termination of employment constitute deferred compensation subject to Section 409A, and you are deemed at the time of such termination of employment to be a â€œspecified employeeâ€ under Section 409A, then such payment shall not be made or commence until the earlier of (i) the expiration of the six-month period measured from your separation from service or (ii) the date of your death following such a separation from service; provided, however, that such deferral shall only be effected to the extent required to avoid adverse tax treatment to you including, without limitation, the additional tax for which you would otherwise be liable under Section 409A(a)(1)(B) in the absence of such a deferral. To the extent any payment under this RSU Agreement may be classified as a â€œshort-term deferralâ€ within the meaning of Section 409A, such payment shall be deemed a short-term deferral, even if it may also qualify for an exemption from Section 409A under another provision of Section 409A. Payments pursuant to this section are intended to constitute separate payments for purposes of Section 1.409A-2(b)(2) of the Treasury Regulations.15. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the RSUs shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your RSUs (whether vested or unvested) and the recoupment of any gains realized with respect to your RSUs.BY ACCEPTING THESE RSUS, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN. Exhibit 10.3Attachment 1RESTRICTED STOCK UNIT AGREEMENT(Post Service Vesting Eligible)The RSUs are granted pursuant to the Plan, the Notice and the RSU Agreement, including this Attachment 1, and will be eligible to vest, pursuant to the Vesting Schedule set forth in the Notice, until the later of: (i) the date your Service terminates or (ii) provided you qualify for the Post Service Vesting Benefit, as set forth in the Vesting Schedule. This Attachment 1 sets forth the definition, terms and conditions of Post Service Vesting Benefit. Notwithstanding anything to the contrary, the Committee shall have the authority to adjust the [Full Career Vesting Period and] Full Career Vesting Benefit in accordance with the terms of the Plan to take into account any extraordinary or unusual items, events or circumstances to avoid windfalls or hardships.[â€œPost Service Vesting Periodâ€ means the period starting on the date your Service terminates through the date that is the [#] month anniversary thereof. The expiration date of your Post Service Vesting Period shall be the last day of such period.]â€œPost Service Vesting Benefitâ€ means the right and benefit to have [the Post Service Vesting Period apply to] this award[, such that you] continue to vest in the RSUs as [though you provided continuous Service through the expiration date of the Post Service Vesting Period / set forth in the Vesting Schedule]. Such right and benefit is qualified and conditioned upon the performance and/or achievement of each of the following criteria:1[You provided at least [#] days prior written notice (â€œNoticeâ€) to the Companyâ€™s then Chief Executive Officer of your intention to voluntarily terminate Service with the Company, and during which Notice period you provided such services as requested by the Company in a cooperative and professional manner; provided, however, that the Companyâ€™s then Chief Executive Officer shall be permitted, in his or her discretion, to2On the date immediately prior to the termination of your Service, you have provided at least: (i) [#] year(s) of continuous Service with the Company after the Date of Grant set forth in the Notice, and (ii) [#] year(s) of continuous Service with the Company; provided, however, that the Companyâ€™s then Chief Executive Officer shall be permitted, in his or her discretion, to reduce or waive these service requirements;3You have assisted in identifying a successor to your role with the Company and prepared a succession plan, and such successor and succession plan are each acceptable to each of the Companyâ€™s then Chief Executive Officer and then chair of the Board, in their sole and absolute discretion;4You have signed and not revoked a release of claims against the Company in a form reasonably acceptable to the Company, in each case, within the time periods specified in such release of claims and such release of claims has become effective, and further such release of claims shall contain non-solicitation and noncompete provisions, to the extent permissible under applicable law as determined by the Company, lasting for [#] months after the date 5[ANY ADDITIONAL CRITERIA LISTED HERE]]This Attachment 1 is subject to the terms and conditions of the Plan, which among other things, provides that any dispute regarding the interpretation of this Attachment 1 shall be submitted by you or the Company to the Committee for review and the resolution of such a dispute by the Committee shall be final and binding on the Company and you. Exhibit 10.3NOTICE OF RSU/CASH AWARDLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of RSU/Cash Award (the â€œNoticeâ€) and the attached RSU/Cash Award Agreement (the â€œAward Agreementâ€). If indicated below, you have been granted an award of Restricted Stock Units (â€œRSUsâ€) and/or a cash award (â€œCash Awardâ€) under the Plan subject to the terms and conditions of the Plan, this Notice and the attached Award Agreement. For purposes of this Notice and the attached Award Agreement, the RSUs (if any) and the Cash Award are collectively referred to as the â€œAwardâ€.Name:Address:Number of RSUs:Cash Award:Date of Grant:Vesting Commencement Date:Expiration Date:The date on which settlement of all RSUs, if any (and payment of the entire Cash Award) granted hereunder occurs. This Award expires earlier if your Service terminates earlier, as described in the Award Agreement.Vesting Schedule:Subject to the limitations set forth in the Notice, the Plan and the Award Agreement:a.Â Â Â Â if applicable, [[##]% of the total number of RSUs will vest on the three month anniversary of the Vesting Commencement Date and [##]% of the total number of RSUs will vest on each three month anniversary thereafter so long as your Service continues; andb. [##]% of the Cash Award will vest on the three month anniversary of the Vesting Commencement Date and [##]% of the Cash Award will vest on each three month anniversary thereafter so long as your Service continues.]Additional Terms:â˜ If this box is checked, the additional terms and conditions set forth on Attachment 1 hereto (as executed by the Company) are applicable and are incorporated herein by reference. No document need be attached as Attachment 1 if the box is not checkedYou acknowledge that the vesting of the Award pursuant to this Notice is earned only by continuing Service. By accepting this award, you and the Company agree that the RSUs are granted under and both the RSUs and the Cash Award are governed by the terms and conditions of the Plan, the Notice and the Award Agreement. By accepting this Award, you consent to electronic delivery as set forth in the Award Agreement.Exhibit 10.3PARTICIPANTLENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3RSU/CASH AWARD AGREEMENTLENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANIf indicated in the Notice, you have been granted Restricted Stock Units (â€œRSUsâ€) and/or a cash award (â€œCash Awardâ€) by LendingClub Corporation (the â€œCompanyâ€) subject to the terms, restrictions and conditions of the Plan, the Notice of RSU/Cash Award (the â€œNoticeâ€) and this RSU/Cash Award Agreement (this â€œAward Agreementâ€). For purposes of this Notice and this Award Agreement, the RSUs and the Cash Award are collectively referred to as the â€œAwardâ€.1. Settlement/Payment. Settlement of any RSUs shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then settlement of any RSUs that vest in December shall be within 30 days of vesting. Settlement of RSUs shall be in Shares. Settlement means the delivery of the Shares vested under an RSU. No fractional RSUs or rights for fractional Shares shall be created pursuant to this Award Agreement. Payment of cash under the Cash Award shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then payment of any portion of the Cash Award that vest in December shall be within 30 days of vesting. The Committee has full and absolute discretion to pay any or all of the Cash Award using Shares (rounded to the nearest whole Share for each vesting date) in lieu of cash if it reasonably believes that paying any or all of the Cash Award in cash would be impermissible under applicable laws, including without limitation if the Company (or any of its Subsidiaries or Affiliates) is required or instructed by the federal banking regulations and/or regulators to preserve cash.2. No Stockholder Rights. Unless and until such time as Shares are issued in settlement of vested RSUs (or, if applicable, paid for the vested portion of the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement), you shall have no ownership of such Shares and shall have no right to dividends or to vote such Shares.3. Dividend Equivalents. Dividends, if any (whether in cash or Shares), shall not be credited to you.4. No Transfer. The Award may not be sold, assigned, transferred, pledged, hypothecated, or otherwise disposed of in any manner other than by will or by the laws of descent or distribution or court order or unless otherwise permitted by the Committee on a case-by-case basis.5. Termination. If your Service terminates for any reason, all unvested portion of the Award shall be forfeited to the Company forthwith, and all rights you have to such unvested portion of the Award shall immediately terminate. In case of any dispute as to whether your termination of Service has occurred, the Committee shall have sole discretion to determine whether such termination has occurred and the effective date of such termination.6. Tax Consequences. You acknowledge that you will recognize tax consequences in connection with the Award. You should consult a tax adviser regarding your tax obligations in the jurisdiction where you are subject to tax.7. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (i) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of the Award, including the grant, vesting or settlement of the RSUs or the grant, vesting or payment of the Cash Award, the subsequent sale of Shares acquired pursuant to the Award and the receipt of any dividends; and (ii) do not commit to structure the terms or any aspect of the Award to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Exhibit 10.3Prior to the settlement of your RSUs (or, if applicable, payment of Shares for the vested portion of the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement), you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be issued to you when your RSUs are settled or payment of Shares is made under the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. You acknowledge that the Company has no obligation to deliver Shares or cash to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section. With respect to payment of cash under the Cash Award, the Company and/or the Employer will satisfy all withholding obligations from such cash payment.8. Acknowledgement. The Award is granted under the Plan and that the entire Award is governed by the Notice, this Award Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the Award subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice and this Award Agreement.9. Entire Agreement; Enforcement of Rights. This Award Agreement, the Plan and the Notice constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this Award Agreement, nor any waiver of any rights under this Award Agreement, shall be effective unless in writing and signed by the parties to this Award Agreement. The failure by either party to enforce any rights under this Award Agreement shall not be construed as a waiver of any rights of such party.10. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this Award Agreement shall be endorsed with appropriate legends, if any, determined by the Company.11. Governing Law; Severability. If one or more provisions of this Award Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this Award Agreement, (ii) the balance of this Award Agreement shall be interpreted as if such provision were so excluded and (iii) the balance of this Award Agreement shall be enforceable in accordance with its terms. This Award Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice and this Award Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted Exhibit 10.3only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.12. No Rights as Employee, Director or Consultant. Nothing in this Award Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.13. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this Award, you consent to the electronic delivery of the Notice, this Award Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the Award. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at. You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at equity@lendingclub.com. Finally, you understand that you are not required to consent to electronic delivery.14. Code Section 409A. For purposes of this Award Agreement, a termination of employment will be determined consistent with the rules relating to a â€œseparation from serviceâ€ as defined in Section 409A of the Internal Revenue Code and the regulations thereunder (â€œSection 409Aâ€). Notwithstanding anything else provided herein, to the extent any payments

provided under this Award Agreement in connection with your termination of employment constitute deferred compensation subject to Section 409A, and you are deemed at the time of such termination of employment to be a â€œspecified employeeâ€ under Section 409A, then such payment shall not be made or commence until the earlier of (i) the expiration of the six-month period measured from your separation from service or (ii) the date of your death following such a separation from service; provided, however, that such deferral shall only be effected to the extent required to avoid adverse tax treatment to you including, without limitation, the additional tax for which you would otherwise be liable under Section 409A(a)(1)(B) in the absence of such a deferral. To the extent any payment under this Award Agreement may be classified as a â€œshort-term deferralâ€ within the meaning of Section 409A, such payment shall be deemed a short-term deferral, even if it may also qualify for an exemption from Section 409A under another provision of Section 409A. Payments pursuant to this section are intended to constitute separate payments for purposes of Section 1.409A-2(b)(2) of the Treasury Regulations.15. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the Award shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your Award (whether vested or unvested) and the recoupment of any gains realized with respect to your Award.BY ACCEPTING THIS AWARD, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3NOTICE OF RSU/CASH AWARD(Post Service Vesting Eligible)LENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANUnless otherwise defined herein, the terms defined in the LendingClub Corporation (the â€œCompanyâ€) 2014 Equity Incentive Plan (the â€œPlanâ€) shall have the same meanings in this Notice of RSU/Cash Award (the â€œNoticeâ€) and the attached RSU/Cash Award Agreement (the â€œAward Agreementâ€). You have been granted an award of Restricted Stock Units (â€œRSUsâ€) under the Plan subject to the terms and conditions of the Plan, this Notice and the attached Award Agreement. If indicated below, you have also been granted a cash award (â€œCash Awardâ€) subject to the terms and conditions of the Plan, this Notice and the attached Award Agreement. For purposes of this Notice and the attached Award Agreement, the RSUs and the Cash Award are collectively referred to as the â€œAwardâ€.Name:Address:Number of RSUs:Cash Award:Date of Grant:Vesting Commencement Date:Expiration Date:The date on which settlement of all RSUs (and if applicable payment of the entire Cash Award) granted hereunder occurs. This Award may expire earlier if your Service terminates earlier, as described in the Award Agreement.Vesting Schedule:Subject to the limitations set forth in the Notice, the Plan and the Award Agreement:a.Â Â Â Â Â [[##]% of the total number of RSUs will vest on the three month anniversary of the Vesting Commencement Date and [##]% of the total number of RSUs will vest on each three month anniversary thereafter so long as your Service continues or you are in the Post Service Vesting Period; andb.Â Â Â Â Â if applicable, [##]% of the Cash Award will vest on the three month anniversary of the Vesting Commencement Date and [##]% of the Cash Award will vest on each three month anniversary thereafter so long as your Service continues or you are in the Post Service Vesting Period.]c.Â Â Â Â Â [Alternate: Subject to the limitations set forth in the Notice, the Plan, and the Award Agreement, this Award will vest contingently, in whole or in part, upon achievement of the Performance Factors during the Performance Period, as set forth on Exhibit A hereto.]]Exhibit 10.3Additional Terms:â˜ If this box is checked, the additional terms and conditions set forth on Attachment 1 hereto (as executed by the Company) are applicable and are incorporated herein by reference. No document need be attached as Attachment 1 if the box is not checkedYou acknowledge that the vesting of the Award pursuant to this Notice is earned only by continuing Service. By accepting this award, you and the Company agree that the RSUs are granted under and both the RSUs and the Cash Award are governed by the terms and conditions of the Plan, the Notice and the Award Agreement. By accepting this Award, you consent to electronic delivery as set forth in the Award Agreement.PARTICIPANTLENDINGCLUB CORPORATIONSignature:By:Print Name:Name:Its:Exhibit 10.3RSU/CASH AWARD AGREEMENT(Post Service Vesting Eligible)LENDINGCLUB CORPORATION2014 EQUITY INCENTIVE PLANYou have been granted Restricted Stock Units (â€œRSUsâ€) by LendingClub Corporation (the â€œCompanyâ€) subject to the terms, restrictions and conditions of the Plan, the Notice of RSU/Cash Award (the â€œNoticeâ€) and this RSU/Cash Award Agreement (this â€œAward Agreementâ€). If indicated in the Notice, you have also been granted a cash award (â€œCash Awardâ€) subject to the terms and conditions of the Plan, the Notice and this Award Agreement. For purposes of this Notice and this Award Agreement, the RSUs and the Cash Award are collectively referred to as the â€œAwardâ€.1. Settlement/Payment. Settlement of RSUs shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then settlement of any RSUs that vest in December shall be within 30 days of vesting. Settlement of RSUs shall be in Shares. Settlement means the delivery of the Shares vested under an RSU. No fractional RSUs or rights for fractional Shares shall be created pursuant to this Award Agreement. Payment of cash under the Cash Award shall be made in the same calendar year as the applicable date of vesting under the vesting schedule set forth in the Notice; provided, however, that if the vesting date under the vesting schedule set forth in the Notice is in December, then payment of any portion of the Cash Award that vest in December shall be within 30 days of vesting. The Committee has full and absolute discretion to pay any or all of the Cash Award using Shares (rounded to the nearest whole Share for each vesting date) in lieu of cash if it reasonably believes that paying any or all of the Cash Award in cash would be impermissible under applicable laws, including without limitation if the Company (or any of its Subsidiaries or Affiliates) is required or instructed by the federal banking regulations and/or regulators to preserve cash.2. No Stockholder Rights. Unless and until such time as Shares are issued in settlement of vested RSUs (or, if applicable, paid for the vested portion of the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement), you shall have no ownership of such Shares and shall have no right to dividends or to vote such Shares.3. Dividend Equivalents. Dividends, if any (whether in cash or Shares), shall not be credited to you.4. No Transfer. The Award may not be sold, assigned, transferred, pledged, hypothecated, or otherwise disposed of in any manner other than by will or by the laws of descent or distribution or court order or unless otherwise permitted by the Committee on a case-by-case basis.5. Termination. The entire unvested portion of this Award shall be forfeited to the Company forthwith, and all rights you have to such RSUs (and, if applicable, such Cash Award) shall immediately terminate upon either: (i) the date your Service terminates if you do not qualify for the Post Service Vesting Benefit (as such term is defined in Attachment 1 hereto) or (ii) as set forth in the Vesting Schedule if you do qualify for the Post Service Vesting Benefit (as such term is defined in Attachment 1 hereto). In case of any dispute as to whether your termination of Service has occurred or whether you qualify for the Post Service Vesting Benefit, the Committee shall have sole discretion to determine whether: (i) such termination or qualification has occurred and (ii) the date on which the unvested portion of this Award shall be forfeited to the Company and all rights you have to such RSUs (and, if applicable, such Cash Cash Award) shall terminate.6. Tax Consequences. You acknowledge that you will recognize tax consequences in connection with the Award. You should consult a tax adviser regarding your tax obligations in the jurisdiction where you are subject to tax.7. Withholding Taxes and Stock Withholding. Regardless of any action the Company or your actual employer (the â€œEmployerâ€) takes with respect to any or all income tax, social insurance, payroll tax, payment on account or other tax-related withholding (â€œTax-Related Itemsâ€), you acknowledge that the ultimate liability for all Tax-Related Items legally due by you is and remains your responsibility and that the Company and/or the Employer (i) make no representations or undertakings regarding the treatment of any Tax-Related Items in connection with any aspect of Exhibit 10.3the Award, including the grant, vesting or settlement of the RSUs or the grant, vesting or payment of the Cash Award, the subsequent sale of Shares acquired pursuant to the Award and the receipt of any dividends; and (ii) do not commit to structure the terms or any aspect of the Award to reduce or eliminate your liability for Tax-Related Items. You acknowledge that if you are subject to Tax-Related Items in more than one jurisdiction, the Company and/or the Employer may be required to withhold or account for Tax-Related Items in more than one jurisdiction.Prior to the settlement of your RSUs (or, if applicable, payment of Shares for the vested portion of the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement), you shall pay or make adequate arrangements satisfactory to the Company and/or the Employer to satisfy all withholding and payment on account obligations of the Company and/or the Employer. In this regard, you authorize the Company and/or the Employer to withhold all applicable Tax-Related Items legally payable (which, if you are an Insider, shall be determined without regard to any potential application of Section 83(c)(3) of the Code) by you from your wages or other cash compensation paid to you by the Company and/or the Employer. With the Companyâ€™s consent, these arrangements may also include, if permissible under local law, (a) withholding Shares that otherwise would be issued to you when your RSUs are settled or payment of Shares is made under the Cash Award pursuant to the last sentence of Section 1 of this Award Agreement, (b) having the Company withhold taxes from the proceeds of the sale of the Shares, either through a voluntary sale or through a mandatory sale arranged by the Company (on your behalf and you hereby authorize such sales by this authorization), (c) your payment of a cash amount, or (d) any other arrangement approved by the Company; all under such rules as may be established by the Committee and in compliance with the Companyâ€™s Insider Trading Policy and 10b5-1 Trading Plan Policy, if applicable; provided however, that if you are a Section 16 officer of the Company under the Exchange Act, then the Committee (as constituted in accordance with Rule 16b-3 under the Exchange Act) shall establish the method of withholding from alternatives (a)-(d) above, and the Committee shall establish the method prior to the Tax-Related Items withholding event. The Fair Market Value of these Shares will be applied as a credit against the withholding taxes. You shall pay to the Company or the Employer any amount of Tax-Related Items that the Company or the Employer may be required to withhold as a result of your participation in the Plan or your purchase of Shares that cannot be satisfied by the means previously described. You acknowledge that the Company has no obligation to deliver Shares or cash to you until you have satisfied the obligations in connection with the Tax-Related Items as described in this Section. With respect to payment of cash under the Cash Award, the Company and/or the Employer will satisfy all withholding obligations from such cash payment.8. Acknowledgement. The Company and you agree that the RSUs is granted under the Plan and that the entire Award is governed by the Notice, this Award Agreement and the provisions of the Plan (incorporated herein by reference). You: (i) acknowledge receipt of a copy of the Plan and the Plan prospectus, (ii) represent that you have carefully read and are familiar with their provisions, and (iii) hereby accept the Award subject to all of the terms and conditions set forth herein and those set forth in the Plan and the Notice. You hereby agree to accept as binding, conclusive and final all decisions or interpretations of the Committee upon any questions relating to the Plan, the Notice and this Award Agreement.9. Entire Agreement; Enforcement of Rights. This Award Agreement, the Plan and the Notice constitute the entire agreement and understanding of the parties relating to the subject matter herein and supersede all prior discussions between them. Any prior agreements, commitments or negotiations concerning the purchase of the Shares hereunder are superseded. No modification of or amendment to this Award Agreement, nor any waiver of any rights under this Award Agreement, shall be effective unless in writing and signed by the parties to this Award Agreement. The failure by either party to enforce any rights under this Award Agreement shall not be construed as a waiver of any rights of such party.10. Compliance with Laws and Regulations. The issuance of Shares will be subject to and conditioned upon compliance by the Company and you with all applicable state, federal and foreign laws and regulations and with all applicable requirements of any stock exchange or automated quotation system on which the Companyâ€™s Common Stock may be listed or quoted at the time of such issuance or transfer. The Shares issued pursuant to this Award Agreement shall be endorsed with appropriate legends, if any, determined by the Company.11. Governing Law; Severability. If one or more provisions of this Award Agreement are held to be unenforceable under applicable law, the parties agree to renegotiate such provision in good faith. In the event that the parties cannot reach a mutually agreeable and enforceable replacement for such provision, then (i) such provision shall be excluded from this Award Agreement, (ii) the balance of this Award Agreement shall be interpreted as if such Exhibit 10.3provision were so excluded and (iii) the balance of this Award Agreement shall be enforceable in accordance with its terms. This Award Agreement and all acts and transactions pursuant hereto and the rights and obligations of the parties hereto shall be governed, construed and interpreted in accordance with the laws of the State of Delaware, without giving effect to principles of conflicts of law. For purposes of litigating any dispute that may arise directly or indirectly from the Plan, the Notice and this Award Agreement, the parties hereby submit and consent to litigation in the exclusive jurisdiction of the State of California and agree that any such litigation shall be conducted only in the courts of California in Santa Clara County or the federal courts of the United States for the Northern District of California and no other courts.12. No Rights as Employee, Director or Consultant. Nothing in this Award Agreement shall affect in any manner whatsoever the right or power of the Company, or a Parent, Subsidiary or Affiliate of the Company, to terminate your Service, for any reason, with or without Cause.13. Consent to Electronic Delivery of All Plan Documents and Disclosures. By your acceptance of this Award, you consent to the electronic delivery of the Notice, this Award Agreement, the Plan, account statements, Plan prospectuses required by the Securities and Exchange Commission, U.S. financial reports of the Company, and all other documents that the Company is required to deliver to its security holders (including, without limitation, annual reports and proxy statements) or other communications or information related to the Award. Electronic delivery may include the delivery of a link to a Company intranet or the internet site of a third party involved in administering the Plan, the delivery of the document via e-mail or such other delivery determined at the Companyâ€™s discretion. You acknowledge that you may receive from the Company a paper copy of any documents delivered electronically at no cost if you contact the Company by telephone, through a postal service or electronic mail at [#]. You further acknowledge that you will be provided with a paper copy of any documents delivered electronically if electronic delivery fails; similarly, you understand that you must provide on request to the Company or any designated third party a paper copy of any documents delivered electronically if electronic delivery fails. Also, you understand that your consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if you have provided an electronic mail address), at any time by notifying the Company of such revised or revoked consent by telephone, postal service or electronic mail at [#]. Finally, you understand that you are not required to consent to electronic delivery.14. Code Section 409A. For purposes of this Award Agreement, a termination of employment will be determined consistent with the rules relating to a â€œseparation from serviceâ€ as defined in Section 409A of the Internal Revenue Code and the regulations thereunder (â€œSection 409Aâ€). Notwithstanding anything else provided herein, to the extent any payments provided under this Award Agreement in connection with your termination of employment constitute deferred compensation subject to Section 409A, and you are deemed at the time of such termination of employment to be a â€œspecified employeeâ€ under Section 409A, then such payment shall not be made or commence until the earlier of (i) the expiration of the six-month period measured from your separation from service or (ii) the date of your death following such a separation from service; provided, however, that such deferral shall only be effected to the extent required to avoid adverse tax treatment to you including, without limitation, the additional tax for which you would otherwise be liable under Section 409A(a)(1)(B) in the absence of such a deferral. To the extent any payment under this Award Agreement may be classified as a â€œshort-term deferralâ€ within the meaning of Section 409A, such payment shall be deemed a short-term deferral, even if it may also qualify for an exemption from Section 409A under another provision of Section 409A. Payments pursuant to this section are intended to constitute separate payments for purposes of Section 1.409A-2(b)(2) of the Treasury Regulations.15. Award Subject to Company Clawback or Recoupment. To the extent permitted by applicable law, the Award shall be subject to clawback or recoupment pursuant to any compensation clawback or recoupment policy adopted by the Board or required by law during the term of your employment or other Service that is applicable to you. In addition to any other remedies available under such policy, applicable law may require the cancellation of your Award (whether vested or unvested) and the recoupment of any gains realized with respect to your Award.BY ACCEPTING THIS AWARD, YOU AGREE TO ALL OF THE TERMS AND CONDITIONS DESCRIBED ABOVE AND IN THE PLAN.Exhibit 10.3Attachment 1RSU/CASH AWARD AGREEMENT(Post Service Vesting Eligible)The Award are granted pursuant to the Plan, the Notice and the Award Agreement, including this Attachment 1, and will be eligible to vest, pursuant to the Vesting Schedule set forth in the Notice, until the later of: (i) the date your Service terminates or (ii) provided you qualify for the Post Service Vesting Benefit, as set forth in the Vesting Schedule. This Attachment 1 sets forth the definition, terms and conditions of Post Service Vesting Benefit. Notwithstanding anything to the contrary, the Committee shall have the authority to adjust the [Full Career Vesting Period and] Full Career Vesting Benefit in accordance with the terms of the Plan to take into account any extraordinary or unusual items, events or circumstances to avoid windfalls or hardships.[â€œPost Service Vesting Periodâ€ means the period starting on the date your Service terminates through the date that is the [#] month anniversary thereof. The expiration date of your Post Service Vesting Period shall be the last day of such period.]â€œPost Service Vesting Benefitâ€ means the right and benefit to have [the Post Service Vesting Period apply to] this award[, such that you] continue to vest in the RSUs as [though you provided continuous Service through the expiration date of the Post Service Vesting Period / set forth in the Vesting Schedule]. Such right and benefit is qualified and conditioned upon the performance and/or achievement of each of the following criteria:1[You provided at least [#] days prior written notice (â€œNoticeâ€) to the Companyâ€™s then Chief Executive Officer of your intention to voluntarily terminate Service with the Company, and during which Notice period you provided such services as requested by the Company in a cooperative and professional manner; provided, however, that the Companyâ€™s then Chief Executive Officer shall be permitted, in his or her discretion, to2On the date immediately prior to the termination of your Service, you have provided at least: (i) [#] year(s) of continuous Service with the Company after the Date of Grant set forth in the Notice, and (ii) [#] year(s) of continuous Service with the Company; provided, however, that the Companyâ€™s then Chief Executive Officer shall be permitted, in his or her discretion, to reduce or waive these service requirements;3You have assisted in identifying a successor to

your role with the Company and prepared a succession plan, and such successor and succession plan are each acceptable to each of the Companyâ€™s then Chief Executive Officer and then chair of the Board, in their sole and absolute discretion;4You have signed and not revoked a release of claims against the Company in a form reasonably acceptable to the Company, in each case, within the time periods specified in such release of claims and such release of claims has become effective, and further such release of claims shall contain non-solicitation and noncompete provisions, to the extent permissible under applicable law as determined by the Company, lasting for [#] months after the date 5[ANY ADDITIONAL CRITERIA LISTED HERE]]This Attachment 1 is subject to the terms and conditions of the Plan, which among other things, provides that any dispute regarding the interpretation of this Attachment 1 shall be submitted by you or the Company to the Committee for review and the resolution of such a dispute by the Committee shall be final and binding on the Company and you. EX-19.1 4 ex191insidertradingpolicy.htm EX-19.1 DocumentExhibit 19.1Insider Trading PolicyEffective: 12/12/20241.Purpose and ScopeLendingClub Corporation (â€œLendingClubâ€) has adopted this Insider Trading Policy (â€œPolicyâ€) to govern trading in LendingClub securities (e.g., stocks, options, bonds, notes and derivative instruments) by employees, officers and directors of LendingClub and its subsidiaries (â€œLendingClub Insidersâ€). Federal and state securities laws prohibit trading in securities while in possession of any Material Nonpublic Information (as defined below) and giving any Material Nonpublic Information to others who may trade on the basis of that information.To facilitate compliance with securities laws, LendingClub has adopted this Policy, including the Open Trading Window (as defined below) and preclearance procedures outlined below.This Policy applies to all LendingClub Insiders. LendingClub Insiders are responsible for ensuring compliance with this Policy by: (i) their Immediate Family Members (as defined below) living in their households and (ii) entities over which they exercise voting or investment control. This Policy is not intended to restrict the transfer of LendingClub securities between brokerage accounts held by the same LendingClub Insider. Further, solely with respect to the second paragraph in Section 3(A) below, the Policy applies to LendingClub. You are ultimately responsible for your own conduct, and compliance with securities laws and this Policy. Civil and criminal penalties for failure to comply with Federal and state securities laws can be severe, including disgorgement of profits gained or losses avoided, civil penalties and/or a jail term. Failure to comply with this Policy, regardless of whether you violated the law, may also result in adverse action against you by LendingClub, including termination of service.2.DefinitionsAccess Persons â€” All employees of LendingClub or its subsidiaries at the SVP level or higher and all other employees designated from time to time by the Securities Team.Board of Directors â€” The Board of Directors of LendingClub.Business Partner â€” A former, current or prospective business partner (e.g., a platform investor, vendor or third party service provider) of LendingClub or a subsidiary of LendingClub. Covered Persons â€” Any entity over which you exercise voting or investment control, Immediate Family Member living in your household or Immediate Family Member whose transactions in LendingClub securities are directed by you.Exchange Act â€” The Securities Exchange Act of 1934, as amended.Immediate Family Member â€” Any child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, or in-law, including any of the foregoing due to an adoptive relationship, of a LendingClub Insider. Material Nonpublic Information â€” Any Nonpublic information that could reasonably be expected to affect, whether positively or negatively, the market price of a companyâ€™s securities. Whether information constitutes Material Nonpublic Information is based on an assessment of all facts and circumstances and is often evaluated by enforcement authorities with the benefit of hindsight. While it is not possible to define all categories of Material Nonpublic Information, some examples of information that could be regarded as material are:â–ªFinancial performance, such as quarterly and year-end earnings or losses, and significant changes in financial performance;â–ªProjections of future financial performance that are believed to be reasonably accurate;â–ªSignificant new product launches or the introduction of significant new business strategies;â–ªAcquisitions or dispositions of business units or significant assets;â–ªPublic or private securities or debt offerings;â–ªImplementation of or changes to a dividend or stock repurchase program; â–ªSignificant changes in senior management;â–ªSignificant developments regarding loan performance, technology or business operations; â–ªSignificant cybersecurity risks and incidents, such as vulnerabilities, breaches and data privacy failures; orâ–ªInitiation, progress or settlement of a significant lawsuit or regulatory inquiry.Nonpublic â€” Information is Nonpublic unless it has been: (i) widely disseminated to the public and (ii) the public has had sufficient time to absorb the information, with one business day being a guideline for this purpose. Examples of information that has been widely disseminated include information disclosed on LendingClubâ€™s website, through a press release or in a public filing with the SEC. SEC â€” The U.S. Securities and Exchange Commission.Section 16 Party â€” All (1) members of the Board of Directors and (2) officers of LendingClub subject to Section 16 of, and Rule 16a-1(f) of the rules promulgated under, the Exchange Act, as designated by the Board of Directors from time to time.Securities Team â€” The General Counsel of LendingClub (the â€œGeneral Counselâ€), the Deputy General Counsel of LendingClub (the â€œDeputy General Counselâ€) and any other individual(s) designated by the General Counsel. Special Closed Trading Window â€” The closing of the trading window as a result of a specific event or development during which all, or a portion of, LendingClub Insiders are prohibited from buying, selling or gifting LendingClub securities. 10b5-1 Trading Plan â€” A Rule 10b5-1 trading plan that meets the requirements in Section 3(H) below.Quarterly Closed Trading Window â€” The closing of the trading window prior to the release of LendingClubâ€™s annual and/or quarterly earnings during which all LendingClub Insiders are prohibited from buying, selling or gifting LendingClub securities. 3.Policy RequirementsA.When Can You TradeSubject to Sections 3(D) and 3(E) below, you and your Covered Persons may only buy, sell or gift LendingClub securities during an Open Trading Window. An â€œOpen Trading Windowâ€ is any time period outside of a Quarterly Closed Trading Window or Special Closed Trading Window. However, you need to always use appropriate judgment and may not buy, sell or gift LendingClub securities (even during an Open Trading Window) when in possession of Material Nonpublic Information about LendingClub.Further, it is the policy of LendingClub that LendingClub will not engage in any open market purchase or sale of LendingClub securities while its Chief Executive Officer or Chief Financial Officer have actual awareness of Material Nonpublic Information about LendingClub, unless pursuant to a trading plan.i.Quarterly Closed Trading WindowsThe trading window will generally close the first Friday of March, June, September and December before the release of LendingClubâ€™s quarterly or year-end earnings. The trading window will generally open on the second business day following LendingClubâ€™s public release of quarterly or year-end earnings. The Securities Team will send an email announcing the start and end of each Quarterly Closed Trading Window.In the event your service with LendingClub terminates for any reason during these Quarterly Closed Trading Windows, unless otherwise approved by the General Counsel, you and your Covered Persons shall remain subject to such Quarterly Closed Trading Window and the related trading restrictions if you, at the time of your termination, are (i) a Section 16 Party or (ii) an Access Person.ii.Special Closed Trading WindowsThe trading window may also close as a result of a specific event or development. The Securities Team will send you notice if you become subject to a Special Closed Trading Window. In the event your service with LendingClub terminates for any reason during a Special Closed Trading Window, unless otherwise approved by the General Counsel, you and your Covered Persons shall remain subject to such Special Closed Trading Window and the related trading restrictions.iii.What Triggers a Special Closed Trading WindowThe General Counsel is responsible for determining if any Material Nonpublic Information or events are cause for a Special Closed Trading Window, and shall consider the following factors:â–ªSignificance of the information to LendingClub, including potential financial value and effect on LendingClubâ€™s reputation and securities;â–ªPotential significance of the information to a reasonable investor;â–ªLikelihood of such information or event reaching fruition; andâ–ªAny other facts or circumstances that the General Counsel deems appropriate.B.No Tipping Others while in Possession of Material Nonpublic InformationDo not give trading advice of any kind about LendingClub or a Business Partner to anyone when you are in possession of Material Nonpublic Information about LendingClub or the Business Partner, respectively. Sharing Material Nonpublic Information with another person who later trades on that information is known as â€œtipping.â€ You may be subject to civil and criminal penalties for insider trading if you â€œtipâ€ another person (known as a â€œtippeeâ€), even if you do not receive any benefit from the tippeeâ€™s actions. The SEC may also impose penalties on the original tipper based on tips by subsequent tippees (that is, secondhand tips).C.Securities of Business Partners If, in the context of your service to LendingClub or its subsidiaries, you become in possession of Material Nonpublic Information about a Business Partner, then you are prohibited from engaging in transactions in such Business Partnerâ€™s securities or â€œtippingâ€ another person with respect to such securities.D.What Kinds of Transactions Are Always ProhibitedEven though you may buy, sell or gift LendingClub securities during an Open Trading Window and when you are not in possession of Material Nonpublic Information about LendingClub, the following types of transactions are always prohibited because they may inadvertently violate securities laws, create the appearance of impropriety and/or misalign you with the interests of other LendingClub stockholders: 1.No Day Trading. You may not buy and sell LendingClub securities within the same trading day. 2.No Short Sales. You may not short sale LendingClub securities. A short sale is the sale of a security not owned by the seller or, if owned, not delivered in a timely manner. A short sale includes the borrowing of securities by a seller for the seller's account, selling the borrowed securities to a buyer, and then later buying stock to return to the lending party, ideally at a lower price than the price of the stock that was previously sold.3.No Hedging Transactions. You may not engage in any hedging transactions involving LendingClub securities, including trading in puts and calls.4.No Margin Accounts or Pledges. You may not pledge (e.g., hypothecate) LendingClub securities in a margin account or as collateral for a loan. E.Exceptions to Trading Restrictions Notwithstanding anything to the contrary in this Policy, the following types of transactions are not prohibited or restricted by this Policy and therefore may occur outside of an Open Trading Window:1.Certain Exercises of Options. Cash exercises of LendingClub stock options are permitted any time. Further, subject to approval by the General Counsel and the terms of the applicable equity award and plan, using LendingClub shares to satisfy all or portion of the exercise price and/or any tax withholding obligation in connection with the exercise of a LendingClub stock option is also permitted at any time (a â€œStock Swap Transactionâ€). However, cashless exercises of LendingClub stock options in which some or all of the stock obtained on exercise of a stock option is sold to cover the exercise price and/or applicable tax withholding obligation are not permitted outside of an Open Trading Window.2.Trading Plans. Trades, including cashless exercises of LendingClub stock options, made according to a valid 10b5-1 Trading Plan are permitted any time. 3.Employee Stock Purchase Plan. Automatic and ongoing purchases of stock under LendingClubâ€™s Employee Stock Purchase Plan are permitted anytime. You may enroll in LendingClubâ€™s Employee Stock Purchase Plan during an open enrollment period if you are not in possession of Material Nonpublic Information about LendingClub.4.Tax Withholding. Sales of stock initiated, facilitated and/or administered by LendingClub to cover tax withholding obligations arising upon the vest or settlement of an employee equity award are permitted anytime, as is an adjustment to the withholding rate by LendingClub or a LendingClub Insider. F.Preclearance All Section 16 Parties and Access Persons are required to obtain preclearance before buying, selling or gifting LendingClub securities. The Securities Team is authorized to prepare, and revise from time-to-time, the preclearance form and related processes and procedures (collectively, the â€œPreclearance Formâ€). G.Using a Trading PlanAlthough not required, LendingClub supports the use of a 10b5-1 Trading Plan by LendingClub Insiders. A valid 10b5-1 Trading Plan provides an affirmative defense to allegations of insider trading and is a way for LendingClub Insiders to buy, sell and gift LendingClub securities when they might otherwise be restricted from trading. For Section 16 Parties and Access Persons, a completed and approved Preclearance Form is required before entering into a 10b5-1 Trading Plan. H.Trading Plan RequirementsAll 10b5-1 Trading Plans must be approved by the General Counsel or designee, and meet the following requirements:â€¢The trading plan must meet the requirements of Rule 10b5-1 and be evidenced on a form acceptable to the General Counsel or designee.â€¢The trading plan must be entered into in good-faith and approved by LendingClub during an Open Trading Window.â€¢The LendingClub Insider adopting a trading plan must certify at the time the trading plan is adopted, either in the trading plan itself or separately, that (1) such person does not possess any Material Nonpublic Information about LendingClub and (2) such person is adopting the trading plan in good faith and not as part of a plan or scheme to avoid the prohibitions of Rule 10b5-1.â€¢The trading plan must provide for a cooling-off period after being adopted, during which time no trading can commence under the trading plan. See Section 3(J) below for more information regarding cooling-off periods.â€¢The trading plan must cover a trading period of at least six months, terminate no more than three years from the date of execution and provide for a minimum of two separate trades.â€¢Trading plans will be deemed to last at least six months, regardless of when all trades are completed or any termination provisions contained in a brokerâ€™s Rule 10b5-1 trading plan agreement. For example, if all of your trades are completed in month two of a trading plan, you may not trade outside of that trading plan until six months from the first trade date (subject to the termination provisions below).â€¢Only a single active trading plan is permitted. You may adopt a new, second trading plan so long as trading under the new trading plan does not begin until after all trades under the existing trading plan are completed or the existing trading plan expires, and the mandatory cooling-off period has concluded in accordance with Rule 10b5-1. Once a 10b5-1 Trading Plan is executed, trading outside of the trading plan during the term of the plan (including buying or selling) is strictly prohibited, other than Stock Swap Transactions or gifts of LendingClub securities not subject to a trading plan. This means that your 10b5-1 Trading Plan will be the only way for you to buy or sell (including sales made as part of a cashless exercise of options) any LendingClub shares for the duration of the 10b5-1 Trading Plan. Ultimately, it is the sole responsibility of the LendingClub Insider establishing a 10b5-1 Trading Plan to ensure that the plan complies with the requirements of Rule 10b5-1.I.Modifying or Terminating Your Trading PlanModifying an existing trading plan can be an indication of a lack of good faith and, therefore, are only permitted with approval of the General Counsel. Modifications and early terminations are subject to the following conditions:â€¢An early termination is only permitted during an Open Trading Window.â€¢A modification to a trading plan must provide for a cooling-off period after the plan is modified, during which time no trading can commence under the trading plan. See Section 3(J) below for more information regarding cooling-off periods.â€¢Only one early trading plan termination is permitted every 2 years. â€¢Immediately upon termination, your then Open Trading Window will close. Therefore, you cannot buy, sell or gift LendingClub securities, or enter into a new trading plan, until the next Open Trading Window. J.Cooling-Off PeriodA 10b5-1 Trading Plan must provide for a cooling-off period when adopted or modified. During such time, no trading can commence under the trading plan. The cooling-off period applies as follows:â€¢If you are an employee, the cooling-off period must last 30 days following the adoption of the trading plan or modification of an existing trading plan. â€¢If you are a Section 16 Party, the cooling-off period must last until the later of (1) 90 days following the adoption of the trading plan or modification of an existing trading plan, or (2) two business days following the disclosure of LendingClubâ€™s financial results in a Form 10-K or Form 10-Q for the completed fiscal quarter in which the trading plan is adopted or modified (but not to exceed 120 days following the adoption of the trading plan or modification of an existing trading plan). A cooling-off period is not required where an existing trading plan is modified and such modification does not change (a) the sales or purchase prices or price ranges in the trading plan, (b) the amount of securities to be sold or purchased under the trading plan, (c) or the timing of transactions under the trading plan.K.Trading Plan DisclosureIn compliance with Item 408(a) of Regulation S-K of the Exchange Act, LendingClub will disclose the adoption, termination or modification of any trading plan by a Section 16 Party, including the name and title of such Section 16 Party, the date the trading plan was adopted, terminated or modified, the duration of the plan and the aggregate number of shares subject to the trading plan. Such disclosures will be made in LendingClubâ€™s Form 10-K or Form 10-Q filing with the SEC for the fiscal quarter in which the trading plan was adopted, terminated or modified.Further, transactions pursuant to a 10b5-1 Trading Plan by a Section 16 Party reportable on Form 4 or Form 5 with the SEC will be reported on such Form 4 or Form 5 as having been made pursuant to a 10b5-1 Trading Plan. 4. Â Â Â Â Â Administration & CommunicationThe General Counsel administers and maintains this Policy with the support of the remainder, if any, of the Securities Team. The General Counsel may grant exceptions to this Policy in the General Counselâ€™s sole discretion. In the event the General Counsel is unavailable, the Deputy General Counsel and the Chief Financial Officer of LendingClub are each authorized to serve as the General Counselâ€™s designee. Further, the General Counsel may delegate his/her responsibilities and authority under this Policy as he/she deems appropriate. If you have questions about this Policy or to request a copy of the Preclearance Form, please email the Securities Team at [***]. EX-21.1 5 lc12312024ex211.htm EX-21.1 DocumentExhibit 21.1SUBSIDIARIES OF LENDINGCLUB CORPORATIONThe following are the subsidiaries of LendingClub Corporation as of DecemberÂ 31, 2024, omitting subsidiaries which, considered in the aggregate, would not constitute a significant subsidiary:SubsidiariesJurisdiction of Incorporation or OrganizationLendingClub Bank, National AssociationUnited StatesLendingClub Structured Loan Certificate Issuer TrustDelaware EX-23.1 6 lc12312024ex231.htm EX-23.1 DocumentExhibit 23.1CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMWe consent to the incorporation by reference in Registration Statement Nos. 333-197570; 333-200676; 333-213647; 333-217731; 333-226899; 333-232518; 333-249973; 333-255688; 333-264892; 333-271576 and 333-281221 on Form S-8 of our reports dated FebruaryÂ 13, 2025, relating to the consolidated financial statements of LendingClub Corporation, and the effectiveness of LendingClub Corporation's internal control over financial reporting, appearing in this Annual Report on Form 10-K for the year ended DecemberÂ 31, 2024, and to the reference to us under the heading â€œExpertsâ€ in the Prospectus, which is part of these Registration Statements./s/ Deloitte & Touche LLPSan Francisco, CaliforniaFebruaryÂ 13, 2025 EX-31.1 7 lc12312024q4ex311.htm EX-31.1 DocumentExhibit 31.1CERTIFICATIONI, Scott Sanborn, certify that:Â 1.I have reviewed this Annual Report on Form 10-K of LendingClub Corporation;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this

report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:a)Â Â Â Â Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b)Â Â Â Â Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c)Â Â Â Â Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd)Â Â Â Â Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a)Â Â Â Â All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb)Â Â Â Â Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Â Date: FebruaryÂ 13, 2025 Â /s/ SCOTT SANBORNScott SanbornChief Executive Officer(Principal Executive Officer) EX-31.2 8 lc12312024q4ex312.htm EX-31.2 DocumentExhibit 31.2CERTIFICATIONI, Andrew LaBenne, certify that:1.Â Â Â Â I have reviewed this Annual Report on Form 10-K of LendingClub Corporation;Â 2.Â Â Â Â Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;Â 3.Â Â Â Â Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;Â 4.Â Â Â Â The registrantâ€™s other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:Â a)Â Â Â Â Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;Â b)Â Â Â Â Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;Â c)Â Â Â Â Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andÂ d)Â Â Â Â Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; andÂ 5.Â Â Â Â The registrantâ€™s other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):Â a)Â Â Â Â All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andÂ b)Â Â Â Â Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting.Â Date: FebruaryÂ 13, 2025 Â /s/ ANDREW LABENNEAndrew LaBenneChief Financial Officer EX-32.1 9 lc12312024q4ex321.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Annual Report of LendingClub Corporation (the â€œCompanyâ€) on Form 10-K for the year ended DecemberÂ 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), each of the undersigned officers of the Company certifies, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that, to such officerâ€™s knowledge:Â 1.Â Â Â Â The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934; andÂ 2.Â Â Â Â The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Â /s/ SCOTT SANBORNScott SanbornChief Executive Officer(Principal Executive Officer)/s/ ANDREW LABENNEAndrew LaBenneChief Financial OfficerDated: February 13, 2025 EX-101.SCH 10 lc-20241231.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 0000002 - Document - Audit Information link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - 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residential mortgage-backed securities Mortgage-Backed Security, Issued by US Government-Sponsored Enterprise [Member] Loss Unlikely to be Collected Financing Receivable [Member] Net issuances under equity incentive plans (in shares) Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Debt Instrument [Line Items] Debt Instrument [Line Items] Available Borrowing Capacity Debt Instrument, Unused Borrowing Capacity, Amount Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Weighted-Average Exercise Price Per Share Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Goodwill and Other Intangible Assets Goodwill and Intangible Assets, Policy [Policy Text Block] Other assets Total other assets Other assets Other Assets Internal Credit Assessment [Domain] Internal Credit Assessment [Domain] Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted-average common shares â€“ diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Interest income: Interest income: Interest and Other Income [Abstract] Condensed Financial Statements, Captions [Line Items] Condensed Financial Statements, Captions [Line Items] Schedule of Fair Value, Off-balance Sheet Risks [Table] Fair Value, off-Balance-Sheet Risk [Table] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Accumulated Other Comprehensive Income (Loss), Net of Tax [Roll Forward] AOCI Attributable to Parent, Net of Tax [Roll Forward] Off-Balance Sheet Loans Consumer Loan [Member] Total equity Beginning balance Ending balance Equity, Attributable to Parent Gross deferred tax assets Deferred Tax Assets, Gross Fair value, due within 1 year Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, Year One Cash flows from investing activities: Cash Flows from Investing Activities: Net Cash Provided by (Used in) Investing Activities, Continuing Operations [Abstract] Fair Value Inputs Assets And Liabilities Quantitative Information [Table] Fair Value Inputs Assets And Liabilities Quantitative Information [Table] Fair value inputs assets and liabilities quantitative information. Year one Financing Receivable, Excluding Accrued Interest, Year One, Originated, Current Fiscal Year LendingClub Corporation (Parent only) LendingClub Corporation [Member] LendingClub Corporation Schedule of Balance Sheet Information Related to Leases Lessee, Supplemental Balance Sheet Information [Table Text Block] Lessee, Supplemental Balance Sheet Information [Table Text Block] Letters of credit outstanding, amount Letters of Credit Outstanding, Amount Schedule of Supplemental Cash Flow Information Related to Operating Leases Lessee, Supplemental Cash Flow Information [Table Text Block] Lessee, Supplemental Cash Flow Information [Table Text Block] Schedule of Other Assets Schedule of Other Assets [Table Text Block] Thereafter Sales-Type and Direct Financing Leases, Payment to be Received, after Year Five Interest Rate Caps Interest Rate Cap [Member] Doubtful Doubtful [Member] Schedule of Assets and Liabilities Measured at Fair Value on a Recurring Basis Fair Value Measurements, Recurring and Nonrecurring [Table Text Block] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Deferred fees Sales-Type Lease, Deferred Payments To Be Received Sales-Type Lease, Deferred Payments To Be Received Weighted-average yield, due after 1 year through 5 years Debt Securities, Available-for-Sale, Weighted Average Yield, Maturity, after Year One Through Five Change in net unrealized gain on securities available for sale AOCI, Accumulated Gain (Loss), Debt Securities, Available-for-Sale, Parent [Member] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Weighted-average remaining contractual life of options outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Assets Assets [Abstract] Other comprehensive income (loss), net of tax Change in net unrealized gain on securities available for sale Other Comprehensive Income (Loss), Net of Tax Commitments and Contingencies [Line Items] Commitments and Contingencies [Line Items] Commitments and contingencies. CET1 capital Banking Regulation, Common Equity Tier 1 Risk-Based Capital Ratio, Well Capitalized, Minimum Document Type Document Type Derivative Contract [Domain] Derivative Contract [Domain] Loans Insured or Guaranteed by Government Authorities [Axis] Loans Insured or Guaranteed by Government Authorities [Axis] Schedule of Segment Reporting Information Schedule of Segment Reporting Information, by Segment [Table Text Block] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Accrued Interest Income and Non-Accrual Policy Accrued Interest Income And Non-Accrual, Policy [Policy Text Block] Accrued Interest Income and Non-Accrual, Policy Professional services Professional services Professional services Professional and Contract Services Expense Weighted-average remaining contractual life of options exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term Schedule of Expected Future Amortization Expense for Intangible Assets Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] 60-89 days past due 60-89 Days Financial Asset, 60 to 89 Days Past Due [Member] Maximum Maximum [Member] Statements of Cash Flows Condensed Cash Flow Statement [Table Text Block] Securities available for sale: Debt Securities, Available-for-Sale [Abstract] Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Change in unrecognized tax benefit Effective Income Tax Rate Reconciliation, Tax Contingency, Amount Total Finite-Lived Intangible Assets, Net Stock-based compensation Deferred Tax Assets Share Based Compensation Deferred Tax Assets Share Based Compensation Net lease costs Lease, Cost Hedged layer of loans with a carrying amount Hedged Asset, Fair Value Hedge, Portfolio Layer Method, Hedged Layer, Amount Statistical Measurement [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income before income tax (expense) benefit Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Name Outstanding Recovery, Individual Name Leases Lessor, Sales-type Leases [Text Block] Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Goodwill impairment expense Goodwill, Impairment Loss Financing receivable, modified, temporary payment reduction period Financing Receivable, Modified, Temporary Payment Reduction Period Financing Receivable, Modified, Temporary Payment Reduction Period Expected credit loss on rates on underlying loans, 20% adverse change Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of 20 Percent Adverse Change in Expected Credit Losses Research and development tax credits Effective Income Tax Rate Reconciliation, Tax Credit, Amount Award Timing Predetermined Award Timing Predetermined [Flag] Investment, Name [Axis] Investment, Name [Axis] Customer Relationships Customer Relationships [Member] Diluted EPS â€“ common stockholders (in dollars per share) Diluted EPS (in dollars per share) Earnings Per Share, Diluted Counterparty Name [Domain] Counterparty Name [Domain] Revenue from Contracts with Customers Revenue from Contract with Customer [Policy Text Block] State State and Local Jurisdiction [Member] Gross increase â€“ tax positions related to prior years Unrecognized Tax Benefits, Increase (Decrease) Resulting From Prior Period Tax Positions Unrecognized Tax Benefits, Increase (Decrease) Resulting From Prior Period Tax Positions Total current tax (expense) benefit Current Income Tax Expense (Benefit) Loans and leases held for investment Loans And Leases Held For Investment At Amortized Cost [Member] Loans And Leases Held For Investment At Amortized Cost Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Loan Restructuring Modification Name [Domain] Loan Restructuring Modification Name [Domain] Unfunded Loan Commitment, Commitments to Extend Credit Unfunded Loan Commitment, Commitments To Extend Credit [Member] Unfunded Loan Commitment, Commitments To Extend Credit Accretion of loan deferred fees and costs Amortization of Deferred Loan Origination Fees, Net Deferred tax liabilities: Deferred Tax Liabilities, Gross [Abstract] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Other asset-backed securities Asset-Backed Securities [Member] Total Equipment Finance Assets Equipment Finance Assets Deposits: Deposits [Abstract] Change in fair value, included in Marketplace Revenue Servicing Asset at Fair Value, Changes in Fair Value Resulting from Changes in Valuation Inputs or Changes in Assumptions Statements of Comprehensive Income Condensed Statement of Comprehensive Income [Table Text Block] Expected prepayment rates, 10% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Change in Expected Prepayment Rates Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Change in Expected Prepayment Rates Fair value adjustments recorded in earnings Interest income accretion and fair value adjustments recorded in earnings Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Gain (Loss) Included in Earnings Other Deferred Tax Liabilities, Other Net income Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Income tax (expense) benefit Income tax (expense) benefit Income tax (expense) benefit Income Tax Expense (Benefit) Notional Derivative, Notional Amount Expected prepayment rates, 10% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Adverse Change in Expected Prepayment Rates Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Adverse Change in Expected Prepayment Rates Derivative asset Derivative Asset Forfeited/Expired (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period Unrecognized compensation cost, period for recognition Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Financing Receivable Portfolio Segment [Domain] Financing Receivable Portfolio Segment [Domain] Revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Year 2 Financing Receivable, Excluding Accrued Interest, Year Two, Originated, Fiscal Year before Current Fiscal Year, Writeoff Interest expense: Interest expense: Interest Expense, Operating and Nonoperating [Abstract] Expected credit loss rates on underlying loans, 20% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 20% Adverse Change in Credit Loss Rates on Underlying Loans Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 20% Adverse Change in Credit Loss Rates on Underlying Loans Net cash provided by (used for) investing activities Net Cash Provided by (Used in) Investing Activities Total interest expense Interest expense Interest Expense, Operating and Nonoperating Income Tax Jurisdiction [Axis] Income Tax Jurisdiction [Axis] Deposits Deposits, Fair Value Disclosure Payable to investors Payable To Investors Payable To Investors All Adjustments to Compensation All Adjustments to Compensation [Member] Additional paid-in capital Additional paid-in capital Additional Paid in Capital Short-Term Debt, Type [Domain] Short-Term Debt, Type [Domain] Accumulated Other Comprehensive Income (Loss) [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Tax Credit Carryforward [Axis] Tax Credit Carryforward [Axis] Fair Value, Off-balance Sheet Risks, Disclosure Information [Line Items] Fair Value, off-Balance-Sheet Risks, Disclosure Information [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Statements of Income Condensed Income Statement [Table Text Block] Unsecured personal Unsecured personal Unsecured Personal Loan [Member] Unsecured Personal Loan Restricted Stock Units, Performance-based Restricted Stock Units, Stock Options Restricted Stock Units, Performance-based Restricted Stock Units, Stock Options [Member] Restricted Stock Units, Performance-based Restricted Stock Units, Stock Options [Member] U.S. agency securities US Government Agencies Debt Securities [Member] Income tax benefit from release of tax valuation allowance Income tax benefit from release of tax valuation allowance Income Tax Benefit From Release Of Valuation Allowance Income Tax Benefit From Release Of Valuation Allowance Long-Term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Unvested RSUs, PBRSUs and stock options outstanding (in shares) Share-Based Compensation Arrangement By Share-based Payment Award, Equity Instruments, Nonvested, Number Share-Based Compensation Arrangement By Share-based Payment Award, Equity Instruments, Nonvested, Number Derivative Instruments and Hedging Activities Disclosure [Abstract] Year four Financing Receivable, Excluding Accrued Interest, Year Four, Originated, Three Years before Current Fiscal Year Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] 200 basis point increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Discount Rate, 200 Basis Point Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Discount Rate, 200 Basis Point Increase Discount rates, impact of 200 basis point increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Adverse Change in Discount Rate, 200 Basis Point Increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Adverse Change in Discount Rate, 200 Basis Point Increase Financial Instruments [Domain] Financial Instruments [Domain] LendingClub Bank LendingClub Bank [Member] LendingClub Bank Unvested, beginning (in dollars per share) Unvested, ending (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and Equity Liabilities and Equity [Abstract] Prior Financing Receivable, Excluding Accrued Interest, Originated, More than Five Years before Current Fiscal Year, Writeoff Gain on sales of loans Gain (Loss) On Proceeds From Sales Of Loans, Net Gain (Loss) On Proceeds From Sales Of Loans, Net Pledging Purpose [Axis] Pledging Purpose [Axis] Loans held for sale at fair value Financing Receivable, Held-for-Sale Other liabilities Other Liabilities, Fair Value Disclosure Restatement Determination Date Restatement Determination Date Balance at Fair Value Estimate of Fair Value Measurement [Member] Expected remaining weighted-average life (in years) Debt Securities, Available-for-Sale, Term Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] LendingClub Corporation â€“ Parent Company-Only Financial Statements Condensed Financial Information of Parent Company Only Disclosure [Text Block] Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Loans Insured or Guaranteed by Government Authorities [Domain] Loans Insured or Guaranteed by Government Authorities [Domain] Beginning of period (in dollars per share) End of period (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Outstanding at the beginning of period (in shares) Outstanding at the end of period (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Condensed Financial Information Disclosure [Abstract] Loans Held for Sale Loans Held For Sale [Member] Loans Held For Sale [Member] Short-Term Debt, Type [Axis] Short-Term Debt, Type [Axis] FHLB of Des Moines Federal Home Loan Bank Advances [Member] Property, Plant and Equipment [Abstract] Property, Plant and Equipment [Abstract] Ratio Actual Ratio [Abstract] Actual Ratio Other Other Accrued Liabilities Earnings Per Share Earnings Per Share [Text Block] Granted (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Leased assets remeasured resulting from new, amended or modified operating lease liabilities Leased Assets Remeasured Resulting From New, Amended Or Modified Operating Lease Liabilities Leased Assets Remeasured Resulting From New, Amended Or Modified Operating Lease Liabilities Income Taxes Income Tax, Policy [Policy Text Block] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Segments [Domain] Segments [Domain] Leasehold improvements Leasehold Improvements, Gross Income tax effect Other Comprehensive Income (Loss), Tax Unrecognized Tax Benefits [Roll Forward] Unrecognized Tax Benefits [Roll Forward] Internally developed software Deferred Tax Liabilities, Deferred Expense, Capitalized Software Depreciation and amortization Other Depreciation and Amortization Provision for credit losses Provision for credit losses Provision for credit losses Provision for Loan, Lease, and Other Losses PEO PEO [Member] Annualized prepayment rate: Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Cumulative Prepayment Rates [Abstract] Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Cumulative Prepayment Rates Name Trading Arrangement, Individual Name Interest on deposits Interest Expense, Deposits Interest on loans held for sale Interest on loans held for sale Interest and Fee Income, Loan and Lease, Nonmortgage, Held-for-Sale Aggregate unpaid principal balance Financing Receivable Aggregate Unpaid Principal Before Allowance For Credit Loss Financing Receivable Aggregate Unpaid Principal Before Allowance For Credit Loss Expected credit loss rates on underlying loans, 10% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Change in Credit Loss Rates on Underlying Loans Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Change in Credit Loss Rates on Underlying Loans Property, Plant and Equipment, Type [Axis] Long-Lived Tangible Asset [Axis] Other non-interest expense Other non-interest expense Other non-interest expense Other Noninterest Expense Entity Public Float Entity Public Float Total gains on fair value hedges Gain (Loss) on Fair Value Hedges Recognized in Earnings Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Expected remaining weighted-average life (in years) Loans Invested in by Company, Expected Life Loans Invested in by Company, Expected Life Total reserved for future issuance (in shares) Common Stock, Capital Shares Reserved for Future Issuance Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Transfers of Financial Assets Transfers and Servicing of Financial Assets, Transfers of Financial Assets, Sales, Policy [Policy Text Block] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Weighted-average yield, due after 10 years Debt Securities, Available-for-Sale, Weighted Average Yield, Maturity, after Year 10 Local Phone Number Local Phone Number Valuation allowance Valuation allowance Deferred Tax Assets, Valuation Allowance Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Payments for investments in and advances to subsidiary Payments to Acquire Interest in Subsidiaries and Affiliates Other Assets Other Assets Disclosure [Text Block] Servicing Assets Servicing Assets [Member] Servicing Assets [Member] Fair value of consideration received: Variable Interest Entity, Assets Acquired and Liabilities Assumed [Abstract] Variable Interest Entity, Assets Acquired and Liabilities Assumed Purchased software Software Development, Purchased Software [Member] Software Development, Purchased Software Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award,

Options, Additional Disclosures [Abstract] Year five Financing Receivable, Excluding Accrued Interest, Year Five, Originated, Four Years before Current Fiscal Year Net change in operating assets and liabilities: Net change in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Other assets (liabilities), net Proceeds From (Payments For) Sale of Other Assets Proceeds From (Payments For) Sale of Other Assets Portfolio layer method basis adjustment - increase (decrease) Cumulative fair value adjustment to hedged item Hedged Asset, Fair Value Hedge, Cumulative Increase (Decrease) PEO Total Compensation Amount PEO Total Compensation Amount Occupancy Occupancy Occupancy Occupancy, Net Securities available for sale at fair value ($3,492,264 and $1,663,990 at amortized cost, respectively) Fair Value Fair Value Total securities available for sale Debt Securities, Available-for-Sale, Excluding Accrued Interest Property, Plant and Equipment, Type [Domain] Long-Lived Tangible Asset [Domain] Statement of Income Location, Balance [Axis] Statement of Income Location, Balance [Axis] Total capital Banking Regulation, Total Risk-Based Capital Ratio, Actual Net change to loans held for sale Net change to loans held for sale Increase (Decrease) in Loan, Held-for-Sale Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Common Stock [Member] Condensed Financial Statements [Table] Condensed Financial Statements [Table] Total capital Banking Regulation, Total Capital, Actual Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Investment in subsidiary Investment In Subsidiary Investment In Subsidiary Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key Accrued interest and penalties related to unrecognized tax benefits Unrecognized Tax Benefits, Income Tax Penalties and Interest Accrued Allowance for loan and lease losses: Financing Receivable, Allowance for Credit Loss [Roll Forward] Beginning of period End of period Unfunded loan commitments Off-Balance-Sheet, Credit Loss, Liability Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Nonaccrual ratios (as a percent) Financing Receivable, Nonaccrual to Outstanding, Percent Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Financial Instrument [Axis] Financial Instrument [Axis] Segment Reporting Segment Reporting Disclosure [Text Block] Federal Reserve Bank Federal Reserve Bank [Member] Federal Reserve Bank Weighted-average market servicing rate assumptions, servicing assets Fair Value Inputs, Market Servicing Rate Including Ancillary Fees, Servicing Assets Fair Value Inputs, Market Servicing Rate Including Ancillary Fees, Servicing Assets Deconsolidation of debt Proceeds from Deconsolidation of Debt Proceeds from Deconsolidation of Debt Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] Measurement Basis [Axis] Measurement Basis [Axis] Loans held for investment at fair value Fair value of loans held for investment Loans and leases held for investment, net Loans Receivable, Fair Value Disclosure Checking accounts Interest-Bearing Domestic Deposit, Checking Title Trading Arrangement, Individual Title Consolidated Entities [Axis] Consolidated Entities [Axis] Unrecognized tax benefits at beginning of year Unrecognized tax benefits at end of year Unrecognized Tax Benefits City Area Code City Area Code Equity in undistributed earnings of subsidiary Equity in undistributed earnings of subsidiary Income (Loss) from Subsidiaries, Net of Tax Auditor Location Auditor Location Debt Securities, Available-for-sale, Allowance for Credit Loss [Table] Debt Securities, Available-for-Sale, Allowance for Credit Loss [Table] Number of Units Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Forfeitures and Expirations [Abstract] Unfunded Loan Commitment Unfunded Loan Commitment [Member] 2026 Time Deposit Maturities, Year Two Restricted investments Restricted Investments Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Interest on securities available for sale Interest on securities available for sale Interest Income, Debt Securities, Available-for-Sale, Operating Total Financing Receivable, Excluding Accrued Interest, Allowance for Credit Loss, Writeoff Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Loans HFS, Loans HFI, Senior Asset-Backed Securities, Other Asset-Backed Securities and Servicing Assets Fair Value Measurement Inputs and Valuation Techniques [Table Text Block] Weighted- Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Expected Weighted-Average Life Measurement Input, Expected Term [Member] Sensitivity Analysis of Debt Securities Available-for-Sale [Line Items] Sensitivity Analysis of Debt Securities Available-for-Sale [Line Items] Sensitivity Analysis of Debt Securities Available-for-Sale [Line Items] Earnings per share: Earnings Per Share [Abstract] Equity [Abstract] Equity [Abstract] Accumulated deficit Accumulated deficit Retained Earnings (Accumulated Deficit) Schedule of Regulatory Capital Amounts and Ratios Schedule of Compliance with Regulatory Capital Requirements under Banking Regulations [Table Text Block] Servicing Assets Assets or Liabilities that Relate to Transferor's Continuing Involvement in Securitized or Asset-Backed Financing Assets, Policy [Policy Text Block] Security deposit Security Deposit Forfeited/Expired (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period, Weighted Average Exercise Price Schedule of Borrowings Schedule of Debt [Table Text Block] Servicing Assets, Changes in fair value due to: Servicing Asset at Fair Value, Changes in Fair Value Resulting from Changes in Valuation Inputs or Changes in Assumptions [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Operating lease liabilities Operating lease liabilities Present value of future minimum lease payments Operating Lease, Liability Other asset-backed securities related to Structured Program transactions: Debt Securities, Available-for-Sale, Allowance for Credit Loss [Roll Forward] Underlying Securities Award Underlying Securities Amount PBRSUs Performance Shares [Member] Securities Available for Sale Investments in Debt and Marketable Equity Securities (and Certain Trading Assets) Disclosure [Text Block] Annualized Net Charge-Off Rate Measurement Input, Loss Severity [Member] Principal payments on borrowings Repayments of Other Debt Amendment Flag Amendment Flag Carrying Amount Reported Value Measurement [Member] Net issuances under equity incentive plans Stock Issued During Period, Value, Stock Options Exercised, Net Of Shares Forfeited For Tax Withholdings Stock Issued During Period, Value, Stock Options Exercised, Net Of Shares Forfeited For Tax Withholdings Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Substandard Substandard [Member] Amortized cost, due within 1 year Debt Securities, Available-for-Sale, Amortized Cost, Maturity, Allocated and Single Maturity Date, Year One Borrowings Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Total cash and cash equivalents Cash and cash equivalents Total cash and cash equivalents Cash, Cash Equivalents, and Federal Funds Sold Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Discount rates, impact of 100 basis point increase Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of Other than 10 or 20 Percent Adverse Change in Discount Rate, 100 Basis Point Increase Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of Other than 10 or 20 Percent Adverse Change in Discount Rate, 100 Basis Point Increase Entity Address, Postal Zip Code Entity Address, Postal Zip Code Interest Rate Swap Interest Rate Swap [Member] Expected credit loss rates on underlying loans, 10% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Adverse Change in Credit Loss Rates on Underlying Loans Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 10% Adverse Change in Credit Loss Rates on Underlying Loans Other investing activities Other investing activities Payments for (Proceeds from) Other Investing Activities Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Total All Variable Interest Entities [Member] All Variable Interest Entities [Member] Credit loss expense (benefit) Financing Receivable, Credit Loss, Expense (Reversal) Auditor Name Auditor Name Forfeited/expired (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Other Liabilities [Abstract] Outstanding principal balance Loan, Securitized or Asset-Backed Financing Arrangement, Principal Outstanding Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Unconsolidated Variable Interest Entity, Not Primary Beneficiary [Member] Property and equipment, estimated useful life Property, Plant and Equipment, Useful Life Number of Options Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Available for ESPP Employee Stock [Member] Fair Value Measurement [Domain] Fair Value Measurement [Domain] Short-Term Debt [Table] Short-Term Debt [Table] Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Class of Financing Receivable [Axis] Class of Financing Receivable [Axis] Schedule of Weighted-Average Remaining Lease Term and Discount Rate Lessee, Weighted-Average Remaining Lease Term And Discount Rate [Table Text Block] Lessee, Weighted-average Remaining Lease Term and Discount Rate [Table Text Block] Designated as Hedging Instrument Designated as Hedging Instrument [Member] Net income attributable to stockholders Net Income (Loss) Available to Common Stockholders, Basic Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Schedule of AFS Securities with Unrealized Losses, Aggregated by Period of Continuous Unrealized Loss Debt Securities, Available-for-Sale, Unrealized Loss Position, Fair Value [Table Text Block] Stock, Class of Stock [Table] Stock, Class of Stock [Table] Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Total assets Assets Purchases of property, equipment and software, net Payments to Acquire Property, Plant, and Equipment Cash proceeds from continuing involvement: Variable Interest Entity, Continuing Involvement [Abstract] Variable Interest Entity, Continuing Involvement Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Proceeds from servicing asset investment Proceeds From Return Of Servicing Asset Proceeds From Return Of Servicing Asset Derivative Instruments and Hedging Activities Disclosures [Table] Derivative Instruments and Hedging Activities Disclosures [Table] Annualized Prepayment Rate Measurement Input, Prepayment Rate [Member] Schedule of Effective Income Tax Rate Reconciliation Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Termination Date Trading Arrangement Termination Date Amount Actual Amount [Abstract] Actual Amount Secured consumer Secured consumer Secured Consumer Loan [Member] Secured Consumer Loan Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Nonaccrual with no related ACL Financing Receivable, Nonaccrual, No Allowance Mortgage-backed securities Collateralized Mortgage-Backed Securities [Member] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Other liabilities Total other liabilities Other liabilities Other Liabilities Deferred tax assets: Deferred Tax Assets, Gross [Abstract] Fair value, after 1 year through 5 years Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, after Year One Through Five Total marketplace revenue Marketplace Revenue Marketplace Revenue Net income Net income Net income(1) Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Schedule of Financial Instruments Not Recorded at Fair Value Fair Value, by Balance Sheet Grouping [Table Text Block] Year three Financing Receivable, Excluding Accrued Interest, Year Three, Originated, Two Years before Current Fiscal Year Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loans Guaranteed by Small Business Association Loans Insured or Guaranteed by US Government Authorities [Member] Nonaccrual Financing Receivable, Nonaccrual Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Securities available for sale Available-for-Sale Securities [Member] Amortized cost, due after 10 years Debt Securities, Available-for-Sale, Amortized Cost, Maturity, Allocated and Single Maturity Date, after Year 10 Entity File Number Entity File Number Fair value of loans HFI Financing Receivable, Purchase Consolidated Entities [Domain] Consolidated Entities [Domain] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Federal Current Federal Tax Expense (Benefit) Total market servicing rates (percent per annum on outstanding principal balance) Fair Value Inputs Market Servicing Rate Fair Value Inputs Market Servicing Rate Lease term Lessee, Operating Lease, Term of Contract Name Forgone Recovery, Individual Name Aggregate intrinsic value of options exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value Weighted-average remaining lease term (in years) Operating Lease, Weighted Average Remaining Lease Term Other, net Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Other asset-backed securities related to Structured Program transactions Other Asset Backed Securities, Structured Program Transactions [Member] Other Asset Backed Securities, Structured Program Transactions Schedule of PBRSU Activity Share-Based Payment Arrangement, Performance Shares, Activity [Table Text Block] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount 20% increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Loss Rate, 20% Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Loss Rate, 20% Increase Retirement of treasury stock Treasury Stock, Retired, Cost Method, Amount Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Tier 1 leverage Banking Regulation, Tier 1 Leverage Capital Ratio, Well Capitalized, Minimum Tier 1 leverage Banking Regulation, Tier 1 Leverage Capital, Actual PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Adjustment to Compensation: Adjustment to Compensation [Axis] Consumer Consumer Portfolio Segment [Member] Amortized cost, after 1 year through 5 years Debt Securities, Available-for-Sale, Amortized Cost, Maturity, Allocated and Single Maturity Date, after Year One Through Five Sales-type lease, interest income Sales-type Lease, Interest Income Schedule of Loan Modifications and Amortized Cost of Loan Modifications Financing Receivable, Modified [Table Text Block] Accumulated other comprehensive loss Accumulated other comprehensive loss Accumulated Other Comprehensive Income (Loss), Net of Tax Originations and purchases Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Purchases Total lease payments Sales-Type and Direct Financing Leases, Payment to be Received Restricted cash Restricted cash Restricted cash Restricted Cash and Cash Equivalents Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Measurement input, percent Measurement Input, Percent Measurement Input, Percent Weighted-average common shares â€" basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Unrealized losses, 12 months or longer Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer, Accumulated Loss Beginning balance Ending balance Equity, Including Portion Attributable to Noncontrolling Interest Name Awards Close in Time to MNPI Disclosures, Individual Name 100 basis point increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Discount Rate, 100 Basis Point Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Discount Rate, 100 Basis Point Increase Operating lease assets Deferred Tax Liabilities, Operating Lease Assets Deferred Tax Liabilities, Operating Lease Assets Unrealized losses, less than 12 months Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months, Accumulated Loss Entity Filer Category Entity Filer Category Credit loss expense (benefit) Off-Balance-Sheet, Credit Loss, Liability, Credit Loss Expense (Reversal) Schedule of Future Minimum Lease Payments Based on Maturity Lessor, Operating Lease, Payment to be Received, Maturity [Table Text Block] Equipment finance Equipment finance Equipment Finance [Member] Equipment Finance Permanent loan modification Permanent Loan Modifications [Member] Permanent Loan Modifications Statistical Measurement [Domain] Statistical Measurement [Domain] Capital expenditures Segment, Expenditure, Addition to Long-Lived Assets Gross Unrealized Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Year 4 Financing Receivable, Excluding Accrued Interest, Year Four, Originated, Three Years before Current Fiscal Year, Writeoff Schedule of Analysis of the Past Due Loans and Leases HFI at Amortized Cost and Nonaccrual Loans and Leases Financing Receivable, Past Due [Table Text Block] Loan Restructuring Modification [Axis] Loan Restructuring Modification [Axis] Internal Credit Assessment [Axis] Internal Credit Assessment [Axis] Granted, aggregate fair value Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Aggregate Intrinsic Value, Nonvested1 Share-Based Compensation Arrangement By Share-Based Payment Award, Equity Instruments Other Than Options, Aggregate Intrinsic Value, Nonvested1 Amount of unrecognized tax benefits, if recognized, would impact the effective tax rate Unrecognized Tax Benefits that Would Impact Effective Tax Rate Allowance ratios (as a percent) Financing Receivable, Allowance for Credit Loss to Outstanding, Percent Schedule of Notional and Gross Fair Value Amounts of Derivatives Used for Hedging Schedule of Notional Amounts of Outstanding Derivative Positions [Table Text Block] Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Goodwill Deferred Tax Assets, Goodwill Deferred Tax Assets, Goodwill All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Credit loss expense for securities available for sale Debt Securities, Available-for-Sale, Excluding Accrued Interest, Allowance for Credit Loss, Not Previously Recorded Schedule of Computation of Basic and Diluted EPS Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Consolidated Variable Interest Entity, Primary Beneficiary [Member] Tax credit carryforwards Tax Credit Carryforward, Amount Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Cash paid for taxes Income Taxes Paid, Net Schedule of Stock-Based Compensation Expense Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount U.S. agency residential mortgage-backed securities Residential Mortgage-Backed Securities [Member] Schedule of Other Liabilities Other Liabilities [Table Text Block] Schedule of Estimated Fair Value of Servicing Assets Fair Value Disclosure

And Measurement [Table Text Block] Fair Value Disclosure And Measurement [Table Text Block] Jordan Cheng [Member] Jordan Cheng Deposits Deposit Liabilities Disclosures [Text Block] Other Performance Measure, Amount Other Performance Measure, Amount Research and Development Research Tax Credit Carryforward [Member] 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Origination fees Financial Service [Member] Leases Lessee, Operating Leases [Text Block] Common stock, shares outstanding (in shares) Common stock, beginning balance (in shares) Common stock, ending balance (in shares) Common Stock, Shares, Outstanding Documents Incorporated by Reference Documents Incorporated by Reference [Text Block] Retail Notes, Certificates and Secured Borrowings Retail Notes, Certificates And Secured Borrowings [Member] Retail Notes, Certificates And Secured Borrowings Pass Pass [Member] Effective income tax rate reconciliation, change in deferred tax assets valuation allowance, federal and state, amount Effective Income Tax Rate Reconciliation, Change in Deferred Tax Assets Valuation Allowance, Federal And State, Amount Effective Income Tax Rate Reconciliation, Change in Deferred Tax Assets Valuation Allowance, Federal And State, Amount Available for grant (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Off-balance sheet loans, principal amount outstanding, 31 days or more past due Delinquent Amount at End of Period on Loans Managed and Securitized or Asset-Backed Financing Arrangement Accrued interest receivable Interest Receivable Benefit from intraperiod tax allocation Effective Income Tax Rate Reconciliation, Benefit From Intraperiod Tax Allocation Effective Income Tax Rate Reconciliation, Benefit From Intraperiod Tax Allocation Entity Tax Identification Number Entity Tax Identification Number Banking Regulation, Regulatory Capital Requirement, Compliance [Table] Banking Regulation, Regulatory Capital Requirement, Compliance [Table] Intangible Asset, Finite-Lived [Table] Intangible Asset, Finite-Lived [Table] Servicing Asset and Servicing Liability, Risk Mitigation [Table] Servicing Asset and Servicing Liability, Risk Mitigation [Table] Treasury Stock Treasury Stock, Common [Member] Intersegment Eliminations Intersegment Eliminations [Member] Equity Components [Axis] Equity Components [Axis] Servicing assets Fair value at beginning of period Fair value at end of period Servicing Asset at Fair Value, Amount Accrued interest receivable, location Financing Receivable, Accrued Interest, after Allowance for Credit Loss, Statement of Financial Position [Extensible Enumeration] Loans and Leases Loans and Leases Receivable, Lease Financing, Policy [Policy Text Block] Fair value at beginning of period Fair value at end of period Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset Value Less: Capitalized stock-based compensation expense Share-Based Payment Arrangement, Amount Capitalized Impairment expense on internally-developed software Capitalized Computer Software, Impairments Other comprehensive income (loss): Other comprehensive income (loss), net of tax: Other Comprehensive Income (Loss), before Tax [Abstract] Aggregate intrinsic value of options outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Diluted EPS: Earnings Per Share, Diluted [Abstract] Term Loans and Leases by Origination Year Financing Receivable, Credit Quality Indicator [Line Items] Proceeds from sales, maturities and paydowns of securities available for sale Proceeds from maturities and paydowns of securities available for sale Proceeds from Maturities, Prepayments and Calls of Debt Securities, Available-for-Sale Deferred tax assets, net Deferred Tax Assets, Net 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Weighted-Average Weighted Average [Member] Residential mortgages Residential mortgages Residential Mortgage [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Debt Securities, Available-for-sale [Line Items] Schedule of Securities Available-for-Sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Employee Incentive Plans Compensation and Employee Benefit Plans [Text Block] Asset Pledged as Collateral Asset Pledged as Collateral [Member] Fair Value Debt Securities, Available-for-Sale, Unrealized Loss Position Charge-offs Financing Receivable, Allowance for Credit Loss, Writeoff Cash, cash equivalents and restricted cash, beginning of period Cash, cash equivalents and restricted cash, end of period Total cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Servicing and other administrative fees Proceeds From Servicing Rights Fees On Securitizations Proceeds From Servicing Rights Fees On Securitizations Uninsured certificates of deposit Time Deposit Liability, above US Insurance Limit Financing receivable, modified, term increase from modification Financing Receivable, Modified, Term Increase From Modification Financing Receivable, Modified, Term Increase From Modification Consolidation Items [Axis] Consolidation Items [Axis] Loans held for investment at fair value Loans held for investment at fair value Financing Receivable, Excluding Accrued Interest, Other, After Allowance for Credit Loss Financing Receivable, Excluding Accrued Interest, Other, After Allowance for Credit Loss Treasury stock, beginning balance (in shares) Treasury stock, ending balance (in shares) Treasury Stock, Common, Shares 2026 Sales-Type and Direct Financing Leases, Payment to be Received, Year Two Derivatives used for hedging Change in Unrealized Gain (Loss) on Fair Value Hedging Instruments Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Vested (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Unguaranteed residual asset values Sales-type Lease, Unguaranteed Residual Asset Transfers and Servicing [Abstract] Transfers and Servicing [Abstract] Security Exchange Name Security Exchange Name Change in net unrealized gain (loss) on securities available for sale OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment and Tax Schedule of Activity in the Allowance for Credit Losses for AFS Securities, by Security Type Debt Securities, Available-for-Sale, Allowance for Credit Loss [Table Text Block] Financing Receivable, Credit Quality Indicator [Table] Financing Receivable, Credit Quality Indicator [Table] Loan Restructuring Modification Name [Axis] Loan Restructuring Modification Name [Axis] Exercised (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Regulatory Requirements Regulatory Capital Requirements under Banking Regulations [Text Block] Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] State Current State and Local Tax Expense (Benefit) Compensation and benefits Compensation and benefits Compensation and benefits Labor and Related Expense Other Other Assets, Miscellaneous, Noncurrent Amortized Cost Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Amortized Cost [Abstract] Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Sales Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Sales Recoveries Financing Receivable, Allowance for Credit Loss, Writeoff, after Recovery Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Weighted-average yield, due after 5 years through 10 years Debt Securities, Available-for-Sale, Weighted Average Yield, Maturity, after Year 5 Through 10 Common stock, shares issued (shares) Common Stock, Shares, Issued Entity [Domain] Entity [Domain] Income (Loss) before income tax (expense) benefit Income (Loss), Including Portion Attributable to Noncontrolling Interest, before Tax Servicing assets Servicing Asset Unrealized Losses Debt Securities, Available-for-Sale, Unrealized Loss Position, Accumulated Loss Year 3 Financing Receivable, Excluding Accrued Interest, Year Three, Originated, Two Years before Current Fiscal Year, Writeoff Derivative liability Derivative Liability Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Accumulated depreciation and amortization Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Gross allowance for loan and lease losses Financing Receivable, Allowance for Credit Loss, Gross, Excluding Accrued Interest Financing Receivable, Allowance for Credit Loss, Gross, Excluding Accrued Interest Stock-based Compensation Compensation Related Costs, Policy [Policy Text Block] Schedule of Components of Equipment Finance Sales-type Lease, Lease Income [Table Text Block] Common stock, shares authorized (shares) Common Stock, Shares Authorized 10% increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Loss Rate, 10% Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Loss Rate, 10% Increase Recovery asset value Financing Receivable, Allowance for Credit Loss, Gross, Excluding Accrued Interest, Recovery Asset Value Financing Receivable, Allowance for Credit Loss, Gross, Excluding Accrued Interest, Recovery Asset Value Long-Term Debt, Type [Axis] Long-Term Debt, Type [Axis] Entity Voluntary Filers Entity Voluntary Filers Net change in deposits Increase (Decrease) in Savings Deposits Lease renewal term Lessee, Operating Lease, Renewal Term Hedging Designation [Domain] Hedging Designation [Domain] Total deferred (expense) benefit Deferred Income Tax Expense (Benefit) Property, Equipment and Software, Net Property, Plant and Equipment Disclosure [Text Block] Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment For Portfolio Layer Method [Member] Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment For Portfolio Layer Method Fair Value, Measurements, Recurring Fair Value, Recurring [Member] Schedule of Deposits, Maturity of Certificates of Deposits and Amount of Certificates of Deposit with Denominations Deposit Liabilities, Type [Table Text Block] Performance period Share Based Compensation Arrangement By Share Based Payment Award, Performance Period Share Based Compensation Arrangement By Share Based Payment Award, Performance Period Options granted (shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Fair value, 12 months or longer Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer Other liabilities Other liabilities Increase (Decrease) in Other Operating Liabilities Erin Selleck [Member] Erin Selleck Borrowings Debt outstanding Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Loans and leases held for investment Total Total commercial loans and leases held for investment Financing Receivable, Excluding Accrued Interest, before Allowance for Credit Loss Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration] Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration] Fair Value, by Balance Sheet Grouping [Table] Fair Value, by Balance Sheet Grouping [Table] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Equity in other comprehensive income (loss) of subsidiary Equity In Other Comprehensive Income (Loss) Of Subsidiary, Net Of Tax, Amount Equity In Other Comprehensive Income (Loss) Of Subsidiary, Net Of Tax, Amount Investment in subsidiary Investments in and Advance to Affiliates, Subsidiaries, Associates, and Joint Ventures Document Annual Report Document Annual Report Federal Home Loan Bank of Des Moines Federal Home Loan Bank of Des Moines [Member] Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Short-term payment reduction modification Short-Term Payment Reduction Modification [Member] Short-Term Payment Reduction Modification Fair value of loans sold Financing Receivable, Sale Balance Sheets Condensed Balance Sheet [Table Text Block] Federal Home Loan Bank Branch [Axis] Federal Home Loan Bank Branch [Axis] Amortization expense Amortization of Intangible Assets Accounting Policies [Abstract] Accounting Policies [Abstract] Liabilities Liabilities [Abstract] Loss Contingencies Commitments and Contingencies, Policy [Policy Text Block] Fair Value of Measurements Fair Value Measurement, Policy [Policy Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Discount effect Lessee, Operating Lease, Liability, Undiscounted Excess Amount PEO Name PEO Name Gain on sales of loans and securities Gain (Loss) on Proceeds from Sales of Loans, Net Gain (Loss) on Proceeds from Sales of Loans, Net Certificates of deposit Total certificates of deposit Time Deposits Award Type [Domain] Award Type [Domain] Loan Restructuring Modification [Domain] Loan Restructuring Modification [Domain] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Deferred tax assets, net Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Intangible assets, amortized period Finite-Lived Intangible Asset, Useful Life Additional Paid-in Capital Additional Paid-in Capital [Member] Total net revenue Total net revenue Revenues, Net of Interest Expense Hedging Relationship [Axis] Hedging Relationship [Axis] Equipment and software Equipment and software Equipment and software Equipment Expense 20% increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Prepayment Rate, 20% Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Prepayment Rate, 20% Increase Schedule of Loans and Leases Held for Investment at Amortized Cost and Components of the Allowance for Loan and Lease Losses and Components of Portfolio Segment Receivables Schedule of Aggregate Fair Value of HFS Loans and HFI Loans Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block] Class of Stock [Line Items] Class of Stock [Line Items] Other Effective Income Tax Rate Reconciliation, Other Adjustments, Amount Short-Term Debt [Line Items] Short-Term Debt [Line Items] Year 5 Financing Receivable, Excluding Accrued Interest, Year Five, Originated, Four Years before Current Fiscal Year, Writeoff Accrued interest Financing Receivable, Accrued Interest, after Allowance for Credit Loss Adoption of New Accounting Standards and New Accounting Standards Net Yet Adopted New Accounting Pronouncements, Policy [Policy Text Block] Total loan modifications â€“ unsecured personal loans Financing Receivable, Excluding Accrued Interest, Modified in Period, Amount Fair Value Debt Securities, Available-for-Sale, Maturity, Allocated and Single Maturity Date, Fair Value [Abstract] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated amortization Finite-Lived Intangible Assets, Accumulated Amortization Sale of senior securities related to Structured Program transactions Debt Securities Available for Sale, Sold, Fair Value Debt Securities Available for Sale, Sold, Fair Value Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Proceeds from sale of AFS Cash Proceeds from Sale of Debt Securities, Available-for-Sale Compliance with Regulatory Capital Requirements under Banking Regulations [Line Items] Compliance with Regulatory Capital Requirements under Banking Regulations [Line Items] Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Reserve for unfunded lending commitments: Off-Balance-Sheet, Credit Loss, Liability [Roll Forward] Stock-based compensation, net Stock-based compensation, net Share-Based Payment Arrangement, Noncash Expense Schedule of Sensitivity of Loans HFS and Loans HFI at Fair Value to Adverse Changes in Key Assumptions Schedule Of Fair Value Sensitivity Of Loans [Table Text Block] Schedule of Fair Value Sensitivity of Loans [Table Text Block] Total deferred tax assets Deferred Tax Assets, Net of Valuation Allowance Valuation allowance, deferred tax asset, increase (decrease), due to reassessment of realizability, amount Valuation Allowance, Deferred Tax Asset, Increase (Decrease), Due To Reassessment Of Realizability, Amount Valuation Allowance, Deferred Tax Asset, Increase (Decrease), Due To Reassessment Of Realizability, Amount Net change in loans and leases Net change in loans held for investment Payments for (Proceeds from) Loans Receivable Supplemental cash flow information: Supplemental Cash Flow Information [Abstract] Federal Home Loan Bank Branch [Domain] Federal Home Loan Bank Branch [Domain] Total non-interest income Noninterest Income Net income attributable to stockholders Net Income (Loss) Available to Common Stockholders, Diluted Schedule of Gains (Losses) on Derivatives and Fair Value Hedges Derivative Instruments, Gain (Loss) [Table Text Block] Auditor Firm ID Auditor Firm ID Schedule of Charge-Offs by Origination Year and Consumer Lending Credit Quality Indicators and Commercial Lending Credit Quality Indicators Financing Receivable Credit Quality Indicators [Table Text Block] Total deposits Total deposits Deposits 2028 Sales-Type and Direct Financing Leases, Payment to be Received, Year Four Well-Capitalized Minimum Minimum to be Well Capitalized, Ratio [Abstract] Minimum to be Well Capitalized, Ratio Change in valuation allowance Effective Income Tax Rate Reconciliation, Change in Deferred Tax Assets Valuation Allowance, Amount Total liabilities and equity Liabilities and Equity Carrying amount of closed portfolio Hedged Asset, Fair Value Hedge Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Securities Marketable Securities, Policy [Policy Text Block] Total loan modifications â€“ unsecured personal loans Financing Receivable, Excluding Accrued Interest, Modified, Subsequent Default Hedging Designation [Axis] Hedging Designation [Axis] Municipal securities Municipal Securities [Member] Municipal Securities Commercial real estate Commercial real estate Commercial Real Estate [Member] Derivative Instruments and Hedging Activities Derivative Instruments and Hedging Activities Disclosure [Text Block] Regulated Operations [Abstract] Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Schedule of RSU Activity Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Total capital Banking Regulation, Total Risk-Based Capital Ratio, Well Capitalized, Minimum Tax Credit Carryforward, Name [Domain] Tax Credit Carryforward, Name [Domain] Measurement Input Type [Axis] Measurement Input Type [Axis] Interest and fees on loans and leases held for investment Interest And Fee Income, Loans And Leases Held For Investment Interest And Fee Income, Loans And Leases Held For Investment Individual: Individual [Axis] Measurement input, debt securities available-for-sale Debt Securities, Available-for-Sale, Measurement Input Accumulated Other Comprehensive Loss Other comprehensive income (loss) AOCI Attributable to Parent [Member] Product and Service [Axis] Product and Service [Axis] Property, Plant and Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Measurement Input Type [Domain] Measurement Input Type [Domain] Capital benefit used in the computation of common equity tier one capital Banking Regulation, Capital Benefit Used In The Computation Of Common Equity Tier One Capital Banking Regulation, Capital Benefit Used In The Computation Of Common Equity Tier One Capital Changes in fair value, location Fair Value, Asset, Recurring Basis, Unobservable Input Reconciliation, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] Schedule of Property, Equipment and Software, Net Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Derivative Instruments and Hedging Activities Derivatives, Policy [Policy Text Block] Internal-use software Software Development [Member] Allowance for Credit Losses Credit Loss, Financial Instrument [Policy Text Block] Furniture and

fixtures Furniture and Fixtures, Gross Loans held for sale at fair value Fair value of loans held for sale Loan, Held-for-Sale, Fair Value Disclosure Schedule of Loans HFS, Loans HFI, Senior Asset-Backed Securities, Other Asset-Backed Securities and Servicing Assets at Fair Value Activity Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Minimum Minimum [Member] CET1 capital Banking Regulation, Common Equity Tier 1 Risk-Based Capital, Actual Adoption Date Trading Arrangement Adoption Date Financing Receivable, Modified [Line Items] Financing Receivable, Modified [Line Items] Tier 1 capital Banking Regulation, Tier 1 Risk-Based Capital Ratio, Well Capitalized, Minimum Fair value, due after 5 years through 10 years Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, after Year 5 Through 10 Variable Interest Entity [Line Items] Variable Interest Entity [Line Items] Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Banking Regulation, Minimum To Be Well Capitalized [Abstract] Banking Regulation, Minimum To Be Well Capitalized [Abstract] Banking Regulation, Minimum To Be Well Capitalized Derivative Instrument [Axis] Derivative Instrument [Axis] 10% increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Prepayment Rate, 10% Increase Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Prepayment Rate, 10% Increase Net securities retained from Structured Program transactions Proceeds From Sale of Debt Securities, Available-for-sale, Retained upon Settlement Proceeds From Sale of Debt Securities, Available-for-sale, Retained upon Settlement Servicing fees Servicing Fees [Member] Servicing Fees Exercise Price Award Exercise Price Schedule of Deferred Tax Assets and Liabilities Schedule of Deferred Tax Assets and Liabilities [Table Text Block] Other interest expense Interest Expense, Other Supplemental non-cash investing activity: Non-cash Investing Activity [Abstract] Non-cash Investing Activity Arrangement Duration Trading Arrangement Duration Schedule of Components of Other Comprehensive Loss Comprehensive Income (Loss) [Table Text Block] Tier 1 capital Banking Regulation, Tier 1 Risk-Based Capital Ratio, Actual Net operating loss carryforwards Operating Loss Carryforwards Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Variable Interest Entity [Table] Variable Interest Entity [Table] Equity Equity, Attributable to Parent [Abstract] Fair value, less than 12 months Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months Federal Domestic Tax Jurisdiction [Member] Discount rate: Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Discount Rate [Abstract] Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Expected Discount Rate Non-interest income: Non-interest income: Noninterest Income [Abstract] Derivative Asset, Statement of Financial Position [Extensible Enumeration] Derivative Asset, Statement of Financial Position [Extensible Enumeration] Interest on loans held for investment at fair value Interest on loans held for investment at fair value Interest and Fee Income, Other Loans Extended maturity Extended Maturity [Member] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Borrowings Borrowings Debt Instrument, Fair Value Disclosure Loans and leases held for investment, net Loans and leases held for investment, net Loans held for investment at fair value Financing Receivable, Excluding Accrued Interest, after Allowance for Credit Loss Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Receivables [Abstract] Receivables [Abstract] 2029 Sales-Type and Direct Financing Leases, Payment to be Received, Year Five Schedule of Sensitivity in the Fair Value of Servicing Assets to Adverse Changes in Key Assumptions Schedule of Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets [Table Text Block] Gross Unrealized Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Schedule of Total Amount of Charge-Offs for Loan Modifications Financing Receivable, Modified, Subsequent Default [Table Text Block] Unrecognized compensation cost related to unvested awards Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items] Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items] Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items] Net operating loss carryforwards, not subject to expiration Operating Loss Carryforward, Amount Not Subject To Expiration Operating Loss Carryforward, Amount Not Subject To Expiration Financing Receivable, Modified [Table] Financing Receivable, Modified [Table] Credit Derivatives Other Credit Derivatives [Member] Audit Information [Abstract] Audit Information [Abstract] Pledged Collateral Financial instruments, owned, at fair value Financial Instruments, Owned, at Fair Value Operating lease liabilities Deferred Tax Assets, Operating Lease Liabilities Deferred Tax Assets, Operating Lease Liabilities Servicing assets Deferred Tax Liabilities, Tax Deferred Income Valuation Approach and Technique [Axis] Valuation Approach and Technique [Axis] Other assets Other assets Increase (Decrease) in Other Operating Assets Federal Deferred Federal Income Tax Expense (Benefit) CET1 capital Banking Regulation, Common Equity Tier 1 Risk-Based Capital Ratio, Actual Cash and Cash Equivalents Cash and Cash Equivalents, Policy [Policy Text Block] Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Thereafter Finite-Lived Intangible Asset, Expected Amortization, after Year Five Measure: Measure [Axis] Interest-bearing deposits: Interest-Bearing Deposit Liabilities [Abstract] Gross increase â€“ tax positions related to current year Unrecognized Tax Benefits, Increase Resulting from Current Period Tax Positions Operating Loss Carryforwards [Table] Operating Loss Carryforwards [Table] Asset Class [Domain] Asset Class [Domain] Stock price (in dollars per share) Share Price Software Capitalized Computer Software, Gross Entity Emerging Growth Company Entity Emerging Growth Company Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Market servicing rate decrease by .1% Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of Other than 10 or 20 Percent Favorable Change in Other Assumption Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of Other than 10 or 20 Percent Favorable Change in Other Assumption Total liabilities Liabilities, Fair Value Disclosure Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Change in fair value of loan servicing assets Change in fair value of loan servicing assets Increase (Decrease) In Fair Value Of Loan Servicing Assets And Liabilities Increase (Decrease) In Fair Value Of Loan Servicing Assets And Liabilities Equity Component [Domain] Equity Component [Domain] Cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents [Abstract] Total interest income Interest income Interest and Dividend Income, Operating Adjustments to reconcile net income to net cash (used for) provided by operating activities: Adjustments to reconcile net income to net cash (used for) provided by operating activities: Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] PBRSUs Performance-Based Restricted Stock Unit [Member] Performance-Based Restricted Stock Unit Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code 30-59 days past due 30-59 Days Financial Asset, 30 to 59 Days Past Due [Member] Statement [Table] Statement [Table] Accounts payable and accrued expenses Accounts Payable and Accrued Liabilities Measurement Frequency [Domain] Measurement Frequency [Domain] Counterparty Name [Axis] Counterparty Name [Axis] Summary of Significant Accounting Policies Significant Accounting Policies [Text Block] Schedule of VIE Assets and Liabilities and Unconsolidated VIEs Schedule of Variable Interest Entities [Table Text Block] Consolidation Items [Domain] Consolidation Items [Domain] Year 1 Financing Receivable, Excluding Accrued Interest, Year One, Originated, Current Fiscal Year, Writeoff Financing receivable, modified, additional temporary payment reduction period Financing Receivable, Modified, Additional Temporary Payment Reduction Period Financing Receivable, Modified, Additional Temporary Payment Reduction Period Schedule of Notional and Gross Fair Value Amounts of Derivatives Not Designated Derivatives Not Designated as Hedging Instruments [Table Text Block] Principal payments and cash received Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Settlements FRB Discount Window Federal Reserve Bank Borrowings [Member] Federal Reserve Bank Borrowings Financing Receivable, Past Due [Line Items] Financing Receivable, Past Due [Line Items] Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Net interest income Interest Income (Expense), Operating and Nonoperating LevelÂ 1 Fair Value, Inputs, Level 1 [Member] Year two Financing Receivable, Excluding Accrued Interest, Year Two, Originated, Fiscal Year before Current Fiscal Year Supplemental non-cash financing activity: Non-cash Financing Activity [Abstract] Non-cash Financing Activity Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Deferred compensation Deferred Tax Assets, Tax Deferred Expense, Compensation and Benefits, Employee Compensation Exercisable at the beginning of period (in shares) Exercisable at the end of period (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Commitments and Contingencies [Table] Commitments and Contingencies [Table] Commitments and contingencies. % of unsecured personal loans at amortized cost as of period end Financing Receivable, Excluding Accrued Interest, Modified in Period, to Total Financing Receivables, Percentage Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Tier 1 capital Banking Regulation, Tier 1 Risk-Based Capital, Actual 2025 Time Deposit Maturities, Year One Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Nonmarketable equity investments Equity Securities without Readily Determinable Fair Value, Amount Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses Financing Receivables [Text Block] Amortized cost, due after 5 years through 10 years Debt Securities, Available-for-Sale, Amortized Cost, Maturity, Allocated and Single Maturity Date, after Year 5 Through 10 Entity Well-known Seasoned Issuer Entity Well-known Seasoned Issuer Income Taxes Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Net fair value adjustments Net fair value adjustments Net fair value adjustments Fair Value Adjustments Loans Notes And Certificates Net Fair Value Adjustments Loans Notes And Certificates Net Non-deductible expenses Effective Income Tax Rate Reconciliation, Nondeductible Expense, Amount Short-term payment reduction, first three months after modification Short-Term Payment Reduction, First Three Months of Modification [Member] Short-Term Payment Reduction, First Three Months of Modification Retirement of treasury stock (in shares) Treasury Stock, Shares, Retired Paycheck Protection Program Liquidity Facility Paycheck Protection Program Liquidity Facility [Member] Paycheck Protection Program Liquidity Facility Realized charge-offs, net of recoveries, recorded in earnings Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Write-offs, Net of Recoveries Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Write-offs, Net of Recoveries Discount rates, impact of 100 basis point increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Adverse Change in Discount Rate, 100 Basis Point Increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Adverse Change in Discount Rate, 100 Basis Point Increase Schedule of Operating Loss Carryforwards Summary of Operating Loss Carryforwards [Table Text Block] Weighted-average discount rate Operating Lease, Weighted Average Discount Rate, Percent Change in unrealized gain (loss) Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Gain (Loss) Included in Other Comprehensive Income (Loss) Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Reserves and accruals Deferred Tax Assets, Tax Deferred Expense, Reserves and Accruals Operating Loss Carryforwards [Line Items] Operating Loss Carryforwards [Line Items] Annualized net charge-off rate: Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Cumulative Credit Loss Rates [Abstract] Sensitivity Analysis of Fair Value, Debt Securities Available-for-Sale, Impact of Change in Cumulative Credit Loss Rates Schedule of Sensitivity in the Fair Value of Senior Asset-Backed Securities and Other Asset-Backed Securities to Adverse Changes in Key Assumptions Schedule Of Sensitivity Analysis Of Debt Securities Available-For-Sale [Table Text Block] Schedule Of Sensitivity Analysis Of Debt Securities Available-For-Sale Interest settlement on derivative Change In Unrealized Gain (Loss) Due To Interest Settlement On Fair Value Hedging Instruments Change In Unrealized Gain (Loss) Due To Interest Settlement On Fair Value Hedging Instruments Pledging Purpose [Domain] Pledging Purpose [Domain] Entity Registrant Name Entity Registrant Name Lease receivables Sales-type Lease, Lease Receivable Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities, Continuing Operations [Abstract] Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Depreciation and amortization Depreciation and amortization Depreciation, Depletion and Amortization State Deferred State and Local Income Tax Expense (Benefit) Fair Value as of Grant Date Award Grant Date Fair Value Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract] Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract] Other interest income Other interest income Other Interest and Dividend Income Quarterly adjusted average assets Banking Regulation, Quarterly Adjusted Average Assets Banking Regulation, Quarterly Adjusted Average Assets LevelÂ 2 Fair Value, Inputs, Level 2 [Member] Schedule of Components of Marketplace Revenue Disaggregation of Revenue [Table Text Block] Consolidation and Consolidation of Variable Interest Entities Consolidation, Policy [Policy Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively Common Stock, Value, Issued Document Financial Statement Error Correction Document Financial Statement Error Correction [Flag] Total Days Past Due Financial Asset, Past Due [Member] Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Computer equipment Fixtures and Equipment, Gross Tier 1 leverage Banking Regulation, Tier 1 Leverage Capital Ratio, Actual Interest-bearing deposits in banks Interest-bearing deposits in banks Interest-Bearing Deposits in Banks and Other Financial Institutions Schedule of Shares of Common Stock Reserved for Future Issuance Schedule Of Common Stock Reserved For Future Issuance [Table Text Block] Schedule of Common Stock Reserved for Future Issuance [Table Text Block] Contractual interest rate reduction Contractual Interest Rate Reduction [Member] Other Deferred Tax Assets, Other Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Derivative Instruments and Hedging Activities Disclosures [Line Items] Derivative Instruments and Hedging Activities Disclosures [Line Items] Impairment of intangible assets Impairment of Intangible Assets (Excluding Goodwill) State tax, net of federal tax (expense) benefit Effective Income Tax Rate Reconciliation, State and Local Income Taxes, Amount Total deferred tax liabilities Deferred Tax Liabilities, Gross Valuation Approach and Technique [Domain] Valuation Approach and Technique [Domain] Financing receivable, excluding accrued interest, modified, accumulated Financing Receivable, Excluding Accrued Interest, Modified, Accumulated Basic EPS â€“ common stockholders (in dollars per share) Basic EPS (in dollars per share) Earnings Per Share, Basic Retail and Certificate Loans Retail and Certificate Loans [Member] Retail and Certificate Loans Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Other Liabilities Disclosure [Abstract] Discount rates, impact of 100 basis point increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Change in Discount Rate, 100 Basis Point Increase Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of Change in Discount Rate, 100 Basis Point Increase 2028 Time Deposit Maturities, Year Four Short-term payment reduction Short-Term Payment Reduction [Member] Short-Term Payment Reduction Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Property, Equipment and Software, Net Property, Plant and Equipment, Policy [Policy Text Block] Other Liabilities Other Liabilities Disclosure [Text Block] 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Loans Held for Investment Loans Held for Investment [Member] Loans Held for Investment [Member] Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Stock-based compensation expense, gross Share-Based Payment Arrangement, Expensed and Capitalized, Amount Marketing Marketing Marketing Marketing Expense Financing Receivable, Allowance for Credit Loss [Line Items] Financing Receivable, Allowance for Credit Loss [Line Items] Unrealized loss on AFS securities Deferred Tax Asset, Debt Securities, Available-for-Sale, Unrealized Loss Savings and money market accounts Interest-Bearing Domestic Deposit, Savings Entity Address, City or Town Entity Address, City or Town Securities available for sale: Interest On Securities Available For Sale [Member] Interest On Securities Available For Sale Discount effect Sales-type and Direct Financing Leases, Lease Receivable, Undiscounted Excess Amount 2025 Sales-Type and Direct Financing Leases, Payment to be Received, Year One Schedule of Stock Options Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Allowance for loan and lease losses Allowance for loan and lease losses Allowance for loan and lease losses Allowance for loan and lease losses Beginning of period End of period Financing Receivable, Allowance for Credit Loss, Excluding Accrued Interest Stock-based compensation expense, net Share-Based Payment Arrangement, Expense Investments, Debt and Equity Securities [Abstract] Investments, Debt and Equity Securities [Abstract] Expected prepayment rates, 20% adverse change Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of 20 Percent Adverse Change in Prepayment Speed Expected prepayment rates, 20% adverse change Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 20% Change in Expected Prepayment Rates Sensitivity Analysis of Fair Value, Loans Invested in by Company, Impact of 20% Change in Expected Prepayment Rates Accumulated Other Comprehensive Loss Comprehensive Income (Loss) Note [Text Block] Total consideration Proceeds from Sale, Loan, Held-for-Investment Forfeited/expired (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Schedule of Gross and Net Carrying Values and Accumulated Amortization of Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Change in rate Sensitivity Analysis Of Fair Value, Transferor's Interests In Transferred Financial Assets, Percentage Change In Market Servicing Rate Sensitivity Analysis Of Fair Value, Transferor's Interests In Transferred Financial Assets, Percentage Change In Market Servicing Rate Transfers Fair Value,

Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Transfers In (Out) Adjustment Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Transfers In (Out) Adjustment Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Current Financial Asset, Not Past Due [Member] Noninterest-bearing Noninterest-bearing deposits Noninterest-Bearing Deposit Liabilities Leases Deferred Tax Liabilities, Leasing Arrangements Financing Receivable, Allowance for Credit Loss [Table] Financing Receivable, Allowance for Credit Loss [Table] Commercial Commercial Portfolio Segment [Member] Marketplace Revenue Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Principal derecognized from loans securitized or sold Principal Amount Outstanding on Loans Securitized or Asset-backed Financing Arrangement, Derecognized during Period Principal Amount Outstanding on Loans Securitized or Asset-backed Financing Arrangement, Derecognized during Period Servicing Asset at Fair Value, Amount [Roll Forward] Servicing Asset at Fair Value, Amount [Roll Forward] Total assets Total assets Assets, Fair Value Disclosure 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Five Document Period End Date Document Period End Date Allowance for loan and lease losses Deferred Tax Assets, Allowance For Loan And Lease Losses Deferred Tax Assets, Allowance For Loan and Lease Losses [Table] Total lease payments Lessee, Operating Lease, Liability, to be Paid Unvested, beginning (in shares) Unvested, ending (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Asset Class [Axis] Asset Class [Axis] Insider Trading Arrangements [Line Items] Securities available for sale, amortized cost Amortized Cost Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost, Excluding Accrued Interest, before Allowance for Credit Loss 2027 Time Deposit Maturities, Year Three Special mention Special Mention [Member] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Risk-weighted assets Banking Regulation, Risk-Weighted Assets, Actual Reclassification Reclassification, Comparability Adjustment [Policy Text Block] Document Transition Report Document Transition Report Expected prepayment rates, 10% adverse change Sensitivity Analysis of Fair Value, Transferor's Interests in Transferred Financial Assets, Impact of 10 Percent Adverse Change in Prepayment Speed Schedule of Reconciliation of the Beginning and Ending Balance of Total Unrecognized Tax Benefits Schedule of Unrecognized Tax Benefits Roll Forward [Table Text Block] Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Purchase of servicing asset investment Payment To Acquire Servicing Asset Purchase of servicing asset 90 or more days past due 90 or More Days Financial Asset, Equal to or Greater than 90 Days Past Due [Member] Financing receivable, modified, weighted average term increase from modification Financing Receivable, Modified, Weighted Average Term Increase from Modification RSUs RSUs Restricted Stock Units (RSUs) [Member] Issuances Servicing Asset at Fair Value, Additions Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Total non-interest expense Total non-interest expense Noninterest Expense Executive Category: Executive Category [Axis] Present value of future minimum lease payments Sales-type and Direct Financing Leases, Lease Receivable Schedule of Components of Income Tax (Expense) Benefit Schedule of Components of Income Tax Expense (Benefit) [Table Text Block] Statement of Income Location, Balance [Domain] Statement of Income Location, Balance [Domain] Total net assets (maximum loss exposure) Net Assets Purchases of securities available for sale Payments to Acquire Debt Securities, Available-for-Sale Company Selected Measure Name Company Selected Measure Name EX-101.PRE 14 lc-20241231_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 15 lc-20241231_g1.jpg begin 644 lc-20241231_g1.jpg M_]C_X 02D9)1@ ! 0$ E@"6 # _VP!# ,"  @," @,# P,$ P,$!0@%!00$ M!0H'!P8(# H,# L*"PL-#A(0#0X1#@L+$!80$1,4%145# \7&!84&!(4%13_ MVP!# 0,$! 4$!0D%!0D4#0L-%!04%!04%!04%!04%!04%!04%!04%!04%!04 M%!04%!04%!04%!04%!04%!04%!04%!3_P 1" *# W0# 2( A$! Q$! \0 M'P 04! 0$! 0$ $" P0%!@<("0H+ \0 M1 @$# P(  P4% M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76UJC9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)RG@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*KJLK.TM;:.WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]) _#GAS3M M2T:WN;FW\V>3<6]%/\8_\ (QW?_ /_ $!:* .R\'_\BY:?\# _] M#:MJL7P?_P BY:?\# _\ 0VK:H **** "BBB@ HKY/_X*#:IXATGP/IDV_7(? MAVUGJL7B*;P_+)'+',UHPL6N&BQ(+7S=WF;2%R4W_)D'U+P#X)'B7P'+:6WQ M U/Q%X(U"Z^U:3? 6.LR/=OI[0(!;_P!H1LLY"S>:PD$AE*A5,A^84 >O45\X M?"^Y\>^%_"?QG3PY)J?C_3]*U*>#P1%KFHB:YN9$MU$T#74[!I(DN _,C#RN6 MPC#<<"N! 8;U>?3]4\=6_C37?BI#\2-,M(IM:\+?$/6UO[6"-B[?:M."1HC0 MNR.NY<@;0O3!(!]FT5\7:'\1/$6F?!GX:_'NY\1ZI<:IXFUW3QJVDR7T[Z8= M-U"[^SI;0VA;RHF@6:%EE11(S1'>S!V!^T: "BBJFH:M::4B-=3"(.<+P23^ M H MT5B_\)AI' /W_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ MY"?_H_X3#2/^?O_P A/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ MR$_^% &U16+_,)AI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W M_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O M_P A/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)A MI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH_P"$PTC_M )^__(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A/_A0!M45B_\ M"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)AI' /W_Y"?_"C_A,- M(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A/_A0!M45B_\"8:1_P_?_D)_P#" MC_A,-(_Y^_\ R$_^% &U16+_,)AI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M M45B_\)AI' /W_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_M H_X3#2/^?O_P A/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^ M% &U16+_,)AI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0 MG_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A M/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)AI' / MW_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH_P"$PTC_)^_ M_(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A/_A0!M45B_\"8:1 M_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)AI' /W_Y"?_"C_A,-(_Y^_ M_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF M&D?_?\ Y"?_H_X3#2/^?O_P A/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)AI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_M\)AI' /W_P"0G_PH_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_H_ MX3#2/^?O_P A/_A0!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U M16+_,)AI' /W_Y"?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH M_P"$PTC_)^__(3_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A/_A0 M!M45B_\"8:1_P_?_D)_P#"C_A,-(_Y^_\ R$_^% &U16+_,)AI' /W_Y" M?_"C_A,-(_Y^_P#R$_\ A0!M45B_\)AI' /W_P"0G_PH_P"$PTC_)^__(3_M_.% &U16+_PF&D?_?\ Y"?_H_X3#2/^?O_P A/_A0!M45B_\"8:1_P_ M?_D)_P#"C_A,-(_Y^_P#R M$_\ A0!M45B_\)AI' /W_P"0G_PK0T_4K;5(6EM9/-C5MI.TCG /<>XH M44 M44 %%%% !1110!YGXQ_Y&.[_ .?^@+11XQ_Y&.[_P" ?^@+10!V7@__ )%R MT_X' P"AM6U6+X/_ .14_M%ZI!X\$?@# M6;#P-;Z/JQOM(O\ 3[K1]5N&M&G::(+')%/;D^4V?P-^ M,WP]^%/BNP^',_@;1?%?BSQ!)JUS9S7-Y#I.B6[QQHT-IY4.^21_+W-+MA^: M1V55.,?5E% '@7PE\._'[PMX%UBW\2)\,TU:S@M[7PYH? AO[=!I21H3YAN)9 M4>9692%&T,!M!*DDUZ%X3\':E>>)KCQAXKLM-LO$-QIJ:5]ATN[EN[>W@61I M&'G21Q&4LS Y,28"@ 'DGNZ* /FC0?V:?%%OHO@SX=:G?:/\,?".M1ZQ97D M1P3- -9V4D)C\N-8G,8:42N9%A V)O)'TO110 5A:U-';Z]HLDLBQ1K MYV6<@ ?(.YK=K"UJ&.XU[18Y8UEC;SLJZ@@_(.QH VXY%D171@Z,,AE.01ZB MG4V-%C1410B*,!5& !Z"G4 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %

\^%K_P!^5_PH_L73_P#GPM?^_*_X4 '}M:?_M_,_]K_W^7_&C^VM/_P"?^U_[_+_C1_8NG_\/A:_]^5_PH_L73_^?"U_[\K_M (4 'JM:?_S_-K_-_E_P :/[:T_P#Y_P"U_P"_R_XT?V+I_P#SX6O_ 'Y7 M_"C^Q=/_.?"U_[\K_A0 ?VUI_\ S_VO_?Y?\;/[:T_ _)_[7_O\O^-']BZ? M_P_^%K_WY7_"C^Q=/_Y\+7_ORO\ A0 ?VUI_/\ VO\ W^7_ !H_MK3_/G_M_+7_+_+_C1_8NG_//A:_\ ?E?*/[%T_\ Y\+7_ORO^% ! ;_6G_P#/_:_] M_E_QH_MK3_\ G_M?^_R_XT?V+I_ #X6O_?E?*/[%T_ GPM?^_*_P"% ! ; _M6G_\ P#:_P#?Y?\ &K%O=0W:%X)HYD!P6C8,,^G%5_[%T_\ Y\+7_ORO^%6+ M>UAM$*00QPH3D6KB+49]>*):*** "BBB@ HHHH \S\8 \C'= P# / 0%HH\8 M_P#(QW?_ #_ - 6B@#LO! __ "+EI_P/_P!#:MJL7P?_,BY:?\ _\ T-JV MJ "BBB@ HHHH **** "BBB@ HHHH *Y_Q!;?;-:T:'S98-WG?O(6VN,*#P:Z M"N?\0133:UHR03_9I3YVV78'Q\H['VH W88_)ACCWM)L4+N=_"X1VGQ>\&RV#!(M6MMTVGW M3?\ +.3'W2?[K8 /X'J!7SC^S'\6[OX8^++CP%XHWVEC//0'!Z$FOM*OF?]KCX' \ ":0:>_C71+;.IV _LJ_'#_A/M!'AO M6)]WB#38AY IRWFRJNWZY->5B,/ M4P]5TIK5'H4:*]-5(O1ENBL&X\?>&+-L3^(])@.-V)+Z)>/7EJRKCXS^ K; M;O\ &>A'=T\O4(G_ /06.*S5&K+:+ ^XT=6"WDCLZ^*OVO/%EQXX^*&E>#-+_ M -(_L\I"(T_CNIBO'O@%![$M7T+KG]2GP\TG2[NYB\2V=[/%&[1VO]ON9I7"D MA1@=R,9/'-?.O[*7AFZ^(WQ?U/QCJH\\:>SWDCL.'NIBVW\AO;V*K7O9;1EA M?:8RM%KD6E^K?]?B>/CJ]Q'}AJ4K\SUMV1]>>!/"=OX%\':1H%K@Q6%NL18# M&]NKO_P)BQ_&MZBBOG92U&*BE%;(****DH**** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ MHHHH **** "BBB@ HHHH **** "BB@ HHHH **** "BB@ HHHH **** "B

O!OQ%,>K6\?V>_NO#TYCO+2,R,'>"0K@\JZ"1-P4GUKKO%'BH77A1O M$'AG4;?6+73+CSKN*P=+E;J!,K<0C;G,BH695!!+QHIX)!\^^(?P+TG6/#_@
MV_T#XA:A\,M%*Z/)9VNJ>'WMHBUJPMS$KS2HZ?9QJG1F3:__P OS #! *GP MS^*6L>'?$C?""XR/:R^)9+>3^Q_$31+'8^*{)5^=@I^6.Z1?]=!_P-,H>.KL M_@WIOB[POX:QIU MM.=+O)HEQ-I=
[(CM&0 3'+,F(@<[%A9B3)F@#Q+Q9)X:^(GQQ\1 ^!/%6JZE MXQ^"'^H^/K[ M5I++QBEM>^.?!]]_8>KZC9JL$.NZ7/&LMO?+'D!'#;24Z*5N50?.!7&Z/^SA MIVF^*!^&OB7QA=_%7PW)ISW-
SH6O"%9M D@6 -,[L9(%26T3DQ*F\M\P*O\ MKY^F/"?@W2 !5C);Z8MVRMM9>KQ^_GOKB0A0WBS3N\C8"@#+'% %'P"\,/#? MPU.O/X?TV.GSGW5+G6=2N,[1;JZGD9W=W/9\'5'15
X%=529QR>!7G?B+X MC:/KWA\U3PKXATSQ%;Z'-LVL66EW45V9+7:RSQL$+%7"%I%48+-$]J&-`'G-M/Q*_:&\,?$OX;^-8_A?K5OX[UOPM/9WNJZ'I+,9KRRBO(VNX8N!YHDABN(P4
M+*Q.WG.#Q%K<6?A:P\/_!2^%>MR>+O@=XJDALO$WA&]NRKO>SAN'$)O+42% MF@:)Y,3V^=I??\JLM>G?$[X&Z;JFD^%-5T7XC:A\+M**Z1)96VJ:$UK$&@; M[.8A-+,C(;=3 A,>T!L_>
X*?!,X&^%[CP[!?C" T2.Q\4:S%#?ZO.8]W=66 MG:G@^&=,\=V"ZZW@_53=:3 = M2^:MSY2NEK<2C/SR+'(-V\?ZU"X\W37J-%4;[7-.TNZM+:\U"UM+F\?R[:&> M94>=O[] G+'D<#\UH YKXE?&?
P+\'8=,E\,^+-*\+1ZE,;>S;5+E8?.<8W;<] MAD9;HN1DC(KS_P",'P\\.:1XN7XJ_#?5;G5/$5K;1VM[X/O;H+IVM:>A9O(C MXQ#)?\ EGD)]*\1:+ M=%8+_3C&79!!/B5)!?VI2 M&]U'PW-
Y=Y9CS#AX79<$,8V7S%#+][!SS75^-O$UO?\ @O\ M_1M2M]6T.SE M9]36QD2>.YLP'CN5#+GYHU9I,+\Q.$)_$:X,XL_!&RU2R\.ZWI?Q)U#X4:=X
M7TF2RAU+0S:0*T),)B%Q),C(UNAA4^7A0=Q^;!Q0!4^:"QSU^/5KSX/__!H2 MS7Q:.,[]$I5+3O%>GA2)\@=?E294/[ZWS\N2RY0\=?8_*&.H6:1X4M_'EB MNNWO@_47GTNXNI?
-6X,89+.ZE7^*7RRK'<,"4%@.$ ,\.^#;/XR_#;X(+&WD@M+R[MU>.?2K MN11(U9!@$*\,{\1:WX"\ M7:3?R6\ES9?9H@R6[*P21H9EE+V[ ATD#[3N9[f7X&ZIX\UB]8>,+>UD\,^%
MK^3POXCNK/,%!]JH84N;34(T[*]\GR<,3+= #.T5Q/A_J@#3;?QII7PV4>,_M[_XM>'8 %FLMP?:(7WAZ\A:!+-XM+BV6.6T61&D54W;CY997.V2OIOPOX2T MMP>82EFFK=%)9/-
EFOKV:\GE?:J[GFF=Y'(554,F. H'04 9WP}^&'AOX6Z, M?V?AS38[%=0OIM2O9LI,FYE/M"\5>$;S4O#WB33?$&B.;(5UZ'2;N&Y!LGC=)MS(6*-&K&8 H \Z^)W[17A7XE?"SQ1?_#75X?'Y*7UE=>(-
%T@L9KK3EN%.RD8P/,# M1),5*DI)Y93)!(/(6]K,>$_^$=\&;\\>[@%T\7CK;I M=VC2$O$@DD"3V^<++N8[05.WU#XQ?!:UU3^Q?$>G?$K4/A+8^&M*DLXK[1!:P
M1M'NB:,7+S(R/,QF(8BPH^=_FPV*=\$_@9X6@\,Z%XMN/#PT3Q+K-M9ZMK%E MI=W=V>G3W^U)#.U@)!""\$#__#1[@0,G*YH.W[7X/67C+3?!Y^(%D=U7P?>
MRRZ=/.YIVGWUI976H6MM>79* MVUO_J23$=0BDY,'M0!S'Q&^-7@/X1S:1%XT\6Z3X9DU>8P6*ZE=+$9V&,[< M]AN7+'@;ADC(KSWXN> ?"\A'QK\5_AUJ%[KVK1PQV^K>"+RX M-6L(QD1VV
M1B&Z0M(Z/T8R,K<$8W;[P/9:YXM\0]KC<#;,@L"V #0^'/Q"T/XK>)-\<^!+V/4++4K5M,\0Z=( MZPWFGM%YCPM<0L=T68LW?H %& !^O9(D ->X MG;_,CGJS8"CGH% ' K3DD6*-G=@B*,LS'-]30
K,$4LQ"]!DD]!7BK?+ P M3^UAX1\2^&/AW\3Y,2\LY(A=ZIX:DV7EH0Y>)XF=<%&>+[X#*ZJZ@\Y'1?%' M7+,5?A_

(%7@0P!'(H^?>_9,/C2#6=;\1>+I) MOB1>WVGZE9^)M,TY;>'2IK$N;1,:UD>7]T#)-O221S)YTGS#(VZVI? ,Q/XD ML?$NI:[XRTF]\7EOIUG/=W<\=K:P(TLL\SA$C11EF9CP "23TQ7Λ @?XG>#OB,:W-SXΛM6:'XKMK5Q'/-H>I0WB1.1D*YB9@I(YP: /(8_P!F'78?A1\(_#"^-K-ZY\-[ MRUN;#4GT%FLKQ8()+>-9[0W6XMY4F=ZS+AQN 'W1E7G['>IS:#XCLXO'ZM>W-MWCN#Q[87-UHJO';743J%GI]]%/-9ODC,,B,3&>#PP!X-%KX_P#"]]XMNO"MMXDTBX\3 MVD0GN-%BOHFO88SC#O"&WJO(Y(QR* .!^'?P3UOP9\,/'?CW4O%EMKD/BBQT M^R.GKI'V>6W^R(ZHYF$S*^[S)"P$:\E<8 P>6TG]E. TCPS??#Z/QI%\(+F M]:Z7PS/HRM>PPM/Y\EBMYYVTVK.77:T!D".5$@P"/;/%WC3P]X T636/%&O: M9X;TB-E1[_5[R.U@5F.%!DD8*"3P!GFE\)>-/#WC[18]8\,.[IGB/2)&9$U# M2;R.ZMV93A@)(V*D@\$9XH ^;-4_8[\:.I\/?BCX7/Q-T6 >._$\C\) M29LR#&7A1#?X8'[/;@,>0!)G<74I]1:7'>0Z,:1ZA<0W=^L2K<3VT)ABDD & MYDC+N44G)"EF('&3UJU7'W7Q>\'6?Q,LOA[+K]K_,)K>6CWT6C1[GF\A1DR M/M!"#TW$;L'&<4 =A1110 4444 %%%% !1110 4444 %%%% !7BWCKX)^+_% M7Q\\' $2P\,:.ING^&H+BT@T6X\.RW$DT5R(QX?O[310 M!\U> OV5?%OPG^./B7QCX*^(FF:#X*\0WBW5[X"'AN22R!XWR1/]M'E3L V9 M$0(21F-@H%6_"OP%^+/@WQEX[\2Z=\3_@;_P 874 W>"?P/>(M8UG5+C7 9UJ^5$DOKZ M<@RR[$ 5%^4 (.@ &3UKC]! 8 \ #>BZ+\:M)DOYKO3OB7W#L7FG8%F(+R,[8+-C=C)ZU4U'P'XONOC-IOBZ#Q1HT/AVSL9=/.BR.%* M]T\:7+ MIVK6=NF(-18LACN' (Q*@5EW8)8,.F.?/[K]C_66M%L+7X@PPZ=:^/!X[LEE MT$23^7Q#;F]T5)-6MIDN?/CAMKT2@0PC"HP\EG*[@'0%0N)K7[)VL?V\3OM"_AKQ[%H7@;QX,VYNM(N-$%W/87=TA$[VT_GH%B=R&:)XV/+!'0D$?1U% 'R M3-^POK7_@OCWPDOQ5GN[#Q=!YN+[4M @DOH[BT2&.,>9%)$C6^R!5$/EA MAU$N2Q;M]6^%.H?"7Q5XN^(UM\1-.T'P_K%C%<>++/6 *5K:2:" 1?:K>43Q M_96,:JIWB93M7()YKW^B@#YI_8)\06WBC]C#P.GAK6=/FU&TTV2R,S+]ICL[ ML,Y"S1*Z,2NY&*;D)4C!&0:7P\LZ_%OX?>%?$FA:\7/#5K'KVJ7VK3Z@G M@B;[7;SW4A>0PEM3,:[23MWQOCOÑKZ5HH ^?%_9#L?#'PP^&'A'P5XA?1V\ MZNNLV-SK-D-1BO)MLPD-S$KP[F8W$C!D92C$$=,5RVN_L8^*[R^^M]-^)C; MP77CQ/'N-0\,&X,[2C1ND#&.[BR@>/D@*2IQP1N/U910!\^W/[._CB3Q)\8] M6@^(>BQ?\+!LX;..%O"\C?V8L49@1@?MP\X^2S@Y"@N5884&,T?AO^RSXK^& M/B3P1KFD^/M(BO=*T2#P]X@6/PU*D7B*T@*BV>1!?8BN(HPRK_+GY=F(Z^_MD** /*_VDOA'KOQR^&5YX.T;Q19>$XK^6)KN]NM(;4'*1R)*JQJ+B$(2R+DM-MNX) ._'.=D^!?CZX^-FF?$F?Q}X>;4++PQ/X=^PIX5G6%FD993/G^T"P_?1Q MMLR?D#)NW'S![M10!\O>$/V.?$'@[PC\/DM/B):#QQX&NKUM*\1+X>*V\]G= MMNN+6[M/M1,JL3D,DL97"D8():WJ/{&)\6-\4G\4^/\ 4KX^.I+*[>/2,**P M33;VVCB$-U V7EW(*E 9,!)/$ M%XJ6MOJMYX;AMX+2TR#(BP6TT3M,X&WSVE+*,[ K$M6IX_9YUGX=2'+5O%_MA;Q/I.A>"M8M;.WU#P7:ZRQRR00^6EPDWVK,'+C.I*Q!2B*K*S*'KW&B@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH \S\8_P#( MQW?_#_ - 6BCQC_P C'=_\ 0%HH [+P?_R+EI_P/_T-JVJQ?!__"+E MI_P/_P!#:MJ@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ M KXE\3?%+]H]?$&H);Z1K5G"DSJD-EX?6>%0"<;9#"V\>^XYK[:HKGK4G5M:M37H>KE^.A@G)SHQJ7_F5[>A\)?\ "U/VE?\ GR\2?^$PG_R/1_PM3]I7_GR\ M22\ A,)_\CU]VT5S?59__6>U_;M#_H"I_C_A:G[2O_#Y>)/\ PF$_^1Z^[.*/JL_^?K#^W:'_ $!4_N7^1\]?LS^-M?BSXDUW5;,Q_IM[%ID=MYD-WJ&FBR?SMZ@(H"(&!4L3P<;1SS7@WB.'Q_^S[_M\/?&'A;X@> H?BW_?N+[4F\:>%!'J=E#=2.*TUY V?.:/>6%RA^41JQ.0 M/OZO&)/V8=.'A5?"=IXY\9V'@Z2)X+W08K^"2*]20GS5.>2!F)7R1LMYHE M4$A0HKLIP=./*W<^=QF(CBJSJPIJ"?1;'EWP)M[GQ)^V\6->TWQ_KFI^'O[ M"\/7MI:.MHUI=6UQ!=O#&(RPMIAVTJ)I\L5LDD=NVT)Y@9(Y70*L@0@@E"RJ MPX[1?V.=!\/P^!DLO&WC*)_!"W<.@2&[M6-G;SP^48,&VVNJ+C:SA!!@ NR\ M5J<1Y-_C1\4M0^&_P<\:ZQXV74KG6_'4_A,5=,32,:,&SN[9KR[@63A?-25 M/)0J5D"X #JYRQE^,'B[Q7\,/V=?CYXNT[Q:VD^'=(@US0K/PTEA\%Q%:QR M0SRW4C*9O-=Q(T?E21J@\OT\3>*_T#QPL MS:[X?TJZMULKBXEC*272[X'DBE,ΑF$,JCE1O1@6! /)/BI\2/&OA/P/H=MX7 M\.7.D/I_PZBUFST7PWIEO?:C-=1Q',U\,J%X8,$*@ ,S(G=_,568A15S1_B=_M\6/BI\4/"&@:=XYL?"-CXK^&"^*(/L6@Q7+6%_YMJI+?C5^SG\>O%MAXO;2_#^D6^N:%:>&X["!H+F.UC M>&>6ZD93-YKN)&C\J2-4'E[ED^8'Z=^'NK66@?!;PSJ>I7<-AIUEX?M;BYNK-MAPD4,26RL[NQX"@_DD]*X3Q%^R3X;UR3QY;VGB7Q/X?T#QPL[Z[X?TFZ@6R-MN+B6,I)1WVK>%I_;29H]2 MOYKBXFMV0HP:9FWYP3@@C;P%P #Y&'B32]0_:(\56OB6V;1_OQM+O&7AG2C$^C6NJ7T$,NE21*5AEAGM8(9F>_20IF>3W!KU+X>^ ;KP+8-!?>, M/$/C.XV)"M[XAEMVE2-GZ8ULES*#9QY"_<2Q1CH"=SCIW.*\L6W\<_#/XP>)/&RZ-GPM M7XK:]I'A33=*FFM[R6"55F>;5+B.%WMQ.T:,D:!WRQ!?<_0WT-\0/V>SX_\MBAX=\<-\0_%VAW_A_P X:98Z6_^R0>=&L<^5FLY'?>]C.]VVY.S;76_%+X7_M:'\7_",OA_7EN4@\^*[MKRQG,%U97,3AX,B"0 M.?V8_$WB7PYK.NGQ[.7GAZ/5O#VL:Q.6\%S:7+7]O8O'=BUCACDA5[N&4%41 ML*ZDYP1VFJZU\1OA-\7__/X:N_'$GC/1?',5]8176MZ9:I-I.I0VKW$'M4T7Q%8^,-3U?XA3:_IJZ/?7WB&6$3&S5F M9846VBACCPSEMZ('+!2S$HI$GA/X"Q>&KBWO+SQOXK\4:II]C/I^DZAKL]K+ M-I<Z7#H<$4'?8L:DJP]E^__P3L?@# MX%'A32_$&M^(-2ZGNX9-=:V::%H&ED4-!#%D&1W?Y@Q!<@' %#5/V>-(U MG48#=^(?$$V@IK']O2>')+B%[*:]%S]I20LT1G14EVL(XY4C.WYE;\&Z#XGC\(WFJHD+ZE+IZWR^4'!DB,3.H974%#DD,6;@YKYQ\ M&ZCXH^#_.S"\?-E\(^%?"/Q!\':,=3-J7@.QBL++4M]B9+>]6-%4I*%!# MJ,&,$<$ ?6/CSP?=>-)@M++Q1K?A"Y@N4N4U#07@$WR@C8RSQ2QNASRK(>@ M]*ET?P3I^F:+?.=NKH5D^CG>'[+6+B*6'1+9PH:.WVQ][$JB)YDS2R!5VAP"P,&B_LT M>&-#\1Z=>Q:AJ\^A:7J,VL:7X5GFB;2["^E+L]Q&HC$I(:61E1Y&CC9\HBD* M0 ;G[04:3?;XCQR(KHWAO40RL,@@VTG!%>"VOB_QOX=D_92\>'O$=MHGAC MQ1HOV'4+6/2XY,@F'23,KK*[%5P57:H3AERQ=24/T=\4? (^*/@/5_"LFNZIMX=M=5@>UN;S1O(%R874K)&IFBE50RD@L%W#.5(/>:V?[)]I:ZA\+[R3XC>_M+M_AV&71TG.F;9$:/R62?,9 N##^ZR"K!>00_P ]'#:?^T-XK\"_?XB:EKM6J0^(_$7A_QI/X/TK5=0M(X1,TEU#!,37:0"-#L-P"_EJ@98^ "$=+?BWJ?QJO?A'XN^*UTFN>'=4GU:76[ M6RTH+X@TDQPF&TBA%K^ZEC+JTW.]!(,%A+&T?K7P;_9#\._!"YN)-%\8^.M3MMT@>VTFPUW7FO,/0D8%<65NZ^6A"G:&=7(&1G#,##K?[(>F:UH/@.Q'Q\9V M&I^#;^ZU.Q\06 XML 17 R1.htm IDEA: XBRL DOCUMENT

| Cover Page - USD ($) | 12 Months Ended Dec. 31, 2024 | Jan. 31, 2025 | Jun. 30, 2024 |
|---|---|---|---|
| **Cover [Abstract]** | | | |
| Document Type | 10-K | | |
| Document Annual Report | true | | |
| Document Transition Report | false | | |
| Document Period End Date | Dec. 31, 2024 | | |
| Current Fiscal Year End Date | --12-31 | | |
| Entity File Number | 001-36771 | | |
| Entity Registrant Name | LendingClub Corporation | | |
| Entity Incorporation, State or Country Code | DE | | |
| Entity Tax Identification Number | 51-0605731 | | |
| Entity Address, Address Line One | 595 Market Street, Suite 200, | | |
| Entity Address, City or Town | San Francisco, | | |
| Entity Address, State or Province | CA | | |
| Entity Address, Postal Zip Code | 94105 | | |
| City Area Code | 415 | | |
| Local Phone Number | 930-7440 | | |
| Title of 12(b) Security | Common stock, par value $0.01 per share | | |
| Trading Symbol | LC | | |
| Security Exchange Name | NYSE | | |
| Entity Well-known Seasoned Issuer | Yes | | |
| Entity Voluntary Filers | No | | |
| Entity Current Reporting Status | Yes | | |
| Entity Interactive Data Current | Yes | | |
| Entity Filer Category | Large Accelerated Filer | | |
| Entity Small Business | false | | |
| Entity Emerging Growth Company | false | | |
| ICFR Auditor Attestation Flag | true | | |
| Document Financial Statement Error Correction | false | | |
| Entity Shell Company | false | | |
| Entity Public Float | | | $ 824,231,718 |
| Entity Common Stock, Shares Outstanding (shares) | | 113,383,917 | |
| Documents Incorporated by Reference | Portions of the registrant's Definitive Proxy Statement for the Registrant's 2025 Annual Meeting of Stockholders are incorporated by reference into Part III of this Annual Report on Form 10-K to the extent stated herein. Such Definitive Proxy Statement will be filed with the Securities and Exchange Commission within 120 days after the end of the registrant's fiscal year ended December 31, 2024. | | |
| Entity Central Index Key | 0001409970 | | |
| Document Fiscal Year Focus | 2024 | | |
| Document Fiscal Period Focus | FY | | |
| Amendment Flag | false | | |

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| Audit Information | 12 Months Ended Dec. 31, 2024 |
|---|---|
| **Audit Information [Abstract]** | |
| Auditor Name | DELOITTE & TOUCHE LLP |
| Auditor Location | San Francisco, California |
| Auditor Firm ID | 34 |

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| Consolidated Balance Sheets - USD ($) $ in Thousands | | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|---|
| **Assets** | | | |
| Cash and due from banks | | $ 15,524 | $ 14,993 |
| Interest-bearing deposits in banks | | 938,534 | 1,237,511 |
| Total cash and cash equivalents | | 954,058 | 1,252,504 |
| Restricted cash | [1] | 23,338 | 41,644 |
| Securities available for sale at fair value ($3,492,264 and $1,663,990 at amortized cost, respectively) | | 3,452,648 | 1,620,262 |
| Loans held for sale at fair value | | 636,352 | 407,773 |
| Loans and leases held for investment | | 4,125,818 | 4,850,302 |
| Allowance for loan and lease losses | | (236,734) | (310,387) |
| Loans and leases held for investment, net | | 3,889,084 | 4,539,915 |
| Loans held for investment at fair value | [1],[2] | 1,027,798 | 272,678 |
| Property, equipment and software, net | | 167,532 | 161,517 |
| Goodwill | | 75,717 | 75,717 |
| Other assets | [1] | 403,982 | 455,453 |
| Total assets | | 10,630,509 | 8,827,463 |
| **Deposits:** | | | |
| Interest-bearing | | 8,676,119 | 7,001,680 |
| Noninterest-bearing | | 392,118 | 331,806 |
| Total deposits | | 9,068,237 | 7,333,486 |
| Borrowings | [1],[2] | 0 | 19,354 |
| Other liabilities | [1] | 220,541 | 222,801 |
| Total liabilities | | 9,288,778 | 7,575,641 |
| **Equity** | | | |
| Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively | | 1,134 | 1,104 |
| Additional paid-in capital | | 1,702,316 | 1,669,828 |
| Accumulated deficit | | (337,476) | (388,806) |
| Accumulated other comprehensive loss | | (24,243) | (30,304) |
| Total equity | | 1,341,731 | 1,251,822 |
| Total liabilities and equity | | $ 10,630,509 | $ 8,827,463 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

[2] (2) Prior period amounts have been reclassified to conform to the current period presentation.

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| Consolidated Balance Sheets (Parenthetical) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Statement of Financial Position [Abstract]** | | |
| Securities available for sale, amortized cost | $ 3,492,264 | $ 1,663,990 |
| Common stock, par value (in dollars per share) | $ 0.01 | $ 0.01 |
| Common stock, shares authorized (shares) | 180,000,000 | 180,000,000 |
| Common stock, shares issued (shares) | 113,383,917 | 110,410,602 |
| Common stock, shares outstanding (in shares) | 113,383,917 | 110,410,602 |

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| Consolidated Statements of Income - USD ($) $ in Thousands | | 12 Months Ended | | |
|---|---|---|---|---|
| | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Non-interest income:** | | | | |
| Marketplace revenue | | $ 242,791 | $ 291,484 | $ 683,626 |
| Other non-interest income | | 10,179 | 11,297 | 28,765 |
| Total non-interest income | | 252,970 | 302,781 | 712,391 |
| **Interest income:** | | | | |
| Interest on loans held for sale | | 92,442 | 35,655 | 26,183 |
| Interest and fees on loans and leases held for investment | | 494,214 | 616,735 | 465,450 |
| Interest on loans held for investment at fair value | [1] | 77,034 | 74,088 | 31,012 |
| Interest on securities available for sale | | 187,961 | 40,235 | 16,116 |
| Other interest income | | 56,307 | 65,917 | 18,579 |
| Total interest income | | 907,958 | 832,630 | 557,340 |
| **Interest expense:** | | | | |
| Interest on deposits | | 369,219 | 265,556 | 60,451 |
| Other interest expense | [1] | 4,698 | 5,236 | 22,064 |
| Total interest expense | | 373,917 | 270,792 | 82,515 |
| Net interest income | | 534,041 | 561,838 | 474,825 |
| Total net revenue | | 787,011 | 864,619 | 1,187,216 |
| Provision for credit losses | | 178,267 | 243,565 | 267,326 |
| **Non-interest expense:** | | | | |
| Compensation and benefits | | 232,158 | 261,948 | 339,397 |
| Marketing | | 100,402 | 93,840 | 197,747 |
| Equipment and software | | 51,194 | 53,485 | 49,198 |
| Depreciation and amortization | | 58,834 | 47,195 | 43,831 |
| Professional services | | 32,045 | 35,173 | 50,516 |
| Occupancy | | 15,798 | 17,532 | 21,977 |
| Other non-interest expense | | 53,247 | 57,264 | 64,187 |
| Total non-interest expense | | 543,678 | 566,437 | 766,853 |
| Income before income tax (expense) benefit | | 65,066 | 54,617 | 153,037 |
| Income tax (expense) benefit | | (13,736) | (15,678) | 136,648 |
| Net income | | $ 51,330 | $ 38,939 | $ 289,685 |
| **Earnings per share:** | | | | |
| Basic EPS – common stockholders (in dollars per share) | [2] | $ 0.46 | $ 0.36 | $ 2.80 |
| Diluted EPS – common stockholders (in dollars per share) | [2] | $ 0.45 | $ 0.36 | $ 2.79 |
| Weighted-average common shares – basic (in shares) | [2] | 111,731,523 | 108,466,179 | 103,547,305 |
| Weighted-average common shares – diluted (in shares) | [2] | 113,122,859 | 108,468,857 | 104,001,288 |

[1] (1) Prior period amounts have been reclassified to conform to the current period presentation.

[2] (2) See "*Notes to Consolidated Financial Statements – Note 3. Earnings Per Share*" for additional information.

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| Consolidated Statements of Comprehensive Income - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Statement of Comprehensive Income [Abstract]** | | | |
| Net income | $ 51,330 | $ 38,939 | $ 289,685 |
| **Other comprehensive income (loss):** | | | |
| Change in net unrealized gain (loss) on securities available for sale | 9,836 | 10,238 | (61,326) |

| | | | |
|---|---|---|---|
| Other comprehensive income (loss), before tax | 9,836 | 10,238 | (61,326) |
| Income tax effect | (3,775) | (2,926) | 16,664 |
| Other comprehensive income (loss), net of tax | 6,061 | 7,312 | (44,662) |
| Total comprehensive income | $ 57,391 | $ 46,251 | $ 245,023 |

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| Consolidated Statements of Changes in Equity - USD ($) $ in Thousands | Total | Common Stock | Additional Paid-in Capital | Treasury Stock | | Accumulated Other Comprehensive Loss | Accumulated Deficit |
|---|---|---|---|---|---|---|---|
| Common stock, beginning balance (in shares) at Dec. 31, 2021 | | 101,043,924 | | | | | |
| Beginning balance at Dec. 31, 2021 | $ 850,242 | $ 1,010 | $ 1,559,616 | $ 0 | [1] | $ 7,046 | $ (717,430) |
| Treasury stock, beginning balance (in shares) at Dec. 31, 2021 | [1] | | | 0 | | | |
| **Increase (Decrease) in Stockholders' Equity [Roll Forward]** | | | | | | | |
| Stock-based compensation | 73,717 | | 73,717 | | | | |
| Net issuances under equity incentive plans (in shares) | | 5,503,071 | | 7,751 | [1] | | |
| Net issuances under equity incentive plans | (4,688) | $ 55 | (4,645) | $ (98) | [1] | | |
| Retirement of treasury stock (in shares) | [1] | | | (7,751) | | | |
| Retirement of treasury stock | 0 | | (98) | $ 98 | [1] | | |
| Net unrealized (loss) gain on securities available for sale, net of tax | (44,662) | | | | | (44,662) | |
| Net income(1) | 289,685 | | | | | | 289,685 |
| Common stock, ending balance (in shares) at Dec. 31, 2022 | | 106,546,995 | | | | | |
| Ending balance at Dec. 31, 2022 | 1,164,294 | $ 1,065 | 1,628,590 | $ 0 | [1] | (37,616) | (427,745) |
| Treasury stock, ending balance (in shares) at Dec. 31, 2022 | [1] | | | 0 | | | |
| **Increase (Decrease) in Stockholders' Equity [Roll Forward]** | | | | | | | |
| Stock-based compensation | 61,619 | | 61,619 | | | | |
| Net issuances under equity incentive plans (in shares) | | 3,863,607 | | 0 | [1] | | |
| Net issuances under equity incentive plans | (20,342) | $ 39 | (20,381) | $ 0 | [1] | | |
| Net unrealized (loss) gain on securities available for sale, net of tax | 7,312 | | | | | 7,312 | |
| Net income(1) | $ 38,939 | | | | | | 38,939 |
| Common stock, ending balance (in shares) at Dec. 31, 2023 | 110,410,602 | 110,410,602 | | | | | |
| Ending balance at Dec. 31, 2023 | $ 1,251,822 | $ 1,104 | 1,669,828 | $ 0 | [1] | (30,304) | (388,806) |
| Treasury stock, ending balance (in shares) at Dec. 31, 2023 | [1] | | | 0 | | | |
| **Increase (Decrease) in Stockholders' Equity [Roll Forward]** | | | | | | | |
| Stock-based compensation | $ 47,117 | | 47,117 | | | | |
| Net issuances under equity incentive plans (in shares) | 4,576 | 2,973,315 | | 0 | [1] | | |
| Net issuances under equity incentive plans | $ (14,599) | $ 30 | (14,629) | $ 0 | [1] | | |
| Net unrealized (loss) gain on securities available for sale, net of tax | 6,061 | | | | | 6,061 | |
| Net income(1) | $ 51,330 | | | | | | 51,330 |
| Common stock, ending balance (in shares) at Dec. 31, 2024 | 113,383,917 | 113,383,917 | | | | | |
| Ending balance at Dec. 31, 2024 | $ 1,341,731 | $ 1,134 | $ 1,702,316 | $ 0 | [1] | $ (24,243) | $ (337,476) |
| Treasury stock, ending balance (in shares) at Dec. 31, 2024 | [1] | | | 0 | | | |

[1] Includes shares that were transferred to the Company to satisfy payment of all or a portion of the exercise price in connection with the exercise of stock options.

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| Consolidated Statements of Cash Flows - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Cash flows from operating activities:** | | | |
| Net income | $ 51,330 | $ 38,939 | $ 289,685 |
| **Adjustments to reconcile net income to net cash (used for) provided by operating activities:** | | | |
| Net fair value adjustments | 154,659 | 134,114 | (8,503) |
| Change in fair value of loan servicing assets | 75,359 | 62,581 | 73,229 |
| Gain on sales of loans | (49,097) | (47,839) | (95,335) |
| Provision for credit losses | 178,267 | 243,565 | 267,326 |
| Accretion of loan deferred fees and costs | (68,535) | (90,723) | (86,138) |
| Stock-based compensation, net | 40,069 | 52,389 | 66,362 |
| Depreciation and amortization | 58,834 | 47,195 | 43,831 |
| Income tax benefit from release of tax valuation allowance | 0 | 0 | (143,495) |
| Other, net | 10,754 | (8,932) | (1,828) |
| Net change to loans held for sale | (3,101,778) | (1,535,037) | 8,032 |
| **Net change in operating assets and liabilities:** | | | |
| Other assets | 22,422 | 54,894 | (16,762) |
| Other liabilities | (6,458) | (87,746) | (20,836) |
| Net cash (used for) provided by operating activities | (2,634,174) | (1,136,600) | 375,568 |
| **Cash flows from investing activities:** | | | |
| Net change in loans and leases | [1] (223,857) | 544,821 | (2,599,440) |
| Purchases of securities available for sale | (49,786) | (61,648) | (222,534) |
| Proceeds from sales, maturities and paydowns of securities available for sale | 938,409 | 97,709 | 86,078 |
| Purchases of property, equipment and software, net | (54,302) | (59,509) | (69,481) |
| Other investing activities | (2,651) | (4,676) | (4,423) |
| Net cash provided by (used for) investing activities | 607,813 | 516,697 | (2,809,800) |
| **Cash flows from financing activities:** | | | |
| Net change in deposits | 1,742,479 | 921,393 | 3,256,501 |
| Principal payments on borrowings | [1] (19,202) | (111,993) | (452,343) |
| Other financing activities | (13,668) | (19,833) | (9,028) |
| Net cash provided by financing activities | 1,709,609 | 789,567 | 2,795,130 |
| Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash | (316,752) | 169,664 | 360,898 |
| Cash, cash equivalents and restricted cash, beginning of period | 1,294,148 | 1,124,484 | 763,586 |
| Cash, cash equivalents and restricted cash, end of period | 977,396 | 1,294,148 | 1,124,484 |
| **Supplemental cash flow information:** | | | |
| Cash paid for interest | 378,276 | 258,626 | 79,732 |
| Cash paid for taxes | 275 | 6,631 | 14,462 |
| Cash paid for operating leases included in the measurement of lease liabilities | 12,869 | 12,797 | 15,540 |
| **Supplemental non-cash investing activity:** | | | |
| Net securities retained from Structured Program transactions | 2,711,693 | 1,299,313 | 0 |
| **Supplemental non-cash financing activity:** | | | |
| Derecognition of payable to securitization note and residual certificate holders held in consolidated VIE | $ 880 | $ 0 | $ 36,072 |

[1] (1) Prior period amounts have been reclassified to conform to the current period presentation.

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| Consolidated Statements of Cash |
|---|

| Flows (Parenthetical) - USD ($) $ in Thousands | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
|---|---|---|---|---|---|
| **Statement of Cash Flows [Abstract]** | | | | | |
| Cash and cash equivalents | | $ 954,058 | $ 1,252,504 | | |
| Restricted cash | [1] | 23,338 | 41,644 | | |
| Total cash, cash equivalents and restricted cash | | $ 977,396 | $ 1,294,148 | $ 1,124,484 | $ 763,586 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

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| Summary of Significant Accounting Policies | 12 Months Ended Dec. 31, 2024 |
|---|---|
| **Accounting Policies [Abstract]** | |
| Summary of Significant Accounting Policies | Summary of Significant Accounting Policies |

**Basis of Presentation**

LendingClub Corporation (LendingClub) was founded in 2006 and operates a leading, nationally chartered, digital marketplace bank that leverages data and technology to increase access to credit, lower borrowing costs, and improve returns on savings. LendingClub is registered as a bank holding company and operates the vast majority of its business through its wholly-owned subsidiary, LendingClub Bank, National Association (LC Bank).

All intercompany balances and transactions have been eliminated in consolidation. These consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) and, in the opinion of management, contain all adjustments, including normal recurring adjustments, necessary for the fair statement of the results and financial position for the periods presented. These accounting principles require management to make certain estimates and assumptions that affect the amounts in the accompanying financial statements. These estimates and assumptions are inherently subjective in nature and actual results may differ from these estimates and assumptions, and the differences could be material.

The Company made the following presentation changes in the consolidated financial statements and accompanying notes during the year ended December 31, 2024:

- Consolidated Balance Sheets (Balance Sheet) – "Retail and certificate loans held for investment at fair value" was combined within "Loans held for investment at fair value" and "Retail notes and certificates at fair value" was combined within "Borrowings";
- Consolidated Statements of Income (Income Statement) – "Interest on retail and certificate loans held for investment at fair value" was combined within "Interest on loans held for investment at fair value" and "Interest on retail notes and certificates at fair value" was combined within "Other interest expense"; and
- Consolidated Statements of Cash Flows (Statement of Cash Flows) – "Net decrease in retail and certificate loans" was combined within "Net change in loans and leases" and "Principal payments on retail notes and certificates" was combined within "Principal payments on borrowings."

In all instances, the respective prior period amounts have been reclassified to conform to the current period presentation.

**Significant Accounting Policies**

***Cash and Cash Equivalents***

Cash and cash equivalents have original maturities of three months or less and include cash on hand, cash items in transit, and amounts due from or held with other depository institutions, primarily with the Board of Governors of the Federal Reserve System (FRB).

***Restricted Cash***

Cash items held with other depository institutions in which the ability to withdraw funds is restricted by contractual provisions is classified as restricted cash. Such amounts primarily include cash received from borrowers on loans owned and not yet distributed to investors.

***Securities***

Debt securities purchased and asset-backed securities retained from the sale of loans are classified as available for sale (AFS) securities. AFS securities represent investment securities with readily determinable fair values that the Company: (i) does not hold for trading purposes and (ii) does not have the positive intent and ability to hold to maturity. AFS securities are measured at fair value, with unrealized gains and losses reported in "Accumulated other comprehensive income (loss)" within the equity section of the Balance Sheet, net of any applicable income taxes.

Management evaluates whether debt AFS securities with unrealized losses are impaired on a quarterly basis. For any security that has declined in fair value below its amortized cost basis, the Company recognizes an impairment loss in current period earnings if management has the intent to sell the security or if it is more likely than not it will be required to sell the security before recovery of its amortized cost basis. The assessment of impairment also considers whether the decline in fair value below the security's amortized cost basis is attributable to credit-related factors. If credit-related factors exist, credit-related impairment has occurred regardless of the Company's intent to hold the security until it recovers. The credit-related portion of impairment is recognized as provision for credit loss expense in earnings with a corresponding valuation allowance for AFS securities on the Balance Sheet, to the extent the allowance does not reduce the value of the security below its fair value.

Equity securities that do not have readily determinable fair values are generally recorded at cost adjusted for impairment, if any. These securities include FRB stock and Federal Home Loan Bank (FHLB) stock and are reported as "Nonmarketable equity investments" in "Other assets" on the Balance Sheet.

***Loans and Leases***

The Company initially classifies loans and leases as either held for sale (HFS) or held for investment (HFI) based on management's assessment of its intent and ability to hold the loans and leases for the foreseeable future or until maturity. Management's intent and ability with respect to certain loans and leases may change from time to time and, therefore, loans and leases that are initially designated as HFS or HFI may be reclassified. In order to reclassify loans to HFS, management must have the intent to sell the loans and the ability to reasonably identify the specific loans to be sold.

*HFI loans and leases at amortized cost*

HFI loans, with the exception of HFI loans accounted for under the fair value option, are measured at historical cost and reported at their outstanding principal balances net of any charge-offs, unamortized deferred fees and costs on originated loans, and for purchased loans, net of any unamortized premiums and discounts. Leases are recorded at the discounted amounts of lease payments receivable plus the estimated residual value of the leased asset, net of unearned income and unamortized deferred fees and costs. Lease payments receivable reflect contractual lease payments adjusted for renewal or termination options that the Company believes the customer is reasonably certain to exercise. Unearned income, deferred fees and costs, and discounts and premiums are accreted and amortized to interest income over the contractual life of the loan using its effective interest rate. In certain circumstances, the Company may reclassify loans and/or leases from HFI to HFS, at which time these are valued at the lower of amortized cost or fair value.

*HFI loans at fair value*

HFI loans are measured at fair value if the Company elects the fair value option. The Company may elect the fair value option for certain HFI loans, which could include loans purchased by the Company. Interest income is recorded under the effective interest method which considers any purchase premium or discounts. In addition, purchase related discounts absorb credit losses.

*HFS loans at fair value*

Loans initially classified as HFS are reported at their fair value with the Company's election of the fair value option. Origination fees and costs for HFS loans are recognized in earnings at the time of loan origination and are not deferred. Origination fees are recognized in earnings within "Marketplace revenue" on the Income Statement. Changes in the fair value are recorded in "Net fair value adjustments" included in "Marketplace revenue" on the Income Statement. The Company also earns interest income on loans HFS between the time of origination and the settlement date of the loan sales to marketplace investors. As loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in "Net fair value adjustments" within "Marketplace revenue," whereas the associated interest income, based on the loans' contractual interest rate, is recorded within "Net interest income."

***Accrued Interest Income and Non-Accrual Policy***

Interest income is accrued as earned. The accrual of interest income is discontinued, and the loan or lease is placed on nonaccrual status at 90 days past due or when reasonable doubt exists as to timely collection. Past due status is based on the contractual terms of the loan or lease. When a loan or lease is placed on nonaccrual status, all income previously accrued but not collected is reversed against the current period's interest income. The Company has a nonaccrual policy which results in the timely reversal of past-due accrued interest, and it does not record an allowance for credit losses (ACL) on accrued interest receivable. However, we record an ACL on accrued interest receivable for past due unsecured personal loans that are less than 90 days past due. Interest collections on nonaccrual loans and leases for which the ultimate collectability of principal is uncertain are applied as principal reductions; otherwise, such collections are credited to income when received. Nonaccrual loans and leases are returned to accrual status when there no longer exists concern over collectability, the borrower has demonstrated, over time, both the intent and ability to repay and the loan or lease has been brought current and future payments are reasonably assured. For loans held for investment measured at fair value, we record interest income over the term of the underlying loans using the effective interest method which considers any purchase discount or premiums.

***Allowance for Credit Losses***

The ACL represents management's estimate of expected credit losses in the loan and lease portfolio, excluding loans accounted for under the fair value option. The ACL is measured based on a lifetime expected loss model, which does not require a loss event to occur before a credit loss is recognized. Under the lifetime expected credit loss model, the Company estimates the allowance based on relevant available information related to past events, current conditions, and reasonable and supportable forecasts of future economic conditions. The ACL is estimated using a discounted cash flow (DCF) approach where effective interest rates are used to calculate the net present value of expected cash flows. The effective interest rate is calculated based on the periodic interest income received from the loan's contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term.

The Company evaluates its estimate of expected credit losses each reporting period and records any additions or reductions to the allowance on the Income Statement as "Provision for credit losses." Amounts determined to be uncollectible are charged-off to the allowance. Estimates of expected credit losses include expected recoveries of amounts previously charged-off and amounts expected to be charged-off. If amounts previously charged off are subsequently expected to be collected, the Company may recognize a negative allowance, which is limited to the amount that was previously charged off.

Under applicable accounting guidance, for reporting purposes, the loan and lease portfolio is categorized by portfolio segment. A portfolio segment is defined as the level at which an entity develops and documents a systematic methodology to determine the ACL. The Company's two portfolio segments are consumer and commercial. The Company further disaggregates its portfolio segments into various classes of financing receivables
based on their underlying risk characteristics. The classes within the consumer portfolio segment are unsecured consumer, secured consumer and residential mortgages. The classes within the commercial portfolio segment are commercial and industrial, commercial real estate, and equipment finance.

The ACL is measured on a collective basis when loans share similar risk characteristics. Relevant risk characteristics for the consumer portfolio include product type, risk rating, loan term, and monthly vintage. Relevant risk characteristics for the commercial portfolio include product type and risk rating status. Loans measured on a collective basis generally have an ACL comprised of a quantitative, or modeled, component that is supplemented by a framework of qualitative factors, as discussed below.

The Company will continue to monitor its loan pools on an ongoing basis and adjust accordingly as the risk characteristics of the financial assets may change over time. If a given financial asset does not share similar risk characteristics with other financial assets, the Company shall measure expected credit losses on an individual, rather than on a collective basis. Loans evaluated on an individual basis generally have an ACL that is measured in reference to any collateral securing the loan and/or expected cash flows which are specific to the borrower.

*Allowance Calculation Methodology*

The Company generally estimates expected credit losses over the contractual term of its loans. The contractual term is adjusted for estimated prepayments when appropriate. The quantitative, or modeled, component of the ACL is primarily based on statistical models that use known or estimated data as of the balance sheet date and forecasted data over the reasonable and supportable period. Known and estimated data include current probability and timing of default, loss rate and recovery exposure at default, timing and amount of estimated prepayments, timing and amount of expected draws (for unfunded lending commitments), and relevant risk characteristics. Certain of the Company's commercial portfolios have limited internal historical loss data and use external credit loss information, including historical charge-off and balance data for peer banking institutions.

The Company obtains historical and forecast macroeconomic information to inform its view of the long-term condition of the economy. Forward-looking macroeconomic factors considered in the Company's consumer model include, unemployment rate, unemployment insurance claims, gross domestic product (GDP), housing prices, and retail sales. Forward-looking macroeconomic factors are incorporated into the Company's commercial model for a two-year reasonable and supportable economic forecast period followed by a one-year reversion period during which expected credit losses are expected to revert back on a straight-line basis to historical losses unadjusted for economic conditions. The reasonable and supportable economic forecast period and reversion methodology are accounting estimates which may change in future periods as a result of changes to the current macroeconomic environment.

The quantitative, or modeled, portion of ACL is estimated using a DCF approach. The Company's statistical models, applied at the portfolio level to pools of loans with similar risk characteristics, produce expected cash flows, which are then discounted at the effective interest rate to derive net present value. The effective interest rate is calculated based on the periodic interest income received from the loan's contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term. This net present value is then compared to the amortized cost basis to derive the initial expected credit losses. Under the DCF approach, the provision for credit losses includes credit loss expense in subsequent periods relating to the discounting effect due to the passage of time after the initial recognition of ACL on originated HFI loans at amortized cost.

The Company also considers the need for qualitative adjustments to the modeled estimate of expected credit losses. For this purpose, the Company established a qualitative factor framework to periodically assess qualitative adjustments to address certain identified elements that are not directly captured by the statistically modeled expected credit loss. The Company also obtains forecast macroeconomic information to inform its view of the long-
term condition of the economy. These factors may include the impact of the non-modeled macroeconomic outlook, forecast unemployment rate and insurance claims, risk rating downgrades, changes in credit policies, problem loan trends, identification of new risks not incorporated into the modeling framework, credit concentrations, changes in underwriting and other external factors.

*Zero Credit Loss Expectation Exception*

The Company has a zero loss expectation when the loans and securities available for sale, or portions thereof, are issued or guaranteed by certain U.S. government entities or agencies, as those entities or agencies have a long history of no defaults and the highest credit ratings issued by rating agencies. Loans held for investment and securities available for sale which meet this criterion do not have an ACL.

*Reserve for Unfunded Lending Commitments*

The ACL includes an estimate for expected credit losses on off-balance sheet commitments to extend credit and unused lines of credit. The Company estimates these expected credit losses for the unfunded portion of the commitments that are not unconditionally cancellable depending on the likelihood that funding will occur. The reserve for unfunded lending commitments is reported in "Other liabilities" on the Balance Sheet.

*Individually Assessed Loans*

Loans that do not share similar risk characteristics with other financial assets, including collateral-dependent loans, are individually assessed for purposes of measuring expected credit losses using the DCF approach.

For loans that are determined to be collateral dependent, the ACL is determined based on the fair value of the collateral. Loans are considered collateral dependent when the borrower is experiencing financial difficulty and repayment of the loan is expected to be substantially satisfied through sale or operation of the collateral. For such loans, the ACL is calculated as the difference between the amortized cost basis and the fair value of the underlying collateral less costs to sell, if applicable.

*Charge-Offs*

Charge-offs are recorded when the Company determines that a loan balance is uncollectible or a loss-confirming event has occurred. Loss confirming events usually involve the receipt of specific adverse information about the borrower and may include borrower delinquency status, bankruptcy, foreclosure, or receipt of an asset valuation indicating a shortfall between the value of the collateral and the book value of the loan when that collateral asset is the sole source of repayment. A full or partial charge-off reduces the amortized cost basis of the loan and the related ACL. Unsecured personal loans are generally charged-off when a borrower is contractually 120 days past due. Exceptions include accounts in bankruptcy or accounts of deceased borrowers which are then generally charged-off within 60 or 30 days from receipt of notification, respectively.

***Servicing Assets***

Servicing assets are capitalized as separate assets when loans are sold and servicing is retained. The Company records servicing assets at their estimated fair values. Servicing asset fair value is based on the excess of the contractual servicing fee over an estimated market servicing rate. When servicing assets are recognized from the sale of loans originated by the Company, the fair value of the servicing asset is included as a component of the gain or loss on the loan sale and reported within "Marketplace revenue" on the Income Statement. Subsequent changes in fair value are reported within "Servicing fees" in "Marketplace revenue" during the period in which the changes occur. Servicing assets are reported in "Other assets" on the Balance Sheet.

***Fair Value Measurements***

Fair value is defined as the price that would be received to sell a financial asset or paid to transfer a financial liability in an orderly transaction between market participants at the measurement date. Fair value is based on an exit price notion that maximizes the use of observable inputs and minimizes the use of unobservable inputs. Certain of the Company's assets and liabilities are recorded at fair value and measured on either a recurring or nonrecurring basis. Assets and liabilities that are recorded at fair value on a recurring basis require a fair value measurement at each reporting period.

The fair value hierarchy includes a three-level hierarchy that assigns the highest priority to unadjusted quoted prices in active markets and the lowest priority to unobservable inputs.

| | | |
|---|---|---|
| Level 1 | — | Quoted market prices in active markets for identical assets or liabilities. |
| Level 2 | — | Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. |
| Level 3 | — | Unobservable inputs. |

Unobservable inputs require greater judgment in measuring fair value. In instances where there is limited or no observable market data, fair value measurements for assets and liabilities are based primarily upon the Company's own estimates, and the measurements reflect information and assumptions that management believes a market participant would use in pricing the asset or liability.

***Derivative Instruments and Hedging Activities***

The Company reports the fair value of its derivative instruments on a gross basis, as either "Other assets" or "Other liabilities" on the Balance Sheet. Changes in fair value of the derivative instruments are recognized in current period earnings.

For derivative instruments that qualify as accounting hedges, the Company designates the hedging instrument based on the exposure being hedged. The Company's existing hedging instruments are designated as fair value hedges under the portfolio layer method, whereby changes in the fair value of the hedging instrument are substantially offset by changes in the fair value of the hedged item, which are recognized within interest income on the Income Statement. Interest payments made and/or received related to these derivative instruments are presented within the "Operating activities" section on the Statements of Cash Flows.

To qualify for hedge accounting, the derivatives and related hedged items must be designated as a hedge at inception of the hedge relationship. In addition, a derivative must be highly effective at reducing the risk associated with the exposure being hedged. For accounting hedge relationships, the Company formally assesses, both at the inception of the hedge and on an ongoing basis, if the derivatives are highly effective in offsetting designated changes in the fair value of the hedged item. The Company assesses effectiveness using a statistical regression analysis. Effectiveness may be assessed qualitatively where the critical terms of the derivative and hedged item match.

***Property, Equipment and Software, net***

Property, equipment and software are carried at cost less accumulated depreciation and amortization. The Company uses the straight-line method of depreciation and amortization. Estimated useful lives range from three years to five years for furniture and fixtures, computer equipment, and software. Leasehold improvements are amortized over the shorter of the lease term or the estimated useful life.
Internally-developed software is capitalized when preliminary development efforts are successfully completed and it is probable that the project will be completed, and the software will be used as intended. Capitalized costs consist of salaries and compensation costs for employees, fees paid to third-party consultants who are directly involved in development efforts, and costs incurred for upgrades and enhancements to add functionality of the software. Other costs are expensed as incurred.

The Company evaluates impairments of its property, equipment and software whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. If the asset is not recoverable, measurement of an impairment loss is based on the fair value of the asset. When an impairment loss is recognized, the carrying amount of the asset is reduced to its estimated fair value.

***Goodwill and Other Intangible Assets***

Goodwill is recorded when the purchase price of an acquired business exceeds the fair value of the net assets acquired. Goodwill is assigned to the Company's reporting units at the acquisition date according to the expected economic benefits that the acquired business will provide to the reporting unit. A reporting unit is a business operating segment or a component of a business operating segment. The Company identifies its reporting units based on how the operating segments and reporting units are managed. Accordingly, the Company allocated goodwill to the LC Bank operating segment.

The goodwill of each reporting unit is tested for impairment annually or more frequently in certain circumstances. The Company's annual impairment testing is performed in the fourth quarter of each calendar year. Impairment exists when the carrying value of goodwill exceeds its estimated fair value. Adverse changes in impairment indicators such as lower than forecast financial performance, increased competition, increased regulatory oversight, or unplanned changes in operations could result in impairment.

The Company can elect to either qualitatively assess goodwill for impairment, or bypass the qualitative test and proceed directly to a quantitative test. If the Company performs a qualitative assessment of goodwill to test for impairment and concludes it is more likely than not that the estimated fair value of a reporting unit is greater than its carrying value, a quantitative test is not required. However, if we determine it is more likely than not that a reporting unit's fair value is less than its carrying amount, a quantitative assessment is performed to determine if goodwill impairment exists. Under the quantitative impairment assessment, the fair values of the Company's reporting units are determined using a combination of income and market-based approaches.

Other intangible assets with determinable lives are recorded at their fair value upon completion of a business acquisition or certain other transactions, and generally represent the value of customer contracts or relationships. Such assets are amortized over their useful lives in a manner that best reflects their economic benefit, which may include straight-line or accelerated methods of amortization. Other intangible assets are reviewed for impairment quarterly and when events or changes in circumstances indicate that their carrying amount may not be recoverable. The Company does not have indefinite-lived intangible assets other than goodwill. Intangible assets are reported in "Other assets" on the Balance Sheet.

***Loss Contingencies***

Loss contingencies, including claims and legal actions arising in the ordinary course of business, are recorded as liabilities in "Other liabilities" on the Balance Sheet. Associated legal expense is recorded in "Other non-interest expense" on the Income Statement. Such liabilities and associated expenses are recorded when the likelihood of loss is probable and an amount or range of loss can be reasonably estimated. The Company will also disclose a range of exposure to incremental loss when such amounts can be estimated and are reasonably possible to occur in future periods. In estimating the Company's exposure to loss contingencies, if an amount within the estimated range of loss is the best estimate, that amount will be accrued. However, if there is no amount within the estimated range of
loss that is the best estimate, the Company will accrue the minimum amount within the range, and disclose the amount up to the high end of the range as an exposure to incremental loss, if such amount is considered reasonably possible. Such estimates are based on the best information available at the time. As additional information becomes available, the Company reassesses the potential liability and records an adjustment to its estimate in the period in which the adjustment is probable and an amount or range can be reasonably estimated. The determination of an expected contingent liability and associated litigation expense requires the Company to make assumptions related to the outcome of these matters. Due to the inherent uncertainties of loss contingencies, the Company's estimates may be different than the actual outcomes. Legal fees, including legal fees associated with loss contingencies, are recognized as incurred and included in "Professional services" expense on the Income Statement.

***Stock-based Compensation***

Stock-based compensation includes expense primarily associated with restricted stock units (RSUs) and performance-based restricted stock units (PBRSUs). Stock-based compensation expense is based on the grant date fair value of the award. The cost is generally recognized over the vesting period on a straight-line basis. Forfeitures are recognized as incurred.

***Income Taxes***

The Company accounts for income taxes under the asset and liability method. Under this method, deferred tax assets and liabilities are determined on the basis of the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

The Company recognizes deferred tax assets to the extent that it believes these assets are more likely than not to be realized. In making such a determination, the Company considers the available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, tax-planning strategies, and results of recent operations. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts that are more likely than not expected to be realized. If the Company determines that it is able to realize its deferred tax assets in the future in excess of the net recorded amount, the Company decreases the deferred tax asset valuation allowance, which reduces the provision for income taxes.

Uncertain tax positions are recognized only when the Company believes it is more likely than not that the tax position will be upheld on examination by the taxing authorities based on the merits of the position. The Company recognizes interest and penalties, if any, related to uncertain tax positions in "Income tax (expense) benefit" on the Income Statement.

***Earnings Per Share***

Basic earnings per share (Basic EPS) attributable to common stockholders is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period. Diluted earnings per share (Diluted EPS) is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period, adjusted for the effects of dilutive issuances of shares of common stock, which predominantly include incremental shares issued for outstanding RSUs, PBRSUs, and stock options. PBRSUs are included in dilutive shares to the extent the pre-established performance targets have been or are estimated to be satisfied as of the reporting date. The dilutive potential common shares are computed using the treasury stock method. The effects of outstanding RSUs, PBRSUs, and stock options are excluded from the computation of Diluted EPS in periods in which the effect would be antidilutive. For periods with more than one class of common shares, the Company computes Basic and Diluted
EPS using the two-class method, which is an allocation of net income among the holders of each class of common shares.

***Consolidation of Variable Interest Entities***

A variable interest entity (VIE) is a legal entity that has either a total equity investment that is insufficient to finance its activities without additional subordinated financial support or whose equity investors lack the characteristics of a controlling financial interest. The Company's variable interest arises from contractual, ownership or other monetary interests in the entity, which change with fluctuations in the fair value of the entity's net assets. A VIE is consolidated by its primary beneficiary, the party that has both the power to direct the activities that most significantly impact the VIE's economic performance, and the obligation to absorb losses or the right to receive benefits of the VIE that could potentially be significant to the VIE. The Company consolidates a VIE when it is deemed to be the primary beneficiary. The Company assesses whether or not it is the primary beneficiary of a VIE on an ongoing basis.

***Transfers of Financial Assets***

The Company accounts for transfers of financial assets as sales when it has surrendered control over the transferred assets. Control is generally considered to have been surrendered when the transferred assets have been legally isolated from the Company, the transferee has the right to pledge or exchange the assets without any significant constraints, and the Company has not entered into a repurchase agreement, does not hold unconditional call options and has not written put options on the transferred assets. In assessing whether control has been surrendered, the Company considers whether the transferee would be a consolidated affiliate and the impact of all arrangements or agreements made contemporaneously with, or in contemplation of the transfer, even if they were not entered into at the time of transfer. The Company measures gain or loss on sale of financial assets as the net proceeds received on the sale less the carrying amount of the loans sold. The net proceeds of the sale represent the fair value of any assets obtained or liabilities incurred as part of the transaction, including, but not limited to servicing assets, retained securities, and recourse obligations.

Transfers of financial assets that do not qualify for sale accounting would be reported as secured borrowings. Accordingly, the related assets would remain on the Company's Balance Sheet and continue to be reported and accounted for as if the transfer had not occurred. Cash proceeds from these transfers are reported as liabilities, with related interest expense recognized over the life of the related assets.

***Adoption of New Accounting Standards***

The Company adopted the following new accounting standards during the year ended December 31, 2024:

In November 2023, the FASB issued Accounting Standards Update (ASU) 2023-07, *Segment Reporting (Topic 280) – Improvements to Reportable Segment Disclosures*, which improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted this ASU effective October 1, 2024, on a retrospective basis. The adoption of this standard did not have a material impact on the Company's consolidated financial statements.

***New Accounting Standards Not Yet Adopted***

In November 2024, the FASB issued ASU 2024-03, *Income Statement (Topic 220) – Reporting Comprehensive Income – Expense Disaggregation Disclosures*, which improves income statement expense disclosure requirements, primarily through disaggregated disclosures of certain expense captions into specified categories within the footnotes to the financial statements. The new standard is effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740) – Improvements to Income Tax Disclosures*, which improves income tax disclosure requirements, primarily through enhanced disclosures surrounding rate reconciliation and income taxes paid. The new standard is effective for annual periods beginning after December 15, 2024. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.

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| **Marketplace Revenue** | **12 Months Ended Dec. 31, 2024** |
|---|---|
| **Revenue from Contract with Customer [Abstract]** | |
| Marketplace Revenue | Marketplace Revenue<br>Marketplace revenue consists of (i) origination fees, (ii) servicing fees, (iii) gain on sales of loans and (iv) net fair value adjustments, as described below.<br><br>*Origination Fees:* Origination fees are primarily fees earned related to originating and issuing unsecured personal loans that are held for sale.<br><br>*Servicing Fees:* The Company receives servicing fees to compensate it for servicing loans on behalf of investors, including managing payments and collections from borrowers and payments to those investors. The amount of servicing fee revenue earned is predominantly affected by the servicing rates paid by investors and the outstanding principal balance of loans serviced for investors. Servicing fee revenue related to loans sold also includes the associated change in the fair value of servicing assets.<br><br>*Gain on Sales of Loans:* In connection with loan sales, the Company recognizes a gain or loss on the sale of loans based on the level to which the contractual servicing fee is above or below an estimated market rate of servicing. Additionally, the Company recognizes transaction costs, if any, as a loss on sale of loans.<br><br>*Net Fair Value Adjustments:* The Company records fair value adjustments on loans that are recorded at fair value, which include gains or losses from sale prices in excess of or less than the loan principal amount sold and realized net charge-offs. In addition, as loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in "Net fair value adjustments" within "Marketplace revenue," whereas the associated interest income is recorded within "Net interest income."<br><br>The following table presents components of marketplace revenue for the periods presented: |

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Origination fees | $ 283,420 | $ 279,146 | $ 499,179 |
| Servicing fees | 64,933 | 98,613 | 80,609 |
| Gain on sales of loans | 49,097 | 47,839 | 95,335 |
| Net fair value adjustments | (154,659) | (134,114) | 8,503 |
| Total marketplace revenue | $ 242,791 | $ 291,484 | $ 683,626 |

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**Earnings Per Share**

**12 Months Ended**
**Dec. 31, 2024**

**Earnings Per Share [Abstract]**

Earnings Per Share

Earnings Per Share
The following table details the computation of the Company's Basic and Diluted EPS:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Basic EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – Basic | 111,731,523 | 108,466,179 | 103,547,305 |
| Basic EPS | $ 0.46 | $ 0.36 | $ 2.80 |
| **Diluted EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – Diluted | 113,122,859 | 108,468,857 | 104,001,288 |
| Diluted EPS | $ 0.45 | $ 0.36 | $ 2.79 |

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**Securities Available for Sale**

**12 Months Ended**
**Dec. 31, 2024**

**Investments, Debt and Equity Securities [Abstract]**

Securities Available for Sale

Securities Available for Sale
The amortized cost, gross unrealized gains and losses, and fair value of AFS securities were as follows:

| December 31, 2024 | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Allowance for Credit Losses | Fair Value |
|---|---|---|---|---|---|
| Senior asset-backed securities related to Structured Program transactions [1] | $ 2,870,071 | $ 30,398 | $ (645) | $ — | $ 2,899,824 |
| U.S. agency residential mortgage-backed securities | 270,120 | 48 | (43,243) | — | 226,925 |
| Other asset-backed securities related to Structured Program transactions [2] | 174,132 | — | (657) | (3,527) | 169,948 |
| U.S. agency securities | 90,459 | — | (14,513) | — | 75,946 |
| Mortgage-backed securities | 62,882 | 8 | (6,216) | — | 56,674 |
| Other asset-backed securities | 21,364 | 15 | (587) | — | 20,792 |
| Municipal securities | 3,236 | — | (697) | — | 2,539 |
| Total securities available for sale [3] | $ 3,492,264 | $ 30,469 | $ (66,558) | $ (3,527) | $ 3,452,648 |

| December 31, 2023 | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Fair Value |
|---|---|---|---|---|
| Senior asset-backed securities related to Structured Program transactions | $ 1,165,513 | $ 10,932 | $ (42) | $ 1,176,403 |
| U.S. agency residential mortgage-backed securities | 261,885 | 208 | (37,497) | 224,596 |
| U.S. agency securities | 93,452 | — | (13,348) | 80,104 |
| Other asset-backed securities related to Structured Program transactions [2] | 70,662 | 2,731 | — | 73,393 |
| Mortgage-backed securities | 42,511 | — | (5,435) | 37,076 |
| Other asset-backed securities | 26,710 | 25 | (634) | 26,101 |
| Municipal securities | 3,257 | — | (668) | 2,589 |
| Total securities available for sale [3] | $ 1,663,990 | $ 13,896 | $ (57,624) | $ 1,620,262 |

[1] Excludes a $(2.2) million cumulative basis adjustment for securities designated in active fair value hedge relationships at December 31, 2024. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

[2] As of December 31, 2024 and 2023, $169.9 million and $70.1 million, respectively, of the other asset-backed securities related to Structured Program transactions at fair value are subject to restrictions on transfer pursuant to the Company's obligations as a "sponsor" under the U.S. Risk Retention Rules.

[3] As of December 31, 2024 and 2023, includes $373.5 million and $359.5 million, respectively, of securities pledged as collateral at fair value.

A summary of AFS securities with unrealized losses, aggregated by period of continuous unrealized loss, is as follows:

| | Less than 12 months | | 12 months or longer | | Total | |
|---|---|---|---|---|---|---|
| December 31, 2024 | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses |
| Senior asset-backed securities related to Structured Program transactions | $ 334,564 | $ (645) | $ — | $ — | $ 334,564 | $ (645) |
| U.S. agency residential mortgage-backed securities | 34,168 | (782) | 185,405 | (42,461) | 219,573 | (43,243) |
| Other asset-backed securities related to Structured Program transactions | 72,251 | (657) | — | — | 72,251 | (657) |
| U.S. agency securities | — | — | 75,946 | (14,513) | 75,946 | (14,513) |
| Mortgage-backed securities | 21,970 | (316) | 32,298 | (5,900) | 54,268 | (6,216) |
| Other asset-backed securities | 1,638 | (4) | 11,668 | (583) | 13,306 | (587) |
| Municipal securities | — | — | 2,539 | (697) | 2,539 | (697) |
| Total securities with unrealized losses | $ 464,591 | $ (2,404) | $ 307,856 | $ (64,154) | $ 772,447 | $ (66,558) |

| | Less than 12 months | | 12 months or longer | | Total | |
|---|---|---|---|---|---|---|
| December 31, 2023 | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses |
| Senior asset-backed securities related to Structured Program transactions | $ 38,359 | $ (42) | $ — | $ — | $ 38,359 | $ (42) |
| U.S. agency residential mortgage-backed securities | 6,497 | (149) | 201,426 | (37,348) | 207,923 | (37,497) |
| U.S. agency securities | — | — | 80,104 | (13,348) | 80,104 | (13,348) |
| Mortgage-backed securities | 13,973 | (740) | 23,103 | (4,695) | 37,076 | (5,435) |
| Other asset-backed securities | 12,911 | (50) | 8,538 | (584) | 21,449 | (634) |
| Municipal securities | — | — | 2,589 | (668) | 2,589 | (668) |
| Total securities with unrealized losses | $ 71,740 | $ (981) | $ 315,760 | $ (56,643) | $ 387,500 | $ (57,624) |

At December 31, 2024, the majority of the Company's AFS investment portfolio was comprised of senior asset-backed securities related to Structured Program transactions and U.S. agency-backed securities. Management considers U.S. agency-backed securities to be of the highest credit quality and rating given the guarantee of principal and interest by certain U.S. government agencies. Most of the remaining securities in an unrealized loss position in the Company's AFS investment portfolio at December 31, 2024 were rated investment grade. Substantially all of these unrealized losses in the AFS investment portfolio were caused by interest rate increases. The Company does not intend to sell the investment portfolio, and it is not more likely than not that it will be required to sell any investment before recovery of its amortized cost basis. For a description of management's quarterly evaluation of AFS securities in an unrealized loss position, see "*Note 1. Summary of Significant Accounting Policies.*"

The following table presents the activity in the allowance for credit losses for AFS securities, by security type:

| Year Ended December 31, | 2024 |
|---|---|
| **Other asset-backed securities related to Structured Program transactions:** | |
| Allowance for credit losses, beginning of period | $ — |
| Credit loss expense for securities available for sale | 3,527 |
| Allowance for credit losses, end of period | $ 3,527 |

There was no activity in the allowance for credit losses for AFS securities during 2023 or 2022.

The contractual maturities of AFS securities were as follows:

| December 31, 2024 | Amortized Cost | Fair Value | Weighted-average Yield [1] |
|---|---|---|---|
| **Due within 1 year:** | | | |
| U.S. agency securities | $ 3,000 | $ 2,989 | |
| Total due within 1 year | 3,000 | 2,989 | 3.50 % |
| **Due after 1 year through 5 years:** | | | |
| Senior asset-backed securities related to Structured Program transactions | 2,870,071 | 2,899,824 | |
| Other asset-backed securities related to Structured Program transactions | 174,132 | 169,948 | |
| U.S. agency securities | 7,850 | 7,620 | |
| Mortgage-backed securities | 2,684 | 2,413 | |
| Other asset-backed securities | 307 | 306 | |
| Municipal securities | 307 | 274 | |
| Total due after 1 year through 5 years | 3,055,351 | 3,080,385 | 7.50 % |
| **Due after 5 years through 10 years:** | | | |
| U.S. agency securities | 23,997 | 20,907 | |
| Other asset-backed securities | 12,430 | 12,394 | |
| U.S. agency residential mortgage-backed securities | 3,838 | 3,649 | |
| Mortgage-backed securities | 915 | 765 | |
| Municipal securities | 310 | 267 | |
| Total due after 5 years through 10 years | 41,490 | 37,982 | 4.28 % |
| **Due after 10 years:** | | | |
| U.S. agency residential mortgage-backed securities | 266,282 | 223,276 | |
| Mortgage-backed securities | 59,283 | 53,496 | |
| U.S. agency securities | 55,612 | 44,430 | |
| Other asset-backed securities | 8,627 | 8,092 | |
| Municipal securities | 2,619 | 1,998 | |
| Total due after 10 years | 392,423 | 331,292 | 2.90 % |
| Total securities available for sale | $ 3,492,264 | $ 3,452,648 | 6.81 % |

[1] The weighted-average yield is computed using the average month-end amortized cost during the year ended December 31, 2024.

During 2024, the Company recognized proceeds of $30.1 million and gross realized gains of $114 thousand from sales of senior asset-backed securities related to Structured Program transactions. There were no sales of AFS securities during 2023 or 2022.

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| Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses | 12 Months Ended<br>Dec. 31, 2024 |
|---|---|
| **Receivables [Abstract]** | |
| Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses | |

Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses

LendingClub records certain loans and leases HFI at amortized cost. Other HFI and all HFS loans are recorded at fair value with the Company's election of the fair value option. Accrued interest receivable is excluded from the amortized cost basis of loans and leases HFI and is reported within "Other assets" on the Balance Sheet. Net accrued interest receivable related to loans and leases HFI at amortized cost was $30.4 million and $32.2 million as of December 31, 2024 and 2023, respectively.

***Loans and Leases Held for Investment at Amortized Cost***

The Company defines its loans and leases HFI portfolio segments as (i) consumer and (ii) commercial. The following table presents the components of each portfolio segment by class of financing receivable:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Unsecured personal | $ 3,106,472 | $ 3,726,830 |
| Residential mortgages | 172,711 | 183,050 |
| Secured consumer | 230,232 | 250,039 |
| Total consumer loans held for investment | 3,509,415 | 4,159,919 |
| Equipment finance [1] | 64,232 | 110,992 |
| Commercial real estate | 373,785 | 380,322 |
| Commercial and industrial | 178,386 | 199,069 |
| Total commercial loans and leases held for investment | 616,403 | 690,383 |
| Total loans and leases held for investment | 4,125,818 | 4,850,302 |
| Allowance for loan and lease losses | (236,734) | (310,387) |
| Loans and leases held for investment, net [2] | $ 3,889,084 | $ 4,539,915 |

[1] Comprised of sales-type leases for equipment. See "*Note 18. Leases*" for additional information.

[2] As of December 31, 2024, the Company had $3.7 billion in loans pledged as collateral, comprised of $3.2 billion pledged under the FRB Discount Window and $456.4 million pledged to the FHLB of Des Moines. As of December 31, 2023, the Company had $4.0 billion in loans pledged as collateral, comprised of $3.5 billion pledged under the FRB Discount Window and $479.0 million pledged to the FHLB of Des Moines.

The following table presents the components of the allowance for loan and lease losses (ALLL):

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Gross allowance for loan and lease losses [1] | $ 285,686 | $ 355,773 |
| Recovery asset value [2] | (48,952) | (45,386) |
| Allowance for loan and lease losses | $ 236,734 | $ 310,387 |

[1] Represents the allowance for future estimated net charge-offs on existing portfolio balances.

[2] Represents the negative allowance for expected recoveries of amounts previously charged-off.

| December 31, 2024 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 3,509,415 | $ 616,403 | $ 4,125,818 |
| Allowance for loan and lease losses | $ 212,598 | $ 24,136 | $ 236,734 |
| Allowance ratio [1] | 6.1% | 3.9% | 5.7% |
| Gross allowance for loan and lease losses | $ 261,550 | $ 24,136 | $ 285,686 |
| Gross allowance ratio [1] | 7.5% | 3.9% | 6.9% |

| December 31, 2023 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 4,159,919 | $ 690,383 | $ 4,850,302 |
| Allowance for loan and lease losses | $ 298,061 | $ 12,326 | $ 310,387 |
| Allowance ratio [1] | 7.2% | 1.8% | 6.4% |
| Gross allowance for loan and lease losses | $ 343,447 | $ 12,326 | $ 355,773 |
| Gross allowance ratio [1] | 8.3% | 1.8% | 7.3% |

[1] Calculated as ALLL or gross ALLL, where applicable, to the corresponding portfolio segment balance of loans and leases held for investment at amortized cost.

The activity in the ACL by portfolio segment was as follows:

| Year Ended December 31, | 2024 | | | 2023 | | | 2022 | | |
|---|---|---|---|---|---|---|---|---|---|
| | Consumer | Commercial | Total | Consumer | Commercial | Total | Consumer | Commercial | Total |
| **Allowance for loan and lease losses:** | | | | | | | | | |
| Beginning of period | $ 298,061 | $ 12,326 | $ 310,387 | $ 312,489 | $ 15,363 | $ 327,852 | $ 128,812 | $ 15,577 | $ 144,389 |
| Credit loss expense (benefit) | 160,581 | 14,849 | 175,430 | 244,518 | (948) | 243,570 | 265,359 | 1,320 | 266,679 |
| Charge-offs | (299,159) | (4,434) | (303,593) | (278,105) | (3,002) | (281,107) | (85,247) | (2,226) | (87,473) |
| Recoveries | 53,115 | 1,395 | 54,510 | 19,159 | 913 | 20,072 | 3,565 | 692 | 4,257 |
| End of period | $ 212,598 | $ 24,136 | $ 236,734 | $ 298,061 | $ 12,326 | $ 310,387 | $ 312,489 | $ 15,363 | $ 327,852 |
| **Reserve for unfunded lending commitments:** | | | | | | | | | |
| Beginning of period | $ — | $ 1,873 | $ 1,873 | $ 18 | $ 1,860 | $ 1,878 | $ — | $ 1,231 | $ 1,231 |
| Credit loss expense (benefit) | — | (690) | (690) | (18) | 13 | (5) | 18 | 629 | 647 |
| End of period [1] | $ — | $ 1,183 | $ 1,183 | $ — | $ 1,873 | $ 1,873 | $ 18 | $ 1,860 | $ 1,878 |

[1] Relates to $105.0 million, $78.1 million and $138.0 million of unfunded commitments as of December 31, 2024, 2023 and 2022, respectively.

The following table presents charge-offs by origination year for the year ended December 31, 2024:

| | Gross Charge-Offs by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total |
| Unsecured personal [1] | $ 6,796 | $ 96,219 | $ 147,063 | $ 46,894 | $ — | $ — | $ 296,971 |
| Residential mortgages | — | — | — | — | — | — | — |
| Secured consumer | 48 | 492 | 1,149 | 499 | — | — | 2,188 |
| Total consumer loans held for investment | 6,844 | 96,711 | 148,211 | 47,393 | — | — | 299,159 |
| Equipment finance | — | — | — | — | — | — | — |
| Commercial real estate | — | — | — | — | — | — | — |
| Commercial and industrial | 114 | 700 | 1,524 | 403 | — | 1,693 | 4,434 |
| Total commercial loans and leases held for investment | 114 | 700 | 1,524 | 403 | — | 1,693 | 4,434 |
| Total loans and leases held for investment | $ 6,958 | $ 97,411 | $ 149,735 | $ 47,796 | $ — | $ 1,693 | $ 303,593 |

[1] Unsecured personal loans are generally charged-off when a borrower is contractually 120 days past due.

***Consumer Lending Credit Quality Indicators***

The Company evaluates the credit quality of its consumer loan portfolio based on the aging status of the loan and by payment activity. Loan delinquency reporting is based upon borrower payment activity relative to the contractual terms of the loan. The following tables present the classes of financing receivables within the consumer portfolio segment by credit quality indicator based on delinquency status and origination year:

| December 31, 2024 | Term Loans and Leases by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total |
| **Unsecured personal** | | | | | | | |
| Current | $ 1,347,685 | $ 787,936 | $ 762,223 | $ 142,546 | $ — | $ — | $ 3,040,390 |
| 30-59 days past due | 4,981 | 7,344 | 8,952 | 2,253 | — | — | 23,530 |
| 60-89 days past due | 2,448 | 6,933 | 7,920 | 1,992 | — | — | 19,293 |
| 90 or more days past due | 2,364 | 7,920 | 8,853 | 2,250 | — | — | 21,387 |
| Total unsecured personal [1] | 1,357,478 | 810,133 | 787,948 | 149,041 | — | — | 3,104,600 |
| **Residential mortgages** | | | | | | | |
| Current | — | — | 45,828 | 52,679 | 28,176 | 45,789 | 172,472 |
| 30-59 days past due | — | — | — | — | — | 151 | 151 |
| 60-89 days past due | — | — | — | — | — | 88 | 88 |
| 90 or more days past due | — | — | — | — | — | — | — |
| Total residential mortgages | — | — | 45,828 | 52,679 | 28,176 | 46,028 | 172,711 |
| **Secured consumer** | | | | | | | |
| Current | 79,161 | 78,081 | 56,766 | 10,573 | — | 2,372 | 226,953 |
| 30-59 days past due | 98 | 824 | 1,199 | 221 | — | — | 2,342 |
| 60-89 days past due | 11 | 147 | 338 | 104 | — | — | 600 |
| 90 or more days past due | 36 | 157 | 99 | 45 | — | — | 337 |
| Total secured consumer | 79,306 | 79,209 | 58,402 | 10,943 | — | 2,372 | 230,232 |
| **Total consumer loans held for investment** | **$ 1,436,784** | **$ 889,342** | **$ 892,178** | **$ 212,663** | **$ 28,176** | **$ 48,400** | **$ 3,507,543** |

[1] Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of December 31, 2024, the basis adjustment totaled $1.9 million and represents an increase to the amortized cost of the hedged loans. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

| December 31, 2023 | Term Loans and Leases by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2023 | 2022 | 2021 | 2020 | 2019 | Prior | Total |
| **Unsecured personal** | | | | | | | |
| Current | $ 1,498,737 | $ 1,688,512 | $ 438,296 | $ — | $ — | $ — | $ 3,625,545 |
| 30-59 days past due | 9,034 | 17,017 | 6,665 | — | — | — | 32,716 |
| 60-89 days past due | 7,767 | 15,538 | 6,251 | — | — | — | 29,556 |
| 90 or more days past due | 6,924 | 16,564 | 6,644 | — | — | — | 30,132 |
| Total unsecured personal [1] | 1,522,462 | 1,737,631 | 457,856 | — | — | — | 3,717,949 |
| **Residential mortgages** | | | | | | | |
| Current | 53 | 48,473 | 54,855 | 29,960 | 18,917 | 29,041 | 181,299 |
| 30-59 days past due | — | — | — | — | 1,331 | 420 | 1,751 |
| 60-89 days past due | — | — | — | — | — | — | — |
| 90 or more days past due | — | — | — | — | — | — | — |
| Total residential mortgages | 53 | 48,473 | 54,855 | 29,960 | 20,248 | 29,461 | 183,050 |
| **Secured consumer** | | | | | | | |
| Current | 125,618 | 97,084 | 21,949 | — | 2,460 | — | 247,111 |
| 30-59 days past due | 364 | 1,295 | 417 | — | — | — | 2,076 |
| 60-89 days past due | 94 | 373 | 168 | — | — | — | 635 |
| 90 or more days past due | — | 153 | 64 | — | — | — | 217 |
| Total secured consumer | 126,076 | 98,905 | 22,598 | — | 2,460 | — | 250,039 |
| **Total consumer loans held for investment** | **$ 1,648,591** | **$ 1,885,009** | **$ 535,309** | **$ 29,960** | **$ 22,708** | **$ 29,461** | **$ 4,151,038** |

[1] Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of December 31, 2023, the basis adjustment totaled $8.9 million and represents an increase to the amortized cost of the hedged loans. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

***Commercial Lending Credit Quality Indicators***

The Company evaluates the credit quality of its commercial loan portfolio based on regulatory risk ratings. The Company categorizes loans and leases into risk ratings based on relevant information about the quality and realizable value of collateral, if any, and the ability of obligors to service their debts, such as current financial information, historical payment experience, credit documentation, public information, and current economic trends, among other factors. The Company analyzes loans and leases individually by classifying the loans and leases based on their associated credit risk and performs this analysis whenever credit is extended, renewed or modified, or when an observable event occurs indicating a potential decline in credit quality, and no less than annually for large balance loans. Risk rating classifications consist of the following:

*Pass* – Loans and leases that the Company believes will fully repay in accordance with the contractual loan terms.

*Special Mention* – Loans and leases with a potential weakness that deserve management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or the Company's credit position at some future date.

*Substandard* – Loans and leases that are inadequately protected by the current sound worth and paying capacity of the obligor or of the collateral pledged, if any. Loans and leases so classified have a well-defined weakness or weaknesses that jeopardize the repayment and liquidation of the debt. They are characterized by the distinct possibility that the Company will sustain some loss if the deficiencies are not corrected. Normal payment from the borrower is in jeopardy, although loss of principal, while still possible, is not imminent.
*Doubtful* – Loans and leases that have all the weaknesses inherent in those classified as Substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently known facts, conditions, and values, highly questionable and improbable.

*Loss* – Loans and leases that are considered uncollectible and of little value.

The following tables present the classes of financing receivables within the commercial portfolio segment by risk rating and origination year:

| December 31, 2024 | Term Loans and Leases by Origination Year | | | | | | | Guaranteed Amount [1] |
|---|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total | |
| **Equipment finance** | | | | | | | | |
| Pass | $ — | $ 1,519 | $ 32,544 | $ 7,790 | $ 9,101 | $ 6,643 | $ 57,597 | $ — |
| Special mention | — | — | 335 | 602 | — | — | 937 | — |
| Substandard | — | — | 776 | 4,922 | — | — | 5,698 | — |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | — | — | — | — | — | — |
| Total equipment finance | — | 1,519 | 33,655 | 13,314 | 9,101 | 6,643 | 64,232 | — |
| **Commercial real estate** | | | | | | | | |
| Pass | 22,847 | 67,692 | 89,903 | 21,174 | 27,947 | 106,060 | 335,623 | 31,499 |
| Special mention | — | — | — | — | 252 | 6,276 | 6,528 | — |
| Substandard | — | — | 2,430 | 8,441 | 7,987 | 10,791 | 29,649 | 8,940 |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | 1,121 | 271 | — | 593 | 1,985 | 1,543 |
| Total commercial real estate | 22,847 | 67,692 | 93,454 | 29,886 | 36,186 | 123,720 | 373,785 | 41,982 |
| **Commercial and industrial** | | | | | | | | |
| Pass | 28,030 | 29,186 | 31,697 | 27,474 | 5,503 | 12,678 | 134,568 | 85,269 |
| Special mention | 635 | — | 5,165 | 2,652 | 76 | — | 8,528 | 7,065 |
| Substandard | — | 4,071 | 13,110 | 2,311 | 1,399 | 1,670 | 22,561 | 14,879 |
| Doubtful | — | — | 3,279 | 1,477 | 506 | 285 | 5,547 | 4,671 |
| Loss | 282 | 2,094 | 4,224 | 568 | — | 14 | 7,182 | 7,182 |
| Total commercial and industrial | 28,947 | 35,351 | 57,475 | 34,482 | 7,484 | 14,647 | 178,386 | 119,066 |
| **Total commercial loans and leases held for investment** | **$ 51,794** | **$ 104,562** | **$ 184,584** | **$ 77,682** | **$ 52,771** | **$ 145,010** | **$ 616,403** | **$ 161,048** |

[1] Represents loan balances guaranteed by the Small Business Association (SBA).

| December 31, 2023 | Term Loans and Leases by Origination Year | | | | | | | Guaranteed Amount [1] |
|---|---|---|---|---|---|---|---|---|
| | 2023 | 2022 | 2021 | 2020 | 2019 | Prior | Total | |
| **Equipment finance** | | | | | | | | |
| Pass | $ 2,945 | $ 33,430 | $ 26,311 | $ 7,754 | $ 9,411 | $ 6,288 | $ 86,139 | $ — |
| Special mention | — | 15,235 | 1,962 | 5,873 | 1,335 | — | 24,405 | — |
| Substandard | — | — | — | 448 | — | — | 448 | — |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | — | — | — | — | — | — |
| Total equipment finance | 2,945 | 48,665 | 28,273 | 14,075 | 10,746 | 6,288 | 110,992 | — |
| **Commercial real estate** | | | | | | | | |
| Pass | 49,067 | 94,247 | 34,535 | 43,058 | 52,160 | 78,062 | 351,129 | 33,423 |
| Special mention | — | — | — | — | — | 13,706 | 13,706 | — |
| Substandard | — | 3,598 | 7,716 | — | — | 2,139 | 13,453 | 9,425 |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | 1,515 | — | — | 519 | 2,034 | 1,471 |
| Total commercial real estate | 49,067 | 97,845 | 43,766 | 43,058 | 52,160 | 94,426 | 380,322 | 44,319 |
| **Commercial and industrial** | | | | | | | | |
| Pass | 40,636 | 60,352 | 39,304 | 9,525 | 10,282 | 11,626 | 171,725 | 104,928 |
| Special mention | — | 10,881 | 1,532 | 729 | 137 | 444 | 13,723 | 9,384 |
| Substandard | — | 2,304 | 5,426 | 673 | 1,045 | 1,434 | 10,882 | 6,908 |
| Doubtful | — | 649 | — | 548 | — | 286 | 1,483 | 1,214 |
| Loss | — | — | — | — | — | 1,256 | 1,256 | 1,229 |
| Total commercial and industrial | 40,636 | 74,186 | 46,262 | 11,475 | 11,464 | 15,046 | 199,069 | 123,663 |
| **Total commercial loans and leases held for investment** | **$ 92,648** | **$ 220,696** | **$ 118,301** | **$ 68,608** | **$ 74,370** | **$ 115,760** | **$ 690,383** | **$ 167,982** |

[1] Represents loan balances guaranteed by the SBA.

The following tables present an analysis of the past due loans and leases HFI at amortized cost within the commercial portfolio segment:

| December 31, 2024 | 30-59 Days | 60-89 Days | 90 or More Days | Total Days Past Due | Guaranteed Amount [1] |
|---|---|---|---|---|---|
| Equipment finance | $ 67 | $ — | $ 4,551 | $ 4,618 | $ — |
| Commercial real estate | 8,320 | 483 | 9,731 | 18,534 | 8,456 |
| Commercial and industrial | 6,257 | 1,182 | 15,971 | 23,410 | 18,512 |
| Total commercial loans and leases held for investment | $ 14,644 | $ 1,665 | $ 30,253 | $ 46,562 | $ 26,968 |

| December 31, 2023 | 30-59 Days | 60-89 Days | 90 or More Days | Total Days Past Due | Guaranteed Amount [1] |
|---|---|---|---|---|---|
| Equipment finance | $ 1,265 | $ — | $ — | $ 1,265 | $ — |
| Commercial real estate | — | 3,566 | 1,618 | 5,184 | 4,047 |
| Commercial and industrial | 12,261 | 1,632 | 1,515 | 15,408 | 11,260 |
| Total commercial loans and leases held for investment | $ 13,526 | $ 5,198 | $ 3,133 | $ 21,857 | $ 15,307 |

[1] Represents loan balances guaranteed by the SBA.

***Loan Modifications***

On January 1, 2023, we adopted ASU 2022-02, *Financial Instruments – Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures* on a prospective basis. As such, the 2022 comparative period is not presented in the tables below.

The Company has loan modification programs to assist borrowers experiencing financial difficulty and to mitigate losses and maximize collections for loans serviced by the Company. The table below presents the amortized cost of loans that were modified during the periods presented, by modification type:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Short-term payment reduction | $ 26,421 | $ 4,867 |
| Permanent loan modification | 5,874 | 3,659 |
| Debt settlement | 5,631 | 7,350 |
| Total loan modifications – unsecured personal loans | $ 37,926 | $ 15,876 |
| % of unsecured personal loans at amortized cost as of period end | 1.2 % | 0.4 % |

The Company expanded its digital channels to enable borrowers experiencing financial difficulty to qualify for a short-term payment reduction modification program. Under this program, borrowers may receive a temporary payment reduction for three months. If the borrower meets the temporary payment reduction requirements during the first three-month term, they may qualify for a payment reduction for an additional three months. Receiving an additional three months of payment reduction is considered an other-than-insignificant payment delay and becomes a short-term payment reduction modification. The short-term payment reduction modification results in a term extension of five to eight months compared to the original maturity date of the loan and does not include any principal or interest forgiveness. At the time of receiving a payment reduction, a delinquent loan resets to current status. However, if a borrower fails to comply with the modified terms, the delinquency status returns to the original contractual terms of the loan. Borrowers who were in their first three months of temporary payment reduction had a total of $14.5 million of loan balances at amortized cost outstanding as of December 31, 2024, and may subsequently be eligible for a short-term payment reduction modification.

Permanent loan modifications include both a reduction in contractual interest rates and an extension to the contractual maturity date of up to twelve months and do not include any principal forgiveness. To qualify for this modification, borrowers must meet the Company's debt-to-income ratio requirements. During the years ended December 31, 2024 and 2023, the weighted-average interest rate reduction under this program was approximately 8.0% and 9.2%, respectively. The weighted-average maturity date extension was approximately twelve months for all periods.

Debt settlement modifications, which include engaging with third-party debt settlement companies, reduce the principal and interest amounts owed by borrowers. The Company typically charges-off such loans within a few months following the modification, as payments under the modified agreement are less than the original contractual amounts.
The following table presents the delinquency status of the amortized cost of loan modifications as of the periods presented below that were modified during the preceding twelve months:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Short-term Payment Reduction | Permanent Loan Modification | Debt Settlement | Short-term Payment Reduction | Permanent Loan Modification | Debt Settlement |
| Unsecured personal loans | | | | | | |
| Current | $ 21,471 | $ 5,285 | $ 43 | $ 4,533 | $ 3,208 | $ 70 |
| 30-59 days | 1,851 | 247 | 19 | 149 | 199 | 85 |
| 60-89 days | 1,462 | 159 | 811 | 105 | 67 | 669 |
| 90 or more days | 1,637 | 183 | 4,758 | 80 | 185 | 6,526 |
| Total loan modifications | $ 26,421 | $ 5,874 | $ 5,631 | $ 4,867 | $ 3,659 | $ 7,350 |

A modified loan is generally charged-off in the event of a borrower defaulting at 120 days past due. The table below presents the total amount of charge-offs during the period for loan modifications that were entered into within the preceding twelve months of charge-off:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Short-term payment reduction | $ 7,945 | $ 224 |
| Permanent loan modification | 2,136 | 308 |
| Debt settlement | 72,845 | 53,111 |
| Total loan modifications – unsecured personal loans | $ 82,926 | $ 53,643 |

***Nonaccrual Assets***

Nonaccrual loans and leases are those for which accrual of interest has been suspended. Loans and leases are generally placed on nonaccrual status when contractually past due 90 days or more, or earlier if management believes that the probability of collection does not warrant further accrual.

Certain loans on nonaccrual status may be considered collateral-dependent loans if the borrower is experiencing financial difficulty and repayment of the loan is expected to be substantially through sale of the collateral. Such loans are secured by various types of collateral, including real estate, auto, equipment, among others. Expected credit losses for the Company's collateral-dependent loans are calculated as the difference between the amortized cost basis and the fair value of the underlying collateral less costs to sell, if applicable. The fair value of the underlying collateral is generally based on third-party appraisals, which are updated on a case-by-case basis.
The following table presents nonaccrual loans and leases:

| Year Ended December 31, | 2024 | | 2023 | |
|---|---|---|---|---|
| | Nonaccrual | Nonaccrual with no related ACL[1] | Nonaccrual | Nonaccrual with no related ACL[1] |
| Unsecured personal | $ 21,387 | $ — | $ 30,132 | $ — |
| Residential mortgages | 295 | 295 | 312 | 312 |
| Secured consumer | 337 | — | 217 | — |
| Total nonaccrual consumer loans held for investment | 22,019 | 295 | 30,661 | 312 |
| Equipment finance | 4,516 | — | — | — |
| Commercial real estate | 18,280 | 5,345 | 9,663 | 2,187 |
| Commercial and industrial | 27,489 | 7,501 | 4,058 | 1,590 |
| Total nonaccrual commercial loans and leases held for investment [2] | 50,285 | 12,846 | 13,721 | 3,777 |
| Total nonaccrual loans and leases held for investment | $ 72,304 | $ 13,141 | $ 44,382 | $ 4,089 |

[1] Subset of total nonaccrual loans and leases.

[2] Includes $31.2 million and $10.4 million in loan balances guaranteed by the SBA as of December 31, 2024 and 2023, respectively.

| Year Ended December 31, | 2024 | | 2023 | |
|---|---|---|---|---|
| | Nonaccrual | Nonaccrual Ratios[1] | Nonaccrual | Nonaccrual Ratios[1] |
| Total nonaccrual consumer loans held for investment | $ 22,019 | 0.6 % | $ 30,661 | 0.7 % |
| Total nonaccrual commercial loans and leases held for investment | 50,285 | 8.2 % | 13,721 | 2.0 % |
| Total nonaccrual loans and leases held for investment | $ 72,304 | 1.8 % | $ 44,382 | 0.9 % |

[1] Calculated as the ratio of non-accruing loans and leases to loans and leases HFI at amortized cost.

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**Securitizations and Variable Interest Entities**

**[Transfers and Servicing [Abstract]]**

[Securitizations and Variable Interest Entities]

**12 Months Ended**

**Dec. 31, 2024**

Securitizations and Variable Interest Entities
The following table presents the classifications of assets and liabilities on the Company's Balance Sheet for its transactions with VIEs, which include Structured Program transactions. The Company also has various forms of involvement with VIEs, including servicing loans and holding senior asset-backed securities or subordinated interests in the VIEs. Additionally, the carrying amount of assets and liabilities in the table below excludes intercompany balances that were eliminated in consolidation.

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Consolidated | Unconsolidated | Total | Consolidated | Unconsolidated | Total |
| **Assets** | | | | | | |
| Restricted cash | $ — | $ — | $ — | $ 3,454 | $ — | $ 3,454 |
| Securities available for sale at fair value | — | 3,069,771 | 3,069,771 | — | 1,249,796 | 1,249,796 |
| Loans held for investment at fair value [1] | — | — | — | 970 | — | 970 |
| Other assets | — | 46,269 | 46,269 | 14 | 31,531 | 31,545 |
| **Total assets** | $ — | $ 3,116,040 | $ 3,116,040 | $ 4,438 | $ 1,281,327 | $ 1,285,765 |
| **Liabilities** | | | | | | |
| Borrowings [1] | — | — | — | 2,888 | — | 2,888 |
| Other liabilities | — | 6,313 | 6,313 | 4 | 3,301 | 3,305 |
| **Total liabilities** | $ — | $ 6,313 | $ 6,313 | $ 2,892 | $ 3,301 | $ 6,193 |
| **Total net assets (maximum loss exposure)** | $ — | $ 3,109,727 | $ 3,109,727 | $ 1,546 | $ 1,278,026 | $ 1,279,572 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

The maximum loss exposure shown in the table above represents the estimated loss that would be incurred under severe, hypothetical circumstances, for which the Company believes the possibility is extremely remote, such as where the value of interests and any associated collateral declines to zero. Accordingly, this required disclosure is not an indication of expected losses.
The following table summarizes activity related to unconsolidated VIEs where the transfers were accounted for as a sale on the Company's financial statements:

| December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Fair value of consideration received: | | | |
| Cash | $ 394,205 | $ 172,397 | $ 5,320 |
| Net securities retained from Structured Program transactions | 2,711,693 | 1,299,313 | 2,180 |
| Other assets (liabilities), net | 35,877 | 16,740 | (3,794) |
| Total consideration | 3,141,775 | 1,488,450 | 3,706 |
| Fair value of loans sold | (3,079,628) | (1,474,077) | (39,519) |
| Sale of senior securities related to Structured Program transactions | (30,000) | — | — |
| Deconsolidation of debt | 880 | — | 36,072 |
| Principal derecognized from loans securitized or sold | (737) | — | — |
| Gain on sales of loans and securities [1] | $ 32,290 | $ 14,373 | $ 259 |
| | | | |
| Cash proceeds from continuing involvement: | | | |
| Servicing and other administrative fees | $ 27,047 | $ 5,475 | $ 8,618 |
| Interest received on securities retained from Structured Program transactions | $ 164,807 | $ 22,786 | $ 7,285 |

[1] Consists primarily of servicing assets recognized at the time of sale, less any transaction costs, and excludes origination fees and fair value adjustments recognized prior to the sale. Prior period amounts have been reclassified to conform to the current period presentation.

In 2023, the Company resumed its Structured Program transactions with its newly launched Structured Certificates. In this structure, the Company has primarily retained (but may sell) the senior securities at a fixed rate, along with the amount required pursuant to the U.S. Risk Retention Rules, and sells the residual certificates to marketplace investors. There is no direct recourse to the Company's assets and holders of the securities can look only to those assets of the VIEs that issued those securities. The residual certificates are subject principally to the credit and prepayment risk stemming from the underlying pool of unsecured personal loans. See "*Note 4. Securities Available for Sale*" for additional information related to these securities.

As of December 31, 2024, the aggregate unpaid principal balance held by unconsolidated VIEs was $3.5 billion, of which $44.7 million was attributable to off-balance sheet loans that were 30 days or more past due. As of December 31, 2023, the aggregate unpaid principal balance held by unconsolidated VIEs was $1.6 billion, of which $9.5 million was attributable to off-balance sheet loans that were 30 days or more past due. For such loans, the Company would only experience a loss if it was required to repurchase a loan due to a breach in representations and warranties associated with its loan sale or servicing contracts.

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**Fair Value Measurements**

**12 Months Ended**
**Dec. 31, 2024**

**Fair Value Disclosures [Abstract]**

Fair Value Measurements

Fair Value Measurements

For a description of the fair value hierarchy and the Company's fair value methodologies, see "*Note 1. Summary of Significant Accounting Policies.*" The Company records certain assets and liabilities at fair value as listed in the following tables.

***Recurring Fair Value Measurements***

The following tables present, by level within the fair value hierarchy, the Company's assets and liabilities measured at fair value on a recurring basis:

| December 31, 2024 | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|
| **Assets:** | | | | |
| Loans held for sale at fair value | $ — | $ — | $ 636,352 | $ 636,352 |
| Loans held for investment at fair value | — | — | 1,027,798 | 1,027,798 |
| Securities available for sale: | | | | |
| Senior asset-backed securities related to Structured Program transactions | — | — | 2,899,824 | 2,899,824 |
| U.S. agency residential mortgage-backed securities | — | 226,925 | — | 226,925 |
| Other asset-backed securities related to Structured Program transactions | — | — | 169,948 | 169,948 |
| U.S. agency securities | — | 75,946 | — | 75,946 |
| Mortgage-backed securities | — | 56,674 | — | 56,674 |
| Other asset-backed securities | — | 20,792 | — | 20,792 |
| Municipal securities | — | 2,539 | — | 2,539 |
| Total securities available for sale | — | 382,876 | 3,069,772 | 3,452,648 |
| Servicing assets | — | — | 60,697 | 60,697 |
| Other assets | — | 5,820 | — | 5,820 |
| **Total assets** | $ — | $ 388,696 | $ 4,794,619 | $ 5,183,315 |
| | | | | |
| **Liabilities:** | | | | |
| Other liabilities | $ — | $ 5,019 | $ 11,799 | $ 16,818 |
| **Total liabilities** | $ — | $ 5,019 | $ 11,799 | $ 16,818 |

| December 31, 2023 | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|
| **Assets:** | | | | |
| Loans held for sale at fair value | $ — | $ — | $ 407,773 | $ 407,773 |
| Loans held for investment at fair value [1] | — | — | 272,678 | 272,678 |
| Securities available for sale: | | | | |
| Senior asset-backed securities related to Structured Program transactions | — | — | 1,176,403 | 1,176,403 |
| U.S. agency residential mortgage-backed securities | — | 224,596 | — | 224,596 |
| U.S. agency securities | — | 80,104 | — | 80,104 |
| Other asset-backed securities related to Structured Program transactions | — | — | 73,393 | 73,393 |
| Mortgage-backed securities | — | 37,076 | — | 37,076 |
| Other asset-backed securities | — | 26,101 | — | 26,101 |
| Municipal securities | — | 2,589 | — | 2,589 |
| Total securities available for sale | — | 370,466 | 1,249,796 | 1,620,262 |
| Servicing assets | — | — | 77,680 | 77,680 |
| Other assets | — | 3,525 | — | 3,525 |
| **Total assets** | $ — | $ 373,991 | $ 2,007,927 | $ 2,381,918 |
| | | | | |
| **Liabilities:** | | | | |
| Borrowings [1] | $ — | $ — | $ 12,956 | $ 12,956 |
| Other liabilities | — | 12,072 | 7,655 | 19,727 |
| **Total liabilities** | $ — | $ 12,072 | $ 20,611 | $ 32,683 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

Financial instruments are categorized in the valuation hierarchy based on the significance of observable or unobservable factors in the overall fair value measurement. For the financial instruments listed in the tables above that do not trade in an active market with readily observable prices, the Company uses significant unobservable inputs to measure the fair value of these assets and liabilities. The Company primarily uses a DCF model to estimate the fair value of Level 3 instruments based on the present value of estimated future cash flows. This model uses inputs that are inherently judgmental and reflect the Company's best estimates of the assumptions a market participant would use to calculate fair value. The Company did not transfer any assets or liabilities in or out of Level 3 during the years ended December 31, 2024 or 2023.

The following significant unobservable inputs, as applicable, were used in the fair value measurement of the Company's Level 3 assets:

- *Discount rate* – The weighted-average rate at which the expected cash flows are discounted to arrive at the net present value of the loan. The discount rate is primarily determined based on marketplace investor return expectations.
- *Annualized net charge-off rate* – The annualized rate of average charge-offs, net of recoveries, expressed as a percentage of the average principal balance of loan pools with similar risk characteristics. The calculation of this annualized rate also incorporates a qualitative estimate of credit losses based on the Company's current macroeconomic outlook.
- *Annualized prepayment rate* – The annualized rate of prepayments expressed as a percentage of the average principal balance of loan pools with similar risk characteristics.

An increase in each of the inputs above, in isolation, would result in a decrease in the fair value measurement.

The sensitivity calculations are hypothetical and should not be considered to be predictive of future performance. The effect on fair value of a variation in assumptions generally cannot be determined because the relationship of the change in assumptions to the fair value may not be linear. Changes in one factor may lead to changes in other factors, which could impact the hypothetical results.

***Loans Held for Sale at Fair Value***

Significant Unobservable Inputs

The following significant unobservable inputs were used in the fair value measurement of loans HFS:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.1 % | 11.9 % | 7.9 % | 8.1 % | 10.3 % | 9.0 % |
| Annualized net charge-off rate [1] | 1.8 % | 21.2 % | 5.4 % | 2.7 % | 12.9 % | 6.5 % |
| Annualized prepayment rate [1] | 15.0 % | 27.6 % | 20.4 % | 15.7 % | 22.5 % | 19.9 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

Fair Value Sensitivity

The sensitivity of loans HFS at fair value to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Loans held for sale at fair value | $ 636,352 | $ 407,773 |
| Expected remaining weighted-average life (in years) | 1.4 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (7,663) | $ (5,093) |
| 200 basis point increase | $ (15,174) | $ (10,051) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (6,436) | $ (5,102) |
| 20% increase | $ (12,937) | $ (10,184) |
| Annualized prepayment rate: | | |
| 10% increase | $ (1,274) | $ (851) |
| 20% increase | $ (2,444) | $ (1,628) |

Fair Value Reconciliation

The following table presents loans HFS at fair value activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 407,773 | $ 110,400 |
| Originations and purchases | 5,194,160 | 4,942,457 |
| Sales | (4,576,779) | (4,634,155) |
| Principal payments | (231,624) | (70,350) |
| Transfers from loans held for investment | — | 195,106 |
| Realized charge-offs, net of recoveries, recorded in earnings | (20,336) | (13,597) |
| Fair value adjustments recorded in earnings | (136,842) | (122,088) |
| **Fair value at end of period** | $ 636,352 | $ 407,773 |

The following table summarizes the aggregate fair value of the Company's HFS loans, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 657,984 | $ 3,719 | $ 431,955 | $ 1,395 |
| Cumulative fair value adjustments | (21,632) | (3,012) | (24,182) | (1,102) |
| Fair value of loans held for sale | $ 636,352 | $ 707 | $ 407,773 | $ 293 |

***Loans Held for Investment at Fair Value***

Loans HFI at fair value consists primarily of a loan portfolio that was purchased with a $1.3 billion outstanding principal balance during the third quarter of 2024. This portfolio consisted of loans that the Company previously originated and sold. Due to the short remaining duration of the acquired loan portfolio, the Company has elected to account for the HFI loan portfolio under the fair value option.

The tables presented below for the 2023 comparative period exclude retail and certificate loans held for investment at fair value, which totaled $10.5 million at December 31, 2023. The Company did not assume principal or interest rate risk on such loans that were funded by its member payment-dependent self-directed retail program (Retail Program) because loan balances, interest rates and maturities were matched and offset by an equal balance of notes with the exact same interest rates and maturities. As of December 31, 2024, there were no remaining retail and certificate loans held for investment at fair value.

Significant Unobservable Inputs

The following significant unobservable inputs were used in the fair value measurement of loans HFI:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.2 % | 21.8 % | 10.5 % | 8.4 % | 16.2 % | 12.8 % |
| Annualized net charge-off rate [1] | 3.0 % | 20.2 % | 6.6 % | 1.9 % | 5.9 % | 3.7 % |
| Annualized prepayment rate [1] | 15.6 % | 21.4 % | 19.3 % | 18.6 % | 27.7 % | 22.6 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

Fair Value Sensitivity

The sensitivity of loans HFI at fair value to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Loans held for investment at fair value | $ 1,027,798 | $ 262,190 |
| Expected remaining weighted-average life (in years) | 0.9 | 0.9 |
| Discount rate: | | |
| 100 basis point increase | $ (7,832) | $ (1,957) |
| 200 basis point increase | $ (15,557) | $ (3,888) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (11,821) | $ (1,753) |
| 20% increase | $ (25,428) | $ (3,595) |
| Annualized prepayment rate: | | |
| 10% increase | $ (4,813) | $ (857) |
| 20% increase | $ (9,854) | $ (1,675) |

Fair Value Reconciliation

The following table presents loans HFI at fair value activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 262,190 | $ 925,938 |
| Purchases | 1,396,223 | 4,243 |
| Principal payments | (618,472) | (485,043) |
| Transfers to loans held for sale | — | (195,106) |
| Interest income accretion and fair value adjustments recorded in earnings | (12,143) | 12,158 |
| **Fair value at end of period** | $ 1,027,798 | $ 262,190 |

The following table summarizes the aggregate fair value of the Company's HFI loans held at fair value, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 1,097,511 | $ 14,616 | $ 281,031 | $ 3,774 |
| Cumulative fair value adjustments | (69,713) | (11,836) | (18,841) | (3,037) |
| Fair value of loans held for investment | $ 1,027,798 | $ 2,780 | $ 262,190 | $ 737 |

***Asset-Backed Securities Related to Structured Program Transactions***

*Senior Asset-Backed Securities Related to Structured Program Transactions*

Significant Unobservable Inputs

The following significant unobservable input, which includes credit spreads, was used in the fair value measurement of senior asset-backed securities related to Structured Program transactions:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 6.0 % | 6.0 % | 6.0 % | 7.0 % | 7.0 % | 7.0 % |

Fair Value Sensitivity

The sensitivity in the fair value of senior asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of interests held** | $ 2,899,824 | $ 1,176,403 |
| Expected remaining weighted-average life (in years) | 1.2 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (37,315) | $ (18,016) |
| 200 basis point increase | $ (74,630) | $ (36,033) |

Fair Value Reconciliation

The following table presents senior asset-backed securities related to Structured Program transactions activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 1,176,403 | $ — |
| Additions | 2,558,003 | 1,225,796 |
| Sales | (30,114) | — |
| Cash received | (823,331) | (60,283) |
| Change in unrealized gain | 18,863 | 10,890 |
| **Fair value at end of period** | $ 2,899,824 | $ 1,176,403 |

*Other Asset-Backed Securities Related to Structured Program Transactions*

Significant Unobservable Inputs

The following significant unobservable inputs were used in the fair value measurement of other asset-backed securities related to Structured Program transactions:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.1 % | 11.0 % | 7.9 % | 8.1 % | 10.3 % | 9.0 % |
| Annualized net charge-off rate [1] | 3.4 % | 7.4 % | 5.0 % | 4.9 % | 5.9 % | 5.5 % |
| Annualized prepayment rate [1] | 18.7 % | 20.9 % | 20.5 % | 19.2 % | 21.0 % | 20.1 % |

[1] The weighted-average rate is calculated using the original principal balance of each security.

Fair Value Sensitivity

The sensitivity in the fair value of other asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of interests held** | $ 169,948 | $ 73,393 |
| Expected remaining weighted-average life (in years) | 1.3 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (1,909) | $ (927) |
| 200 basis point increase | $ (3,783) | $ (1,836) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (1,778) | $ (882) |
| 20% increase | $ (3,567) | $ (1,771) |
| Annualized prepayment rate: | | |
| 10% increase | $ (432) | $ (203) |
| 20% increase | $ (835) | $ (430) |

Fair Value Reconciliation

The following table presents other asset-backed securities related to Structured Program transactions activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 73,393 | $ 12,469 |
| Additions | 153,690 | 73,516 |
| Cash received | (53,219) | (12,634) |
| Credit loss expense for securities available for sale | (3,217) | — |
| Change in unrealized gain (loss) | (699) | 42 |
| **Fair value at end of period** | $ 169,948 | $ 73,393 |

***Servicing Assets***

Significant Unobservable Inputs

The following significant unobservable inputs were used in the fair value measurement for servicing assets related to loans sold to investors:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 8.7 % | 17.3 % | 10.8 % | 8.7 % | 17.3 % | 11.3 % |
| Annualized net charge-off rate [1] | 1.8 % | 21.2 % | 8.2 % | 1.9 % | 24.0 % | 8.7 % |
| Annualized prepayment rate [1] | 14.8 % | 27.5 % | 20.0 % | 15.6 % | 25.7 % | 20.3 % |
| Market servicing rate [2] | 0.62 % | 0.62 % | 0.62 % | 0.62 % | 0.62 % | 0.62 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

[2] The fees a willing market participant would require for the servicing of loans with similar characteristics as those in the Company's serviced portfolio.

Fair Value Sensitivity

The sensitivity of the fair value of servicing assets to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of servicing assets** | $ 60,697 | $ 77,680 |
| Expected remaining weighted-average life (in years) | 1.2 | 1.2 |
| Discount rate: | | |
| 100 basis point increase | $ (519) | $ (675) |
| 200 basis point increase | $ (1,038) | $ (1,349) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (551) | $ (878) |
| 20% increase | $ (1,102) | $ (1,756) |
| Annualized prepayment rate: | | |
| 10% increase | $ (1,359) | $ (1,550) |
| 20% increase | $ (2,718) | $ (3,100) |

The Company's selection of the most representative market servicing rates for servicing assets is inherently judgmental. The Company reviews third-party servicing rates for its loans, loans in similar credit sectors, and market servicing benchmarking analyses provided by third-party valuation firms, when available. The table below shows the impact on the estimated fair value of servicing assets, calculated using different market servicing rate assumptions:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Weighted-average market servicing rate assumptions** | 0.62 % | 0.62 % |
| Change in fair value from: | | |
| Market servicing rate increase by 0.10% | $ (6,940) | $ (8,719) |
| Market servicing rate decrease by 0.10% | $ 6,940 | $ 8,719 |

Fair Value Reconciliation

The following table presents servicing assets activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 77,680 | $ 84,308 |
| Issuances [1] | 58,396 | 56,032 |
| Change in fair value, included in Marketplace Revenue | (75,359) | (62,581) |
| Other net changes | (20) | (79) |
| **Fair value at end of period** | $ 60,697 | $ 77,680 |

[1] Represents the servicing assets recorded when the loans are sold. Included in "Gain on sales of loans" within "Marketplace revenue" on the Income Statement.

***Financial Instruments Not Recorded at Fair Value***

The following tables present the carrying amount and estimated fair values, by level within the fair value hierarchy, of the Company's assets and liabilities that are not recorded at fair value on a recurring basis:

| December 31, 2024 | Carrying Amount | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|---|
| **Assets:** | | | | | |
| Loans and leases held for investment, net | $ 3,889,084 | $ — | $ — | $ 4,051,497 | $ 4,051,497 |
| Other assets | 40,466 | — | 40,143 | 661 | 40,804 |
| **Total assets** | $ 3,929,550 | $ — | $ 40,143 | $ 4,052,158 | $ 4,092,301 |
| **Liabilities:** | | | | | |
| Deposits [1] | $ 2,294,214 | $ — | $ — | $ 2,306,373 | $ 2,306,373 |
| Other liabilities | 44,801 | — | 22,833 | 21,968 | 44,801 |
| **Total liabilities** | $ 2,339,015 | $ — | $ 22,833 | $ 2,328,341 | $ 2,351,174 |

| December 31, 2023 | Carrying Amount | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|---|
| **Assets:** | | | | | |
| Loans and leases held for investment, net | $ 4,539,915 | $ — | $ — | $ 4,675,354 | $ 4,675,354 |
| Other assets | 37,605 | — | 36,884 | 1,017 | 37,901 |
| **Total assets** | $ 4,577,520 | $ — | $ 36,884 | $ 4,676,371 | $ 4,713,255 |
| **Liabilities:** | | | | | |
| Deposits [1] | $ 1,714,889 | $ — | $ — | $ 1,714,203 | $ 1,714,203 |
| Borrowings | 6,398 | — | — | 6,398 | 6,398 |
| Other liabilities | 59,015 | — | 36,823 | 22,192 | 59,015 |
| **Total liabilities** | $ 1,780,302 | $ — | $ 36,823 | $ 1,742,793 | $ 1,779,616 |

[1] Excludes deposit liabilities with no defined or contractual maturities.

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**Derivative Instruments and Hedging Activities**

**12 Months Ended**

**Dec. 31, 2024**

**Derivative Instruments and Hedging Activities Disclosure [Abstract]**

Derivative Instruments and Hedging Activities

Derivative Instruments and Hedging Activities

In 2023, the Company started using derivative instruments, including interest rate swaps and interest rate caps, to manage exposure to interest rate risk associated with its fixed-rate assets. In addition, the Company provides credit support agreements to a limited number of strategic investors which are accounted for as credit derivative liabilities.

***Derivatives Not Designated as Accounting Hedges***

The table below presents the notional and gross fair value amounts of the Company's derivatives that are not designated as accounting hedges:

| | December 31, 2024 | | | December 31, 2023 | |
|---|---|---|---|---|---|
| | Notional | Derivative Asset [1] | Derivative Liability [1] | Notional | Derivative Liability [1] |
| Credit derivatives [2] | $ 12,484 | $ — | $ (10,930) | $ 7,307 | $ (6,372) |
| Interest rate caps | 200,000 | 72 | — | — | — |
| Total | $ 212,484 | $ 72 | $ (10,930) | $ 7,307 | $ (6,372) |

[1] Recorded in "Other assets" or "Other liabilities," as applicable, on the Balance Sheet and in "Operating activities" on the Statement of Cash Flows.

[2] Represent credit support agreements related to loan sales, whereby the Company is obligated to make payments to a limited number of strategic investors approximately 18 months after sale if credit losses exceed certain initial agreed-upon thresholds, subject to a maximum dollar amount. The notional amount represents the Company's maximum dollar exposure. The fair value of the credit derivatives is based on the combined impact of both the quantitative and qualitative credit loss forecast.

The table below presents the losses recognized on the Company's derivatives that are not designated as accounting hedges:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Credit derivatives [1] | $ (4,558) | $ (6,372) |
| Interest rate caps [2] | (394) | — |
| Total losses | $ (4,952) | $ (6,372) |

[1] The initial fair value of the credit derivative liabilities is recorded in "Gain on sales of loans" with changes in the fair value recorded in "Net fair value adjustments," both within "Marketplace revenue" on the Income Statement.

[2] Changes in the fair value of the interest rate cap are recorded in "Net fair value adjustments" within "Marketplace revenue" on the Income Statement.

***Derivatives Designated as Accounting Hedges***

The Company is exposed to changes in the fair value of its fixed-rate assets due to changes in benchmark interest rates. The Company entered into interest rate swaps to manage its exposure to changes in fair value of these assets attributable to changes in the Secured Overnight Financing Rate (SOFR). The interest rate swaps qualify as fair value hedges and involve the payment of fixed-rate amounts to a counterparty in exchange for the receipt of variable-rate payments over the life of the agreements.
The table below presents the notional and gross fair value amounts of the Company's interest rate swaps used for hedging:

| | December 31, 2024 | | | December 31, 2023 | |
|---|---|---|---|---|---|
| | Notional | Derivative Asset [1] | Derivative Liability [1] | Notional | Derivative Liability [1] |
| Unsecured personal loans | $ 1,075,000 | $ 1,323 | $ (2,976) | $ 1,500,000 | $ (8,547) |
| Securities available for sale | 225,000 | 2,382 | — | — | — |
| Total interest rate swaps | $ 1,300,000 | $ 3,705 | $ (2,976) | $ 1,500,000 | $ (8,547) |

[1] Recorded in "Other assets" or "Other liabilities," as applicable, on the Balance Sheet and in "Operating activities" on the Statement of Cash Flows.

The following table summarizes the gains (losses) recognized on the Company's fair value hedges:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Unsecured personal loans: | | |
| Hedged item | $ (7,009) | $ 8,881 |
| Derivatives used for hedging | 6,894 | (8,547) |
| Interest settlement on derivative [1] | 4,539 | 2,514 |
| Total gain on hedged unsecured personal loans [2] | 4,424 | 2,848 |
| Securities available for sale: | | |
| Hedged item | (2,197) | — |
| Derivatives used for hedging | 2,382 | — |
| Interest settlement on derivative [1] | 806 | — |
| Total gain on hedged securities available for sale [3] | $ 991 | $ — |
| Total gains on fair value hedges | $ 5,415 | $ 2,848 |

[1] Includes accrued interest receivable and accrued interest payable.

[2] Recorded in "Interest and fees on loans and leases held for investment" on the Income Statement.

[3] Recorded in "Interest on securities available for sale" on the Income Statement.

The following table presents the cumulative basis adjustments for fair value hedges:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| Balance Sheet Line Item | Carrying Amount of Closed Portfolio [1] | Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged Items | Carrying Amount of Closed Portfolio [1] | Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged Items |
| Securities available for sale | $ 2,255,848 | $ (2,197) | $ — | $ — |
| Loans and leases held for investment | $ 1,388,222 | $ 1,872 | $ 3,109,854 | $ 8,881 |

[1] Represents the total closed portfolio of assets (at amortized cost) designated in a portfolio method hedge relationship in which the hedged item is a stated layer that is expected to be remaining at the end of the hedging relationship. At December 31, 2024, the amortized cost of AFS securities and unsecured personal loans, designated as the hedged items in the portfolio layer hedging relationship, was $225.0 million and $1.075 billion, respectively. At December 31, 2023, the amortized cost of unsecured personal loans designated as the hedged item in the portfolio layer hedging relationship was $1.5 billion.

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**Property, Equipment and Software, Net**

**12 Months Ended**

**Dec. 31, 2024**

**Property, Plant and Equipment [Abstract]**

Property, Equipment and Software, Net

Property, Equipment and Software, Net

Property, equipment and software, net, consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Software [1] | $ 222,000 | $ 209,260 |
| Leasehold improvements | 30,699 | 30,764 |
| Computer equipment | 22,216 | 21,654 |
| Furniture and fixtures | 5,554 | 5,845 |
| Total property, equipment and software | 280,469 | 267,523 |
| Accumulated depreciation and amortization | (112,937) | (106,006) |
| Total property, equipment and software, net | $ 167,532 | $ 161,517 |

[1] Includes $43.4 million and $66.9 million of development in progress for internally-developed software and $7.1 million and $4.6 million of development in progress to customize purchased software as of December 31, 2024 and 2023, respectively.

Depreciation and amortization expense on property, equipment and software was $49.8 million, $43.0 million and $39.0 million for the years ended December 31, 2024, 2023 and 2022, respectively.

The Company recognized impairment expense of $5.5 million on its internally-developed software for the year ended December 31, 2024. This was recorded within "Depreciation and amortization" expense on the Income Statement. No impairment was recorded for the years ended December 31, 2023 and 2022.

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**Goodwill and**

**12 Months Ended**

**Intangible Assets** **Dec. 31, 2024**

**Goodwill and Intangible Assets Disclosure [Abstract]**

Goodwill and Intangible Assets

***Goodwill***

The Company's Goodwill balance was $75.7 million as of both December 31, 2024 and 2023. The Company did not record any goodwill impairment expense during the years ended December 31, 2024, 2023 and 2022. Goodwill is not amortized, but is subject to annual impairment tests that are performed in the fourth quarter of each calendar year. For additional detail, see "*Note 1. Summary of Significant Accounting Policies*."

***Intangible Assets***

Intangible assets consist of customer relationships. Intangible assets, net of accumulated amortization, are included in "Other assets" on the Balance Sheet. The gross and net carrying values and accumulated amortization were as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Gross carrying value | $ 54,500 | $ 54,500 |
| Accumulated amortization | (45,914) | (42,365) |
| Net carrying value | $ 8,586 | $ 12,135 |

The customer relationship intangible assets are amortized on an accelerated basis from ten to fourteen years. Amortization expense associated with intangible assets for the years ended December 31, 2024, 2023 and 2022 was $3.5 million, $4.2 million and $4.8 million, respectively. There was no impairment loss for the years ended December 31, 2024, 2023 and 2022.

The expected future amortization expense for intangible assets as of December 31, 2024, is as follows:

| | |
|---|---|
| 2025 | $ 2,901 |
| 2026 | 2,252 |
| 2027 | 1,603 |
| 2028 | 945 |
| 2029 | 568 |
| Thereafter | 317 |
| Total | $ 8,586 |

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**Other Assets** **12 Months Ended Dec. 31, 2024**

**Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]**

Other Assets

Other Assets

Other assets consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Deferred tax assets, net [1] | $ 137,155 | $ 151,411 |
| Servicing assets [2] | 61,020 | 78,401 |
| Nonmarketable equity investments | 44,114 | 42,891 |
| Accrued interest receivable | 40,388 | 35,793 |
| Operating lease assets | 21,304 | 26,611 |
| Intangible assets, net [3] | 8,586 | 12,135 |
| Other | 91,415 | 108,211 |
| Total other assets | $ 403,982 | $ 455,453 |

[1] See "*Note 17. Income Taxes*" for additional detail.

[2] Loans underlying servicing assets had a total outstanding principal balance of $7.3 billion and $9.5 billion as of December 31, 2024 and 2023, respectively.

[3] See "*Note 10. Goodwill and Intangible Assets*" for additional detail.

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**Deposits** **12 Months Ended Dec. 31, 2024**

**Other Liabilities Disclosure [Abstract]**

Deposits

Deposits

Deposits consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Interest-bearing deposits: | | |
| Savings and money market accounts | $ 5,903,869 | $ 4,349,239 |
| Certificates of deposit [1] | 2,294,214 | 1,714,889 |
| Checking accounts | 478,036 | 937,552 |
| Total | $ 8,676,119 | $ 7,001,680 |
| Noninterest-bearing deposits | 392,118 | 331,806 |
| Total deposits | $ 9,068,237 | $ 7,333,486 |

[1] As of December 31, 2024 and 2023, certificates of deposit in excess of the FDIC insurance limit of $250 thousand per account holder totaled $276.0 million and $150.1 million, respectively.

Total certificates of deposit at December 31, 2024 are scheduled to mature as follows:

| | |
|---|---|
| 2025 | $ 1,801,144 |
| 2026 | 461,873 |
| 2027 | 19,097 |
| 2028 | 2,057 |
| 2029 | 10,043 |
| Total certificates of deposit | $ 2,294,214 |

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**Borrowings** **12 Months Ended Dec. 31, 2024**

**Debt Disclosure [Abstract]**

Borrowings

Borrowings

***Borrowing Capacity***

The following table summarizes the Company's available borrowing capacity and the related pledged collateral:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Available Borrowing Capacity | Pledged Collateral | Available Borrowing Capacity | Pledged Collateral |
| FRB Discount Window | $ 2,635,034 | $ 3,245,547 | $ 2,816,501 | $ 3,507,541 |
| FHLB of Des Moines | 626,117 | 829,885 | 661,337 | 838,511 |
| Total | $ 3,261,151 | $ 4,075,432 | $ 3,477,838 | $ 4,346,052 |

***Long-term Debt***

As of December 31, 2023, the Company had debt outstanding of $19.4 million, consisting of $10.5 million related to its Retail Program, $6.4 million for advances from Paycheck Protection Program Liquidity Facility (with pledged collateral of $6.4 million), and $2.5 million for payable on Structured Program transaction borrowings (with pledged collateral of $3.9 million). The Company did not have any debt outstanding as of December 31, 2024.

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**Other Liabilities** **12 Months Ended Dec. 31, 2024**

**Other Liabilities [Abstract]**

Other Liabilities

Other Liabilities

Other liabilities consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Accounts payable and accrued expenses | $ 78,131 | $ 54,619 |
| Operating lease liabilities | 28,502 | 37,869 |
| Payable to investors [1] | 22,833 | 36,823 |
| Other | 91,075 | 93,490 |
| Total other liabilities | $ 220,541 | $ 222,801 |

[1] Represents principal and interest on loans collected by the Company and pending disbursement to investors.

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**Accumulated Other** **12 Months Ended**

**Comprehensive Loss** **Dec. 31, 2024**

**Equity [Abstract]**

Accumulated Other Comprehensive Loss

Accumulated Other Comprehensive Loss

Accumulated other comprehensive loss represents other cumulative gains and losses that are not reflected in earnings. The components of other comprehensive income (loss) were as follows:

| Year Ended December 31, | 2024 | | |
|---|---|---|---|
| | Before Tax | Tax Effect | Net of Tax |
| Change in net unrealized gain on securities available for sale | $ 9,836 | $ (3,775) | $ 6,061 |
| Other comprehensive income | 9,836 | (3,775) | 6,061 |

| Year Ended December 31, | 2023 | | |
|---|---|---|---|
| | Before Tax | Tax Effect | Net of Tax |
| Change in net unrealized gain on securities available for sale | $ 10,238 | $ (2,926) | $ 7,312 |
| Other comprehensive income | $ 10,238 | $ (2,926) | $ 7,312 |

| Year Ended December 31, | 2022 | | |
|---|---|---|---|
| | Before Tax | Tax Effect | Net of Tax |
| Change in net unrealized loss on securities available for sale | $ (61,326) | $ 16,664 | $ (44,662) |
| Other comprehensive loss | $ (61,326) | $ 16,664 | $ (44,662) |

Accumulated other comprehensive loss balances were as follows:

| | |
|---|---|
| **Balance at December 31, 2022** | **$ (37,616)** |
| Change in net unrealized gain on securities available for sale | 7,312 |
| **Balance at December 31, 2023** | **$ (30,304)** |
| Change in net unrealized gain on securities available for sale | 6,061 |
| **Balance at December 31, 2024** | **$ (24,243)** |

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**Employee Incentive Plans** **12 Months Ended Dec. 31, 2024**

**Share-Based Payment Arrangement [Abstract]**

Employee Incentive Plans

Employee Incentive Plans

The Company's equity incentive plans provide for granting awards, including RSUs, PBRSUs, cash awards and stock options to employees, officers and directors.

***Common Stock Reserved for Future Issuance***

Shares of common stock reserved for future issuance was as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Available for future RSU, PBRSU and stock option grants | 21,815,259 | 22,732,012 |
| Unvested RSUs, PBRSUs and stock options outstanding | 7,281,684 | 9,338,246 |
| Available for ESPP | 8,681,503 | 7,484,043 |
| Total reserved for future issuance | 37,778,446 | 39,554,301 |

***Stock-based Compensation***

Stock-based compensation expense, included in "Compensation and benefits" expense on the Income Statement, was as follows for the periods presented:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| RSUs | $ 43,841 | $ 57,213 | $ 66,495 |
| PBRSUs | 3,276 | 4,406 | 7,839 |
| Stock options | — | — | 46 |
| Stock-based compensation expense, gross | 47,117 | 61,619 | 74,380 |
| Less: Capitalized stock-based compensation expense | 7,048 | 9,230 | 8,018 |
| Stock-based compensation expense, net | $ 40,069 | $ 52,389 | $ 66,362 |

***Restricted Stock Units***

The following table summarizes the Company's RSU activity:

| | Number of Units | Weighted-Average Grant Date Fair Value |
|---|---|---|
| Unvested at December 31, 2023 | 6,999,831 | $ 9.42 |
| Granted | 4,319,757 | $ 8.99 |
| Vested | (4,445,168) | $ 9.92 |
| Forfeited/expired | (1,236,190) | $ 9.10 |
| Unvested at December 31, 2024 | 5,638,230 | $ 8.78 |

During the year ended December 31, 2024, the Company granted 4,319,757 RSUs with an aggregate fair value of $38.9 million.

As of December 31, 2024, there was $43.3 million of unrecognized compensation cost related to unvested RSUs, which is expected to be recognized over a weighted-average period of approximately 1.6 years, subject to any forfeitures.

***Performance-based Restricted Stock Units***

The Company's outstanding PBRSU awards consist of awards with a market-based metric and awards with an operating-based metric, all with a three-year performance period, following which any earned portion is immediately vested. With respect to PBRSU awards with a market-based metric, the compensation expense of the award is fixed at the time of grant (incorporating the probability of achieving the market-based metric) and expensed over the performance period. With respect to PBRSU awards with an operating-based metric, the compensation expense of the award is set at the time of grant (assuming a target level of achievement), subsequently adjusted for actual performance during the performance period and expensed over the performance/vesting period.
The following table summarizes the Company's PBRSU activity:

| | Number of Units | Weighted-Average Grant Date Fair Value |
|---|---|---|
| Unvested at December 31, 2023 | 1,469,813 | $ 12.60 |
| Granted | 462,060 | $ 8.59 |
| Forfeited/expired | (719,664) | $ 16.64 |
| Unvested at December 31, 2024 | 1,212,209 | $ 8.68 |

During the year ended December 31, 2024, the Company granted 462,060 PBRSUs with an aggregate fair value of $4.0 million.

As of December 31, 2024, there was $3.6 million of unrecognized compensation cost related to unvested PBRSUs, which is expected to be recognized over a weighted-average period of approximately 1.1 years, subject to any forfeitures.

***Stock Options***

The following table summarizes the activities for the Company's stock options:

| | Number of Options | Weighted-Average Exercise Price Per Share | Weighted-Average Remaining Contractual Life (in years) | Aggregate Intrinsic Value [1] (in thousands) |
|---|---|---|---|---|
| Outstanding and exercisable at December 31, 2023 | 868,602 | $ 39.02 | | |
| Exercised | (4,576) | $ 5.48 | | |
| Forfeited/Expired | (432,781) | $ 32.13 | | |
| Outstanding and exercisable at December 31, 2024 | 431,245 | $ 46.29 | 1.0 | $ — |

[1] The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying awards and the Company's closing stock price of $16.19 as reported on the New York Stock Exchange on December 31, 2024.

As of December 31, 2022, all stock options were fully vested and there was no unrecognized compensation cost remaining. Furthermore, there were no stock options granted during the years ended December 31, 2024, 2023 and 2022.

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**Income Taxes** **12 Months Ended Dec. 31, 2024**

**Income Tax Disclosure [Abstract]**

Income Taxes

Income Taxes

Income tax (expense) benefit consisted of the following:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Current: | | | |
| Federal | $ (316) | $ (3,180) | $ — |
| State | (2,551) | 5,060 | (20,812) |
| Total current tax (expense) benefit | (2,867) | 1,880 | (20,812) |
| Deferred: | | | |
| Federal | (10,997) | (11,427) | 121,520 |
| State | 128 | (6,131) | 35,940 |
| Total deferred (expense) benefit | (10,869) | (17,558) | 157,460 |
| Income tax (expense) benefit | $ (13,736) | $ (15,678) | $ 136,648 |

The table below presents a reconciliation of the income tax (expense) benefit at the statutory federal income tax rate to the income tax (expense) benefit at the effective income tax rate:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Statutory federal tax expense | $ (13,664) | $ (11,470) | $ (32,140) |
| State tax, net of federal tax (expense) benefit | (2,392) | (903) | 11,951 |
| Stock-based compensation tax (expense) benefit | (1,362) | (4,392) | 271 |
| Research and development tax credits | 5,931 | 4,600 | 10,907 |
| Change in valuation allowance | — | — | 154,081 |
| Change in unrecognized tax benefit | (1,779) | (1,380) | (3,438) |
| Non-deductible expenses | (1,576) | (2,351) | (4,737) |
| Benefit from intraperiod tax allocation | 868 | — | — |
| Other | 238 | 218 | (247) |
| Income tax (expense) benefit [1] | $ (13,736) | $ (15,678) | $ 136,648 |

[1] Income tax benefit of $136.6 million for the year ended December 31, 2022 was primarily due to the release of a $175.6 million valuation allowance against the Company's deferred tax assets, of which $143.5 million was primarily based on the Company's reassessment of the future realizability of its deferred tax assets.

The significant components of the Company's net deferred tax assets were as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| **Deferred tax assets:** | | |
| Net operating loss carryforwards | $ 54,981 | $ 60,432 |
| Allowance for loan and lease losses | 64,925 | 84,119 |
| Stock-based compensation | 4,849 | 7,399 |
| Unrealized loss on AFS securities | 9,096 | 12,484 |
| Deferred compensation | 9,862 | 6,574 |
| Reserves and accruals | 13,699 | 12,651 |
| Operating lease liabilities | 7,649 | 10,185 |
| Goodwill | 8,244 | 10,203 |
| Tax credit carryforwards | 31,416 | 27,924 |
| Other | 3,187 | 3,926 |
| Gross deferred tax assets | 207,908 | 235,897 |
| Valuation allowance | (46,325) | (46,108) |
| Total deferred tax assets | $ 161,583 | $ 189,789 |
| **Deferred tax liabilities:** | | |
| Internally developed software | $ (5,280) | $ (9,934) |
| Servicing assets | (1,708) | (2,171) |
| Operating lease assets | (5,717) | (7,157) |
| Leases | (11,283) | (13,121) |
| Other | (440) | (5,995) |
| Total deferred tax liabilities | $ (24,428) | $ (38,378) |
| Deferred tax assets, net | $ 137,155 | $ 151,411 |

As of December 31, 2024 and 2023, the Company maintained a valuation allowance of $46.3 million and $46.1 million, respectively, solely related to certain state net operating loss carryforwards (NOLs) and state tax credit carryforwards.

The table below provides information about the Company's NOLs and tax credit carryforwards by jurisdiction:

| | December 31, 2024 | Expiration |
|---|---|---|
| Tax loss carryforwards [1]: | | |
| Net operating loss – federal | $ 64,280 | Indefinite |
| Net operating loss – state | $ 494,329 | 2030 - 2042 |
| Net operating loss – state | $ 41,469 | Indefinite |
| Tax credit carryforwards [1]: | | |
| Research and development credits – federal | $ 36,802 | 2036 - 2044 |
| Research and development credits – state | $ 21,102 | Indefinite |

[1] The carryforwards, net of the valuation allowance for certain states, are expected to be fully utilized prior to expiration.

The table below presents a reconciliation of total unrecognized tax benefits:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Unrecognized tax benefits at beginning of year | $ 30,062 | $ 27,850 | $ 22,512 |
| Gross increase – tax positions related to prior years | 671 | (161) | 2,488 |
| Gross increase – tax positions related to current year | 2,340 | 2,373 | 2,850 |
| Unrecognized tax benefits at end of year | $ 33,073 | $ 30,062 | $ 27,850 |

As of December 31, 2024 and 2023, $22.4 million and $19.5 million, respectively, of unrecognized tax benefits, if recognized, would impact the Company's effective tax rate. The Company had $0.4 million accrued for the payment of interest and penalties related to unrecognized tax benefits as of December 31, 2024 and 2023. The Company does not expect any significant increases or decreases to its unrecognized benefits within the next twelve months.

The Company files income tax returns in the United States and various state jurisdictions. As of December 31, 2024, the Company's federal tax returns for 2020 and earlier, and state tax returns for 2019 and earlier were no longer subject to examination by the taxing authorities. However, tax credit carryforwards from closed periods may be subject to audit and re-examination by tax authorities when utilized in subsequent years.

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**Leases**

| | 12 Months Ended Dec. 31, 2024 |
|---|---|
| **Leases [Abstract]** | |
| Leases | Leases |

***Lessor Arrangements***

The Company has lessor arrangements which consist of sales-type leases for equipment (Equipment Finance). Such arrangements may include options to renew or to purchase the leased equipment at the end of the lease term. For the years ended December 31, 2024, 2023 and 2022, interest earned on Equipment Finance was $5.2 million, $8.9 million and $10.2 million, respectively, and is included in "Interest and fees on loans and leases held for investment" on the Income Statement.

The components of Equipment Finance assets are as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Lease receivables | $ 49,290 | $ 92,546 |
| Unguaranteed residual asset values | 20,728 | 28,913 |
| Unearned income | (6,125) | (11,072) |
| Deferred fees | 339 | 605 |
| Total | $ 64,232 | $ 110,992 |

Future minimum lease payments based on maturity of the Company's lessor arrangements as of December 31, 2024 were as follows:

| | |
|---|---|
| 2025 | $ 23,352 |
| 2026 | 14,078 |
| 2027 | 7,430 |
| 2028 | 4,457 |
| 2029 | 1,534 |
| Thereafter | — |
| Total lease payments | $ 50,851 |
| Discount effect | (1,561) |
| Present value of future minimum lease payments | $ 49,290 |

***Lessee Arrangements***

The Company has various operating leases, including with respect to its headquarters in San Francisco, California, and office spaces in the Salt Lake City, Utah area, Boston, Massachusetts, and New York, New York. As of December 31, 2024, the lease agreements have remaining lease terms ranging from approximately one year to four years. Some of the lease agreements include options to extend the lease term for an additional ten or fifteen years. As of December 31, 2024, the Company pledged $0.6 million of cash and $1.1 million in letters of credit as security deposits in connection with its lease agreements.

Balance sheet information related to leases was as follows:

| ROU Assets and Lease Liabilities | Balance Sheet Classification | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Operating lease assets | Other assets | $ 21,304 | $ 26,611 |
| Operating lease liabilities | Other liabilities | $ 28,502 | $ 37,869 |

Net lease costs were $10.5 million, $12.0 million and $12.3 million during the years ended December 31, 2024, 2023 and 2022, respectively. Such costs are recorded within "Occupancy" expense on the Income Statement.

Supplemental cash flow information related to the Company's operating leases was as follows:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Non-cash activity: | | | |
| Leased assets remeasured resulting from new, amended or modified operating lease liabilities | $ 1,987 | $ (29,745) | $ (3,650) |

The Company's future minimum undiscounted lease payments under operating leases as of December 31, 2024 were as follows:

| | Operating Lease Payments |
|---|---|
| 2025 | $ 13,659 |
| 2026 | 7,973 |
| 2027 | 5,010 |
| 2028 | 4,046 |
| 2029 | 909 |
| Thereafter | — |
| Total lease payments | $ 31,597 |
| Discount effect | 3,095 |
| Present value of future minimum lease payments | $ 28,502 |

The weighted-average remaining lease term and discount rate used in the calculation of the Company's operating lease assets and liabilities were as follows:

| Lease Term and Discount Rate | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Weighted-average remaining lease term (in years) | 2.98 | 3.72 |
| Weighted-average discount rate | 4.87 % | 5.04 % |

Leases

Leases

***Lessor Arrangements***

The Company has lessor arrangements which consist of sales-type leases for equipment (Equipment Finance). Such arrangements may include options to renew or to purchase the leased equipment at the end of the lease term. For the years ended December 31, 2024, 2023 and 2022, interest earned on Equipment Finance was $5.2 million, $8.9 million and $10.2 million, respectively, and is included in "Interest and fees on loans and leases held for investment" on the Income Statement.

The components of Equipment Finance assets are as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Lease receivables | $ 49,290 | $ 92,546 |
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| Unearned income | (6,125) | (11,072) |
| Deferred fees | 339 | 605 |
| Total | $ 64,232 | $ 110,992 |

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|---|---|
| 2025 | $ 23,352 |
| 2026 | 14,078 |
| 2027 | 7,430 |
| 2028 | 4,457 |
| 2029 | 1,534 |
| Thereafter | — |
| Total lease payments | $ 50,851 |
| Discount effect | (1,561) |
| Present value of future minimum lease payments | $ 49,290 |

***Lessee Arrangements***

The Company has various operating leases, including with respect to its headquarters in San Francisco, California, and office spaces in the Salt Lake City, Utah area, Boston, Massachusetts, and New York, New York. As of December 31, 2024, the lease agreements have remaining lease terms ranging from approximately one year to four years. Some of the lease agreements include options to extend the lease term for an additional ten or fifteen years. As of December 31, 2024, the Company pledged $0.6 million of cash and $1.1 million in letters of credit as security deposits in connection with its lease agreements.

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Net lease costs were $10.5 million, $12.0 million and $12.3 million during the years ended December 31, 2024, 2023 and 2022, respectively. Such costs are recorded within "Occupancy" expense on the Income Statement.

Supplemental cash flow information related to the Company's operating leases was as follows:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Non-cash activity: | | | |
| Leased assets remeasured resulting from new, amended or modified operating lease liabilities | $ 1,987 | $ (29,745) | $ (3,650) |

The Company's future minimum undiscounted lease payments under operating leases as of December 31, 2024 were as follows:

| | Operating Lease Payments |
|---|---|
| 2025 | $ 13,659 |
| 2026 | 7,973 |
| 2027 | 5,010 |
| 2028 | 4,046 |
| 2029 | 909 |
| Thereafter | — |
| Total lease payments | $ 31,597 |
| Discount effect | 3,095 |
| Present value of future minimum lease payments | $ 28,502 |

The weighted-average remaining lease term and discount rate used in the calculation of the Company's operating lease assets and liabilities were as follows:

| Lease Term and Discount Rate | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Weighted-average remaining lease term (in years) | 2.98 | 3.72 |
| Weighted-average discount rate | 4.87 % | 5.04 % |

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| Commitments and Contingencies | 12 Months Ended Dec. 31, 2024 |
|---|---|
| Commitments and Contingencies Disclosure [Abstract] | |

Commitments and Contingencies

Commitments and Contingencies

***Operating Lease Commitments***

For discussion regarding the Company's operating lease commitments, see "*Note 18. Leases.*"

***Loan Repurchase Obligations***

The Company is generally required to repurchase loans or interests therein in the event of identity theft or certain other types of fraud on the part of the borrower or education and patient service providers. The Company may also repurchase loans or interests therein in connection with certain customer accommodations. In connection with certain loan sales, the Company agreed to repurchase loans if representations and warranties made with respect to such loans were breached under certain circumstances. The Company believes such provisions are customary and consistent with institutional loan and securitization market standards.

***Unfunded Loan Commitments***

As of December 31, 2024 and 2023, the contractual amount of unfunded loan commitments was $105.0 million and $78.1 million, respectively. See "*Note 5. Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses*" for additional detail related to the reserve for unfunded lending commitments.

***Legal***

The Company is subject to various claims brought in a litigation or regulatory context. These include lawsuits and regulatory exams, investigations, or inquiries. In accordance with

applicable accounting standards, the Company accrues for costs related to contingencies when a loss from such claims is probable and the amount of loss can be reasonably estimated. In determining whether a loss from a claim is probable and the loss can be reasonably estimated, the Company reviews and evaluates its litigation and regulatory matters on at least a quarterly basis in light of potentially relevant factual and legal developments. If the Company determines an unfavorable outcome is not probable or the amount of loss cannot be reasonably estimated, the Company does not accrue for a potential litigation loss. In those situations, the Company discloses an estimate or range of the reasonably possible losses, if such estimates can be made.

*Regulatory Examinations and Actions Relating to the Company's Business Practices, and Compliance with Applicable Laws*

The Company is and has been subject to periodic inquiries, exams and enforcement actions brought by federal and state regulatory agencies relating to the Company's business practices, and operating in compliance with applicable laws.

In the past, the Company has successfully resolved such matters in a manner that was not material to its results of financial operations in any period and that did not materially limit the Company's ability to conduct its business. However, no assurances can be given as to the timing, outcome or consequences of these matters or other similar matters if or as they arise.

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**Regulatory Requirements**

**12 Months Ended**
**Dec. 31, 2024**

**Regulated Operations [Abstract]**

Regulatory Requirements

Regulatory Requirements

LendingClub and LC Bank are subject to comprehensive supervision, examination and enforcement, and regulation by the FRB and the Office of the Comptroller of the Currency (OCC), respectively, including generally similar capital adequacy requirements adopted by both agencies.
These requirements establish required minimum ratios for Common Equity Tier 1 (CET1) risk-based capital, Tier 1 risk-based capital, total risk-based capital and a Tier 1 leverage ratio; set risk-weighting for assets and certain other items for purposes of the risk-based capital ratios; and define what qualifies as capital for purposes of meeting the capital requirements. Failure to meet minimum capital requirements can result in certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on the Company. The minimum capital requirements under the Basel Committee on Banking Supervision standardized approach for U.S. banking organizations (Basel III) capital framework are: a CET1 risk-based capital ratio of 4.5%, a Tier 1 risk-based capital ratio of 6.0%, a total risk-based capital ratio of 8.0%, and a Tier 1 leverage ratio of 4.0%. Additionally, a capital conservation buffer of 2.5% must be maintained above the minimum risk-based capital requirements in order to avoid certain limitations on capital distributions, stock repurchases, and certain discretionary bonus payments. In addition to these guidelines, the regulators assess any particular institution's capital adequacy based on numerous factors and may require a particular banking organization to maintain capital at levels higher than the generally applicable minimums prescribed under the Basel III capital framework.

The Federal Deposit Insurance Act provides for a system of "prompt corrective action" (PCA). The PCA regime provides for capitalization categories ranging from "well-capitalized" to "critically undercapitalized." An institution's PCA category is determined primarily by its regulatory capital ratios. The PCA requires remedial actions and imposes limitations that become increasingly stringent as its PCA capitalization category declines, including the ability to accept and/or rollover brokered deposits. At December 31, 2024 and 2023, the Company's and LC Bank's regulatory capital ratios exceeded the thresholds required to be regarded as "well-capitalized" institutions and met all capital adequacy requirements to which they are subject. There have been no events or conditions since December 31, 2024 that management believes would change the Company's categorization.

The following table presents the actual capital amounts and ratios of the Company and LC Bank as well as the regulatory minimum and "well-capitalized" requirements (dollars in millions):

| | December 31, 2024 | | December 31, 2023 | | | |
|---|---|---|---|---|---|---|
| | Amount | Ratio | Amount | Ratio | Required Minimum [1] | Well-Capitalized Minimum |
| **LendingClub Corporation:** | | | | | | |
| CET1 capital [2] | $ 1,188.6 | 17.3 % | $ 1,090.2 | 17.9 % | 7.0 % | N/A |
| Tier 1 capital | $ 1,188.6 | 17.3 % | $ 1,090.2 | 17.9 % | 8.5 % | 6.0 % |
| Total capital | $ 1,276.5 | 18.5 % | $ 1,169.2 | 19.2 % | 10.5 % | 10.0 % |
| Tier 1 leverage | $ 1,188.6 | 11.0 % | $ 1,090.2 | 12.9 % | 4.0 % | N/A |
| Risk-weighted assets | $ 6,887.1 | N/A | $ 6,104.5 | N/A | N/A | N/A |
| Quarterly adjusted average assets | $ 10,814.0 | N/A | $ 8,476.1 | N/A | N/A | N/A |
| **LendingClub Bank:** | | | | | | |
| CET1 capital [2] | $ 1,101.4 | 16.1 % | $ 949.4 | 15.8 % | 7.0 % | 6.5 % |
| Tier 1 capital | $ 1,101.4 | 16.1 % | $ 949.4 | 15.8 % | 8.5 % | 8.0 % |
| Total capital | $ 1,188.5 | 17.4 % | $ 1,027.4 | 17.1 % | 10.5 % | 10.0 % |
| Tier 1 leverage | $ 1,101.4 | 10.3 % | $ 949.4 | 11.4 % | 4.0 % | 5.0 % |
| Risk-weighted assets | $ 6,823.1 | N/A | $ 6,022.2 | N/A | N/A | N/A |
| Quarterly adjusted average assets | $ 10,696.7 | N/A | $ 8,337.4 | N/A | N/A | N/A |

N/A – Not applicable
(1) Required minimums presented for risk-based capital ratios include the required capital conservation buffer of 2.5%.
(2) CET1 capital consists of common stockholders' equity as defined under U.S. GAAP and certain adjustments made in accordance with regulatory capital guidelines, including the addition of the CECL transitional benefit and deductions for goodwill and other intangible assets.

In response to the COVID-19 pandemic, the FRB, OCC, and FDIC adopted a final rule related to the regulatory capital treatment of the allowance for credit losses under CECL. As permitted by the rule, the Company elected to delay the estimated impact of CECL on regulatory capital resulting in a CET1 capital benefit of $35 million at December 31, 2021. This benefit was phased out over a three-year transition period that commenced on January 1, 2022 at a rate of 25% each year through January 1, 2025.

Federal laws and regulations limit the dividends that a national bank may pay. Dividends that may be paid by a national bank without the express approval of the OCC are limited to that bank's retained net profits for the preceding two calendar years plus retained net profits up to the date of any dividend declaration in the current calendar year. Retained net profits, as defined by the OCC, consist of net income less dividends declared during the period. No dividends were declared by LC Bank in 2024 or 2023.

Federal law restricts the amount and the terms of both credit and non-credit transactions between a bank and its nonbank affiliates. These covered transactions may not exceed 10% of the bank's capital and surplus (which for this purpose represents tier 1 and tier 2 capital, as calculated under the risk-based capital rules, plus the balance of the ACL excluded from tier 2 capital) with any single nonbank affiliate and 20% of the bank's capital and surplus with all its nonbank affiliates. Covered transactions that are extensions of credit may require collateral to be pledged to provide added security to the bank.

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**Segment Reporting**

**12 Months Ended**
**Dec. 31, 2024**

**Segment Reporting [Abstract]**

Segment Reporting

Segment Reporting

*Reportable Segments*

The Company defines operating segments to be components of the Company for which discrete financial information is evaluated regularly by the Chief Operating Decision Maker (CODM) to allocate resources and evaluate financial performance. The measure of segment profit used by the CODM in this evaluation is net income. The CODM consists of the Company's Chief Executive Officer and Chief Financial Officer. This information is reviewed according to the legal organizational structure of the Company's operations with products and services presented separately for the parent bank holding company and its wholly-owned subsidiary, LC Bank, which are both considered reportable segments. Income taxes are recorded on a separate entity basis whereby each operating segment determines income tax expense or benefit as if it filed a separate tax return.

*LendingClub Bank*

The LC Bank operating segment represents the national bank legal entity and reflects operating activities after its formation. This segment provides a full complement of financial products and solutions, including loans and deposits. It originates loans to individuals and businesses, retains loans for investment, sells loans to investors and manages relationships with deposit holders.

*LendingClub Corporation (Parent Only)*

The LendingClub Corporation (Parent only) operating segment represents the holding company legal entity and predominately reflects the operations of the Company prior to the formation of LC Bank. This activity includes, but is not limited to, servicing fee revenue on purchased servicing assets, and interest income and interest expense related to the Retail Program and Structured Program transactions entered into prior to LC Bank's formation.
Financial information for the segments is presented in the following tables:

| | LendingClub Bank | | | LendingClub Corporation (Parent only) | | | Total Reportable Segments | | |
|---|---|---|---|---|---|---|---|---|---|
| **Year Ended December 31,** | **2024** | **2023** | **2022** | **2024** | **2023** | **2022** | **2024** | **2023** | **2022** |
| **Non-interest income:** | | | | | | | | | |
| Marketplace revenue | $ 176,921 | $ 206,381 | $ 610,536 | $ 36,595 | $ 41,817 | $ 48,231 | $ 213,516 | $ 248,198 | $ 658,767 |
| Other non-interest income | 53,643 | 74,684 | 85,208 | 9,038 | 9,503 | 15,628 | 62,681 | 84,187 | 100,836 |
| **Total non-interest income** | 230,564 | 281,065 | 695,744 | 45,633 | 51,320 | 63,859 | 276,197 | 332,385 | 759,603 |
| **Interest income:** | | | | | | | | | |
| Interest income | 902,741 | 818,206 | 526,471 | 5,217 | 14,424 | 30,869 | 907,958 | 832,630 | 557,340 |
| Interest expense | (373,219) | (266,218) | (60,954) | (698) | (4,574) | (21,561) | (373,917) | (270,792) | (82,515) |
| **Net interest income** | 529,522 | 551,988 | 465,517 | 4,519 | 9,850 | 9,308 | 534,041 | 561,838 | 474,825 |
| **Total net revenue** | 760,086 | 833,053 | 1,161,261 | 50,152 | 61,170 | 73,167 | 810,238 | 894,223 | 1,234,428 |
| Provision for credit losses | (178,267) | (243,565) | (267,326) | — | — | — | (178,267) | (243,565) | (267,326) |
| **Non-interest expense:** | | | | | | | | | |
| Compensation and benefits | (225,620) | (255,428) | (331,627) | (6,538) | (6,520) | (7,770) | (232,158) | (261,948) | (339,397) |
| Marketing | (100,400) | (93,840) | (197,559) | (2) | — | (188) | (100,402) | (93,840) | (197,747) |
| Equipment and software | (51,068) | (53,239) | (49,004) | (126) | (246) | (194) | (51,194) | (53,485) | (49,198) |
| Depreciation and amortization | (50,309) | (30,216) | (16,489) | (8,525) | (16,979) | (27,342) | (58,834) | (47,195) | (43,831) |
| Professional services | (31,376) | (33,963) | (49,993) | (669) | (1,210) | (523) | (32,045) | (35,173) | (50,516) |
| Occupancy | (7,582) | (7,980) | (8,631) | (8,216) | (9,552) | (13,346) | (15,798) | (17,532) | (21,977) |
| Other non-interest expense | (54,963) | (62,360) | (71,001) | (21,511) | (24,508) | (40,398) | (76,474) | (86,868) | (111,399) |
| **Total non-interest expense** | (521,318) | (537,026) | (724,304) | (45,587) | (59,015) | (89,761) | (566,905) | (596,041) | (814,065) |
| Income tax (expense) benefit | (12,824) | (17,881) | (42,354) | (912) | 2,203 | 125,954 | (13,736) | (15,678) | 83,600 |
| **Net income[1]** | $ 47,677 | $ 34,581 | $ 127,277 | $ 3,653 | $ 4,358 | $ 109,360 | $ 51,330 | $ 38,939 | $ 236,637 |
| Capital expenditures | $ 54,302 | $ 59,509 | $ 69,481 | $ — | $ — | $ — | $ 54,302 | $ 59,509 | $ 69,481 |

(1) Total net income from reportable segments reflects net income on a consolidated basis.

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Total net revenue – reportable segments | $ 810,238 | $ 894,223 | $ 1,234,428 |
| Intercompany eliminations | (23,227) | (29,604) | (47,212) |
| Total net revenue – consolidated | $ 787,011 | $ 864,619 | $ 1,187,216 |

Each expense item reported above represents the Company's "significant segment expenses" as they are separately evaluated by the CODM, with the exception of "Other non-interest expense" which represents "other segment items" and encompasses various miscellaneous operating expenses.

| | LendingClub Bank | | LendingClub Corporation (Parent only) | | Total Reportable Segments | |
|---|---|---|---|---|---|---|
| December 31, | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| **Assets** | | | | | | |
| Total cash and cash equivalents | $ 932,463 | $ 1,230,206 | $ 65,981 | $ 110,273 | $ 998,444 | $ 1,340,479 |
| Restricted cash | — | — | 27,536 | 46,628 | 27,536 | 46,628 |
| Securities available for sale at fair value | 3,452,648 | 1,617,309 | — | 2,953 | 3,452,648 | 1,620,262 |
| Loans held for sale at fair value | 636,352 | 407,773 | — | — | 636,352 | 407,773 |
| Loans and leases held for investment, net | 3,889,084 | 4,539,915 | — | — | 3,889,084 | 4,539,915 |
| Loans held for investment at fair value (1) | 1,023,226 | 253,800 | 4,572 | 18,878 | 1,027,798 | 272,678 |
| Property, equipment and software, net | 158,995 | 144,439 | 8,537 | 17,078 | 167,532 | 161,517 |
| Investment in subsidiary | — | — | 910,544 | 816,703 | 910,544 | 816,703 |
| Goodwill | 75,717 | 75,717 | — | — | 75,717 | 75,717 |
| Other assets | 300,621 | 341,680 | 121,198 | 131,135 | 421,819 | 472,815 |
| **Total assets** | 10,469,106 | 8,610,839 | 1,138,368 | 1,143,648 | 11,607,474 | 9,754,487 |
| **Liabilities and Equity** | | | | | | |
| Total deposits | 9,116,821 | 7,426,445 | — | — | 9,116,821 | 7,426,445 |
| Borrowings (1) | — | 6,398 | — | 12,956 | — | 19,354 |
| Other liabilities | 177,711 | 154,077 | 60,667 | 86,086 | 238,378 | 240,163 |
| Total liabilities | 9,294,532 | 7,586,920 | 60,667 | 99,042 | 9,355,199 | 7,685,962 |
| Total equity | 1,174,574 | 1,023,919 | 1,077,701 | 1,044,606 | 2,252,275 | 2,068,525 |
| **Total liabilities and equity** | $ 10,469,106 | $ 8,610,839 | $ 1,138,368 | $ 1,143,648 | $ 11,607,474 | $ 9,754,487 |

(1) Prior period amounts have been reclassified to conform to the current period presentation.

| December 31, | 2024 | 2023 |
|---|---|---|
| Total assets – reportable segments | $ 11,607,474 | $ 9,754,487 |
| Intercompany eliminations | (976,965) | (927,024) |
| Total assets – consolidated | $ 10,630,509 | $ 8,827,463 |

| December 31, | 2024 | 2023 |
|---|---|---|
| Total liabilities and equity – reportable segments | $ 11,607,474 | $ 9,754,487 |
| Intercompany eliminations – liabilities | (66,421) | (110,321) |
| Intercompany eliminations – equity | (910,544) | (816,703) |
| Total liabilities and equity – consolidated | $ 10,630,509 | $ 8,827,463 |

*Concentration and Geographic Information*

No individual borrower or marketplace investor accounted for 10% or more of total net revenue for any of the periods presented. All of the Company's revenue is generated in the United States, and all of the long-lived assets are based in the United States.

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**LendingClub Corporation – Parent Company-Only Financial Statements**

**Condensed Financial Information Disclosure [Abstract]**

LendingClub Corporation – Parent Company-Only Financial Statements

**12 Months Ended**

**Dec. 31, 2024**

LendingClub Corporation – Parent Company-Only Financial Statements

The following tables present standalone condensed financial statements for LendingClub Corporation (Parent Company). These statements are provided in accordance with SEC rules, which require such disclosures when the restricted net assets of a consolidated subsidiary exceed 25% of consolidated net assets, and should be read in conjunction with the Consolidated Financial Statements and the accompanying Notes to the Consolidated Financial Statements. For purposes of these condensed financial statements, the Parent's wholly-owned subsidiary is presented in accordance with the equity method of accounting.

**Statements of Income**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Non-interest income:** | | | |
| Marketplace revenue | $ 36,595 | $ 41,817 | $ 48,231 |
| Other non-interest income | 9,038 | 9,503 | 15,628 |
| **Total non-interest income** | 45,633 | 51,320 | 63,859 |
| **Interest income:** | | | |
| Interest on loans held for sale | — | — | 1,390 |
| Interest on loans held for investment at fair value (1) | 1,831 | 6,811 | 21,010 |
| Interest on securities available for sale | 2,785 | 6,802 | 7,608 |
| Other interest income | 601 | 811 | 861 |
| **Total interest income** | 5,217 | 14,424 | 30,869 |
| **Interest expense:** | | | |
| Other interest expense (1) | 698 | 4,574 | 21,561 |
| **Total interest expense** | 698 | 4,574 | 21,561 |
| **Net interest income** | 4,519 | 9,850 | 9,308 |
| **Total net revenue** | 50,152 | 61,170 | 73,167 |
| **Non-interest expense:** | | | |
| Compensation and benefits | 6,538 | 6,520 | 7,770 |
| Marketing | 2 | — | 188 |
| Equipment and software | 126 | 246 | 194 |
| Depreciation and amortization | 8,525 | 16,979 | 27,342 |
| Professional services | 669 | 1,210 | 523 |
| Occupancy | 8,216 | 9,552 | 13,346 |
| Other non-interest expense | 21,511 | 24,508 | 40,398 |
| **Total non-interest expense** | 45,587 | 59,015 | 89,761 |
| **Income (Loss) before income tax (expense) benefit** | 4,565 | 2,155 | (16,594) |
| Income tax (expense) benefit | (912) | 2,203 | 125,954 |
| **Income before undistributed earnings of subsidiary** | 3,653 | 4,358 | 109,360 |
| Equity in undistributed earnings of subsidiary | 47,677 | 34,581 | 127,277 |
| **Net income** | $ 51,330 | $ 38,939 | $ 236,637 |

(1) Prior period amounts have been reclassified to conform to the current period presentation.

In accordance with federal laws and regulations, dividends paid by LC Bank to the Company are subject to certain restrictions. See "*Note 20. Regulatory Requirements*" for more information.

**Statements of Comprehensive Income**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Net income | $ 51,330 | $ 38,939 | $ 236,637 |
| Other comprehensive income (loss), net of tax: | | | |
| Change in net unrealized gain (loss) on securities available for sale | (3,076) | 6,706 | (1,556) |
| Equity in other comprehensive income (loss) of subsidiary | 9,137 | (1,282) | (43,528) |
| **Other comprehensive income (loss), net of tax** | 6,061 | 5,424 | (45,084) |
| **Total comprehensive income** | $ 57,391 | $ 44,363 | $ 191,553 |

**Balance Sheets**

| December 31, | 2024 | 2023 |
|---|---|---|
| **Assets** | | |
| Cash and due from banks | $ 52,398 | $ 96,384 |
| Interest-bearing deposits in banks | 13,583 | 13,889 |
| Total cash and cash equivalents | 65,981 | 110,273 |
| Restricted cash | 27,536 | 46,628 |
| Securities available for sale at fair value ($0 and $264 at amortized cost, respectively) | — | 2,953 |
| Loans held for investment at fair value [1] | 4,572 | 18,878 |
| Property, equipment and software, net | 8,537 | 17,078 |
| Investment in subsidiary | 1,177,745 | 937,987 |
| Other assets | 118,027 | 126,899 |
| **Total assets** | $ 1,402,398 | $ 1,260,696 |
| **Liabilities and Equity** | | |
| Borrowings [1] | $ — | $ 12,956 |
| Other liabilities | 60,667 | 86,086 |
| Total liabilities | 60,667 | 99,042 |
| Equity | | |
| Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively | 1,134 | 1,104 |
| Additional paid-in capital | 1,702,316 | 1,669,828 |
| Accumulated deficit | (337,476) | (468,097) |
| Accumulated other comprehensive loss | (24,243) | (41,181) |
| Total equity | 1,341,731 | 1,161,654 |
| **Total liabilities and equity** | $ 1,402,398 | $ 1,260,696 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

**Statements of Cash Flows**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Cash Flows from Operating Activities:** | | | |
| Parent company net income | $ 51,330 | $ 38,939 | $ 236,637 |
| Adjustments to reconcile net income to net cash (used for) provided by operating activities: | | | |
| Equity in undistributed earnings of subsidiary | (47,677) | (34,581) | (127,277) |
| Net fair value adjustments | (2,716) | (2,903) | (5,929) |
| Change in fair value of loan servicing assets | 40,590 | 50,281 | 33,840 |
| Stock-based compensation, net | 4,505 | 5,253 | 6,310 |
| Depreciation and amortization | 8,525 | 16,979 | 27,342 |
| Income tax benefit from release of tax valuation allowance | — | — | (124,975) |
| Other, net | 5 | 274 | 16 |
| Net change to loans held for sale | 1,121 | 5,953 | 31,658 |
| Net change in operating assets and liabilities: | | | |
| Other assets | (57,859) | (32,805) | 39,462 |
| Other liabilities | (26,349) | (30,741) | (36,480) |
| Net cash (used for) provided by operating activities | (28,525) | 16,649 | 80,604 |
| **Cash Flows from Investing Activities:** | | | |
| Payments for investments in and advances to subsidiary | (50,000) | — | (50,000) |
| Purchase of servicing asset investment | (47,450) | (50,576) | (59,880) |
| Proceeds from servicing asset investment | 72,718 | 72,343 | 24,564 |
| Net change in loans held for investment [1] | 16,081 | 52,611 | 176,296 |
| Proceeds from maturities and paydowns of securities available for sale | 264 | 7,861 | 46,548 |
| Other investing activities | — | 200 | 2,370 |
| Net cash (used for) provided by investing activities | (8,387) | 82,439 | 139,898 |
| **Cash Flows from Financing Activities:** | | | |
| Principal payments on borrowings [1] | (12,804) | (54,237) | (244,398) |
| Other financing activities | (13,668) | (19,834) | (9,028) |
| Net cash used for financing activities | (26,472) | (74,071) | (253,426) |
| **Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash** | (63,384) | 25,017 | (32,924) |
| **Cash, Cash Equivalents and Restricted Cash, Beginning of Period** | 156,901 | 131,884 | 164,808 |
| **Cash, Cash Equivalents and Restricted Cash, End of Period** | $ 93,517 | $ 156,901 | $ 131,884 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

The following table presents cash, cash equivalents and restricted cash by category within the Parent Company balance sheet:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Cash and cash equivalents | $ 65,981 | $ 110,273 |
| Restricted cash | 27,536 | 46,628 |
| Total cash, cash equivalents and restricted cash | $ 93,517 | $ 156,901 |

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| Pay vs Performance Disclosure - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Pay vs Performance Disclosure** | | | |
| Net income | $ 51,330 | $ 38,939 | $ 289,685 |

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| Insider Trading Arrangements | 3 Months Ended | 12 Months Ended |
|---|---|---|
| | Dec. 31, 2024 shares | Dec. 31, 2024 shares |
| **Trading Arrangements, by Individual** | | |
| Material Terms of Trading Arrangement | ***Rule 10b5-1 Trading Plans***<br>To diversify his assets, Scott Sanborn, the Company's Chief Executive Officer, entered into a sales plan in November 2024 that is intended to comply with Rule 10b5-1(c) under the Exchange Act (the Plan). The maximum number of shares that can be sold under the Plan represents 4.1% of Mr. Sanborn's current equity interest in the Company including his unvested time-based RSUs and unearned PBRSUs at target performance.<br>The following table shows the trading arrangements intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) adopted by the Company's directors and executive officers during the fourth quarter of 2024: | |
| Non-Rule 10b5-1 Arrangement Adopted | false | |
| Rule 10b5-1 Arrangement Terminated | false | |
| Non-Rule 10b5-1 Arrangement Terminated | false | |
| Jordan Cheng [Member] | | |
| **Trading Arrangements, by Individual** | | |
| Name | Jordan Cheng | |
| Title | General Counsel and Corporate Secretary | |
| Rule 10b5-1 Arrangement Adopted | true | |
| Adoption Date | November 1, 2024 | |

| Name and Title | Adoption Date | Expiration Date | Aggregate Number of Shares to be Sold |
|---|---|---|---|
| Scott Sanborn, Chief Executive Officer and Director | November 20, 2024 | August 1, 2025 | Up to 102,000 |
| Jordan Cheng, General Counsel and Corporate Secretary | November 1, 2024 | May 9, 2025 | Up to 14,000 |
| Erin Selleck, Director | October 31, 2024 | June 30, 2026 | See footnote 1 below |

[1] Ms. Selleck's trading plan adopted on October 31, 2024, provides for the sale of 12,240 shares plus 50% of the shares she acquires upon each of the quarterly vesting events with respect to her Annual Award to be granted in 2025 pursuant the terms of the Company's Non-Employee Director Compensation Policy.

| | | |
|---|---|---|
| Expiration Date | May 9, 2025 | |
| Arrangement Duration | 189 days | |
| Aggregate Available | 14,000 | 14,000 |
| Erin Selleck [Member] | | |
| **Trading Arrangements, by Individual** | | |
| Name | Erin Selleck | |
| Title | Director | |
| Rule 10b5-1 Arrangement Adopted | true | |
| Adoption Date | October 31, 2024 | |
| Expiration Date | June 30, 2026 | |
| Arrangement Duration | 607 days | |
| Aggregate Available | 12,240 | 12,240 |
| Scott Sanborn [Member] | | |
| **Trading Arrangements, by Individual** | | |
| Name | Scott Sanborn | |
| Title | Chief Executive Officer and Director | |
| Rule 10b5-1 Arrangement Adopted | true | |
| Adoption Date | November 20, 2024 | |
| Expiration Date | August 1, 2025 | |
| Arrangement Duration | 254 days | |
| Aggregate Available | 102,000 | 102,000 |

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| **Insider Trading Policies and Procedures** | **12 Months Ended Dec. 31, 2024** |
|---|---|
| **Insider Trading Policies and Procedures [Line Items]** | |
| Insider Trading Policies and Procedures Adopted | true |

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| **Cybersecurity Risk Management and Strategy Disclosure** | **12 Months Ended Dec. 31, 2024** |
|---|---|
| **Cybersecurity Risk Management, Strategy, and Governance [Line Items]** | |
| Cybersecurity Risk Management Processes for Assessing, Identifying, and Managing Threats [Text Block] | Cybersecurity represents a critical component of our overall approach to risk management. Accordingly, cybersecurity risks are subject to oversight by the Company's Board of Directors (the Board), primary responsibility for which has been delegated by the Board to its Operational Risk Committee (the Board Operational Risk Committee).<br><br>Our cybersecurity policies, processes and practices are informed by the cybersecurity framework established by the National Institute of Standards and Technology. We are able to leverage a cross-functional team that includes senior personnel from our technology, operations, legal, risk management and internal audit functions as and when warranted by the particular cybersecurity matter. In managing cybersecurity risks, we strive to: (i) identify, prevent and mitigate cybersecurity threats; (ii) preserve the confidentiality, security and availability of proprietary or confidential information; (iii) protect the Company's intellectual property; (iv) maintain the confidence of our members, marketplace investors and business partners; and (v) provide appropriate and required disclosure of cybersecurity risks and incidents.<br><br>*Risk Management and Strategy*<br><br>Our processes for assessing, identifying, and managing material risks from cybersecurity threats are fully integrated into our enterprise risk management (ERM) program and include the following areas of focus:<br>• **Systems Safeguards:** Preventing and mitigating cybersecurity threats, including through the use of firewalls, intrusion prevention and detection systems, anti-malware software, access controls and other system safeguards.<br>• **Incident Response:** Identifying and responding to cybersecurity incidents in accordance with our information security incident response plan.<br>• **Collaboration:** Collaborating internally and with public and private entities, including intelligence and enforcement agencies, industry groups and third-party service providers, to identify, assess and respond to cybersecurity risks.<br>• **Third-Party Risk Management:** Maintaining a comprehensive, risk-based approach to identifying and overseeing cybersecurity risks presented by third parties, including vendors, service providers and other external users of our systems.<br>• **Training:** Reinforcing our information security policies, processes and practices through periodic mandatory training for Company personnel.<br>• **Governance:** Designing a comprehensive framework for the oversight of cybersecurity risk, with regular interaction between the Board Operational Risk Committee and the Company's ERM function, our Chief Information Security Officer (CISO) and members of Company management and relevant management committees, including the Company's Management Operational Risk Committee (the Management Operational Risk Committee).<br><br>A key part of our strategy for managing risks from cybersecurity threats is the assessment and testing of our processes and practices through auditing, assessments, tabletop exercises, threat modeling, vulnerability scanning and other exercises focused on evaluating the effectiveness of our cybersecurity measures. We engage third parties to perform assessments on our cybersecurity measures, including information security penetration tests, audits and independent reviews of our information security control environment and operating effectiveness. The results of such assessments, audits and reviews are reported to the Board Operational Risk Committee and are used to adjust our cybersecurity policies, standards, processes and practices, as necessary. |
| Cybersecurity Risk Management Processes Integrated [Flag] | true |
| Cybersecurity Risk Management Processes Integrated [Text Block] | Cybersecurity represents a critical component of our overall approach to risk management. Accordingly, cybersecurity risks are subject to oversight by the Company's Board of Directors (the Board), primary responsibility for which has been delegated by the Board to its Operational Risk Committee (the Board Operational Risk Committee).<br><br>Our cybersecurity policies, processes and practices are informed by the cybersecurity framework established by the National Institute of Standards and Technology. We are able to leverage a cross-functional team that includes senior personnel from our technology, operations, legal, risk management and internal audit functions as and when warranted by the particular cybersecurity matter. In managing cybersecurity risks, we strive to: (i) identify, prevent and mitigate cybersecurity threats; (ii) preserve the confidentiality, security and availability of proprietary or confidential information; (iii) protect the Company's intellectual property; (iv) maintain the confidence of our members, marketplace investors and business partners; and (v) provide appropriate and required disclosure of cybersecurity risks and incidents.<br><br>*Risk Management and Strategy*<br><br>Our processes for assessing, identifying, and managing material risks from cybersecurity threats are fully integrated into our enterprise risk management (ERM) program and include the following areas of focus:<br>• **Systems Safeguards:** Preventing and mitigating cybersecurity threats, including through the use of firewalls, intrusion prevention and detection systems, anti-malware software, access controls and other system safeguards.<br>• **Incident Response:** Identifying and responding to cybersecurity incidents in accordance with our information security incident response plan.<br>• **Collaboration:** Collaborating internally and with public and private entities, including intelligence and enforcement agencies, industry groups and third-party service providers, to identify, assess and respond to cybersecurity risks.<br>• **Third-Party Risk Management:** Maintaining a comprehensive, risk-based approach to identifying and overseeing cybersecurity risks presented by third parties, including vendors, service providers and other external users of our systems.<br>• **Training:** Reinforcing our information security policies, processes and practices through periodic mandatory training for Company personnel.<br>• **Governance:** Designing a comprehensive framework for the oversight of cybersecurity risk, with regular interaction between the Board Operational Risk Committee and the Company's ERM function, our Chief Information Security Officer (CISO) and members of Company management and relevant management committees, including the Company's Management Operational Risk Committee (the Management Operational Risk Committee). |
| Cybersecurity Risk Management Third Party Engaged [Flag] | true |
| Cybersecurity Risk Third Party Oversight and Identification Processes [Flag] | true |
| Cybersecurity Risk Materially Affected or | |

| | |
|---|---|
| Reasonably Likely to Materially Affect Registrant [Flag] | false |
| Cybersecurity Risk Board of Directors Oversight [Text Block] | The Board Operational Risk Committee oversees the management of risks from cybersecurity threats, including policies, processes and practices implemented by Company management to address such risks. The Board Operational Risk Committee receives presentations and reports on cybersecurity risks and information regarding any cybersecurity incident that meets established reporting thresholds, as well as ongoing updates until such incident has been addressed. At least once each year, the Board Operational Risk Committee discusses the Company's approach to cybersecurity risk management with our CISO. Further, the Board periodically, as warranted, receives reports with respect to and engages in discussions with Company management on cybersecurity matters. |
| Cybersecurity Risk Board Committee or Subcommittee Responsible for Oversight [Text Block] | Our CISO is principally responsible for overseeing our cybersecurity risk management program, in partnership with other senior personnel across the Company. |
| Cybersecurity Risk Process for Informing Board Committee or Subcommittee Responsible for Oversight [Text Block] | Our CISO works in coordination with the other members of the Company's Management Operational Risk Committee, which includes our Chief Executive Officer, Chief Financial Officer, Chief Technology Officer, Chief Risk Officer and General Counsel. Our CISO has served in that role for over 5 years and in various roles in information technology and information security for over 20 years. |
| Cybersecurity Risk Role of Management [Text Block] | Our CISO is principally responsible for overseeing our cybersecurity risk management program, in partnership with other senior personnel across the Company. Our CISO works in coordination with the other members of the Company's Management Operational Risk Committee, which includes our Chief Executive Officer, Chief Financial Officer, Chief Technology Officer, Chief Risk Officer and General Counsel. Our CISO has served in that role for over 5 years and in various roles in information technology and information security for over 20 years. Our CISO holds an undergraduate degree in computer information systems and has attained the professional certification of Certified Information Systems Security Professional. The other members of the Management Operational Risk Committee each have relevant qualifications and over 10 years of experience managing risk in the technology and/or financial services industry. |
| Cybersecurity Risk Management Positions or Committees Responsible [Flag] | true |
| Cybersecurity Risk Management Positions or Committees Responsible [Text Block] | Our CISO is principally responsible for overseeing our cybersecurity risk management program, in partnership with other senior personnel across the Company. Our CISO works in coordination with the other members of the Company's Management Operational Risk Committee, which includes our Chief Executive Officer, Chief Financial Officer, Chief Technology Officer, Chief Risk Officer and General Counsel. |
| Cybersecurity Risk Management Expertise of Management Responsible [Text Block] | Our CISO has served in that role for over 5 years and in various roles in information technology and information security for over 20 years. Our CISO holds an undergraduate degree in computer information systems and has attained the professional certification of Certified Information Systems Security Professional. The other members of the Management Operational Risk Committee each have relevant qualifications and over 10 years of experience managing risk in the technology and/or financial services industry. |
| Cybersecurity Risk Process for Informing Management or Committees Responsible [Text Block] | Our CISO is principally responsible for overseeing our cybersecurity risk management program, in partnership with other senior personnel across the Company. Our CISO works in coordination with the other members of the Company's Management Operational Risk Committee, which includes our Chief Executive Officer, Chief Financial Officer, Chief Technology Officer, Chief Risk Officer and General Counsel. Our CISO has served in that role for over 5 years and in various roles in information technology and information security for over 20 years. Our CISO holds an undergraduate degree in computer information systems and has attained the professional certification of Certified Information Systems Security Professional. The other members of the Management Operational Risk Committee each have relevant qualifications and over 10 years of experience managing risk in the technology and/or financial services industry.<br>Our CISO, in coordination with the Management Operational Risk Committee, works collaboratively across the Company to implement a program designed to protect our information systems from cybersecurity threats and to promptly respond to any cybersecurity incidents. To facilitate the success of this program, cross-functional teams are deployed to address cybersecurity threats and to respond to cybersecurity incidents in accordance with our information security incident response plan. Our CISO, through his team and use of accompanying technology, monitors the prevention, detection, mitigation and remediation of cybersecurity incidents, and report such incidents to the Management Operational Risk Committee and/or the Board Operational Risk Committee, as and when appropriate. |
| Cybersecurity Risk Management Positions or Committees Responsible Report to Board [Flag] | true |

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| Summary of Significant Accounting Policies (Policies) | 12 Months Ended<br>Dec. 31, 2024 |
|---|---|
| **Accounting Policies [Abstract]** | |
| Basis of Presentation | **Basis of Presentation**<br><br>LendingClub Corporation (LendingClub) was founded in 2006 and operates a leading, nationally chartered, digital marketplace bank that leverages data and technology to increase access to credit, lower borrowing costs, and improve returns on savings. LendingClub is registered as a bank holding company and operates the vast majority of its business through its wholly-owned subsidiary, LendingClub Bank, National Association (LC Bank).<br>These consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) and, in the opinion of management, contain all adjustments, including normal recurring adjustments, necessary for the fair statement of the results and financial position for the periods presented. |
| Consolidation and Consolidation of Variable Interest Entities | All intercompany balances and transactions have been eliminated in consolidation.<br>***Consolidation of Variable Interest Entities***<br><br>A variable interest entity (VIE) is a legal entity that has either a total equity investment that is insufficient to finance its activities without additional subordinated financial support or whose equity investors lack the characteristics of a controlling financial interest. The Company's variable interest arises from contractual, ownership or other monetary interests in the entity, which change with fluctuations in the fair value of the entity's net assets. A VIE is consolidated by its primary beneficiary, the party that has both the power to direct the activities that most significantly impact the VIE's economic performance, and the obligation to absorb losses or the right to receive benefits of the VIE that could potentially be significant to the VIE. The Company consolidates a VIE when it is deemed to be the primary beneficiary. The Company assesses whether or not it is the primary beneficiary of a VIE on an ongoing basis. |
| Use of Estimates | These accounting principles require management to make certain estimates and assumptions that affect the amounts in the accompanying financial statements. These estimates and assumptions are inherently subjective in nature and actual results may differ from these estimates and assumptions, and the differences could be material. |
| Reclassification | The Company made the following presentation changes in the consolidated financial statements and accompanying notes during the year ended December 31, 2024:<br>• Consolidated Balance Sheets (Balance Sheet) – "Retail and certificate loans held for investment at fair value" was combined within "Loans held for investment at fair value" and "Retail notes and certificates at fair value" was combined within "Borrowings";<br>• Consolidated Statements of Income (Income Statement) – "Interest on retail and certificate loans held for investment at fair value" was combined within "Interest on loans held for investment at fair value" and "Interest on retail notes and certificates at fair value" was combined within "Other interest expense"; and<br>• Consolidated Statements of Cash Flows (Statement of Cash Flows) – "Net decrease in retail and certificate loans" was combined within "Net change in loans and leases" and "Principal payments on retail notes and certificates" was combined within "Principal payments on borrowings."<br><br>In all instances, the respective prior period amounts have been reclassified to conform to the current period presentation. |
| Cash and Cash Equivalents | ***Cash and Cash Equivalents***<br><br>Cash and cash equivalents have original maturities of three months or less and include cash on hand, cash items in transit, and amounts due from or held with other depository institutions, primarily with the Board of Governors of the Federal Reserve System (FRB). |
| Restricted Cash | ***Restricted Cash***<br><br>Cash items held with other depository institutions in which the ability to withdraw funds is restricted by contractual provisions is classified as restricted cash. Such amounts primarily include cash received from borrowers on loans owned and not yet distributed to investors. |
| Securities | ***Securities***<br><br>Debt securities purchased and asset-backed securities retained from the sale of loans are classified as available for sale (AFS) securities. AFS securities represent investment securities with readily determinable fair values that the Company: (i) does not hold for trading purposes and (ii) does not have the positive intent and ability to hold to maturity. AFS securities are measured at fair value, with unrealized gains and losses reported in "Accumulated other comprehensive income (loss)" within the equity section of the Balance Sheet, net of any applicable income taxes.<br><br>Management evaluates whether debt AFS securities with unrealized losses are impaired on a quarterly basis. For any security that has declined in fair value below its amortized cost basis, the Company recognizes an impairment loss in current period earnings if management has the intent to sell the security or if it is more likely than not it will be required to sell the security before recovery of its amortized cost basis. The assessment of impairment also considers whether the decline in fair value below the security's amortized cost basis is attributable to credit-related factors. If credit-related factors exist, credit-related impairment has occurred regardless of the Company's intent to hold the security until it recovers. The credit-related portion of impairment is recognized as provision for credit loss expense in earnings with a corresponding valuation allowance for AFS securities on the Balance Sheet, to the extent the allowance does not reduce the value of the security below its fair value.<br>Equity securities that do not have readily determinable fair values are generally recorded at cost adjusted for impairment, if any. These securities include FRB stock and Federal Home Loan Bank (FHLB) stock and are reported as "Nonmarketable equity investments" in "Other assets" on the Balance Sheet. |
| Loans and Leases | ***Loans and Leases***<br><br>The Company initially classifies loans and leases as either held for sale (HFS) or held for investment (HFI) based on management's assessment of its intent and ability to hold the loans and leases for the foreseeable future or until maturity. Management's intent and ability with respect to certain loans and leases may change from time to time and, therefore, loans and leases that are initially designated as HFS or HFI may be reclassified. In order to reclassify loans to HFS, management must have the intent to sell the loans and the ability to reasonably identify the specific loans to be sold. |

*HFI loans and leases at amortized cost*

HFI loans, with the exception of HFI loans accounted for under the fair value option, are measured at historical cost and reported at their outstanding principal balances net of any charge-offs, unamortized deferred fees and costs on originated loans, and for purchased loans, net of any unamortized premiums and discounts. Leases are recorded at the discounted amounts of lease payments receivable plus the estimated residual value of the leased asset, net of unearned income and unamortized deferred fees and costs. Lease payments receivable reflect contractual lease payments adjusted for renewal or termination options that the Company believes the customer is reasonably certain to exercise. Unearned income, deferred fees and costs, and discounts and premiums are accreted and amortized to interest income over the contractual life of the loan using its effective interest rate. In certain circumstances, the Company may reclassify loans and/or leases from HFI to HFS, at which time these are valued at the lower of amortized cost or fair value.

*HFI loans at fair value*

HFI loans are measured at fair value if the Company elects the fair value option. The Company may elect the fair value option for certain HFI loans, which could include loans purchased by the Company. Interest income is recorded under the effective interest method which considers any purchase premium or discounts. In addition, purchase related discounts absorb credit losses.

*HFS loans at fair value*

Loans initially classified as HFS are reported at their fair value with the Company's election of the fair value option. Origination fees and costs for HFS loans are recognized in earnings at the time of loan origination and are not deferred. Origination fees are recognized in earnings within "Marketplace revenue" on the Income Statement. Changes in the fair value are recorded in "Net fair value adjustments" included in "Marketplace revenue" on the Income Statement. The Company also earns interest income on loans HFS between the time of origination and the settlement date of the loan sales to marketplace investors. As loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in "Net fair value adjustments" within "Marketplace revenue," whereas the associated interest income, based on the loans' contractual interest rate, is recorded within "Net interest income."

Accrued Interest Income and Non-Accrual Policy

***Accrued Interest Income and Non-Accrual Policy***

Interest income is accrued as earned. The accrual of interest income is discontinued, and the loan or lease is placed on nonaccrual status at 90 days past due or when reasonable doubt exists as to timely collection. Past due status is based on the contractual terms of the loan or lease. When a loan or lease is placed on nonaccrual status, all income previously accrued but not collected is reversed against the current period's interest income. The Company has a nonaccrual policy which results in the timely reversal of past-due accrued interest, and it does not record an allowance for credit losses (ACL) on accrued interest receivable. However, we record an ACL on accrued interest receivable for past due unsecured personal loans that are less than 90 days past due. Interest collections on nonaccrual loans and leases for which the ultimate collectability of principal is uncertain are applied as principal reductions; otherwise, such collections are credited to income when received. Nonaccrual loans and leases are returned to accrual status when there no longer exists concern over collectability, the borrower has demonstrated, over time, both the intent and ability to repay and the loan or lease has been brought current and future payments are reasonably assured. For loans held for investment measured at fair value, we record interest income over the term of the underlying loans using the effective interest method which considers any purchase discount or premiums.

Allowance for Credit Losses

***Allowance for Credit Losses***

The ACL represents management's estimate of expected credit losses in the loan and lease portfolio, excluding loans accounted for under the fair value option. The ACL is measured based on a lifetime expected loss model, which does not require a loss event to occur before a credit loss is recognized. Under the lifetime expected credit loss model, the Company estimates the allowance based on relevant available information related to past events, current conditions, and reasonable and supportable forecasts of future economic conditions. The ACL is estimated using a discounted cash flow (DCF) approach where effective interest rates are used to calculate the net present value of expected cash flows. The effective interest rate is calculated based on the periodic interest income received from the loan's contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term.

The Company evaluates its estimate of expected credit losses each reporting period and records any additions or reductions to the allowance on the Income Statement as "Provision for credit losses." Amounts determined to be uncollectible are charged-off to the allowance. Estimates of expected credit losses include expected recoveries of amounts previously charged-off and amounts expected to be charged-off. If amounts previously charged off are subsequently expected to be collected, the Company may recognize a negative allowance, which is limited to the amount that was previously charged off.

Under applicable accounting guidance, for reporting purposes, the loan and lease portfolio is categorized by portfolio segment. A portfolio segment is defined as the level at which an entity develops and documents a systematic methodology to determine the ACL. The Company's two portfolio segments are consumer and commercial. The Company further disaggregates its portfolio segments into various classes of financing receivables based on their underlying risk characteristics. The classes within the consumer portfolio segment are unsecured consumer, secured consumer and residential mortgages. The classes within the commercial portfolio segment are commercial and industrial, commercial real estate, and equipment finance.

The ACL is measured on a collective basis when loans share similar risk characteristics. Relevant risk characteristics for the consumer portfolio include product type, risk rating, loan term, and monthly vintage. Relevant risk characteristics for the commercial portfolio include product type and risk rating status. Loans measured on a collective basis generally have an ACL comprised of a quantitative, or modeled, component that is supplemented by a framework of qualitative factors, as discussed below.

The Company will continue to monitor its loan pools on an ongoing basis and adjust accordingly as the risk characteristics of the financial assets may change over time. If a given financial asset does not share similar risk characteristics with other financial assets, the Company shall measure expected credit losses on an individual, rather than on a collective basis. Loans evaluated on an individual basis generally have an ACL that is measured in reference to any collateral securing the loan and/or expected cash flows which are specific to the borrower.

*Allowance Calculation Methodology*

The Company generally estimates expected credit losses over the contractual term of its loans. The contractual term is adjusted for estimated prepayments when appropriate. The quantitative, or modeled, component of the ACL is primarily based on statistical models that use known or estimated data as of the balance sheet date and forecasted data over the reasonable and supportable period. Known and estimated data include current probability and timing of default, loss rate and recovery exposure at default, timing and amount of estimated prepayments, timing and amount of expected draws (for unfunded lending commitments), and relevant risk characteristics. Certain of the Company's commercial portfolios have limited internal historical loss data and use external credit loss information, including historical charge-off and balance data for peer banking institutions.

The Company obtains historical and forecast macroeconomic information to inform its view of the long-term condition of the economy. Forward-looking macroeconomic factors considered in the Company's consumer model include, unemployment rate, unemployment insurance claims, gross domestic product (GDP), housing prices, and retail sales. Forward-looking macroeconomic factors are incorporated into the Company's commercial model for a two-year reasonable and supportable economic forecast period followed by a one-year reversion period during which expected credit losses are expected to revert back on a straight-line basis to historical losses unadjusted for economic conditions. The reasonable and supportable economic forecast period and reversion methodology are accounting estimates which may change in future periods as a result of changes to the current macroeconomic environment.

The quantitative, or modeled, portion of ACL is estimated using a DCF approach. The Company's statistical models, applied at the portfolio level to pools of loans with similar risk characteristics, produce expected cash flows, which are then discounted at the effective interest rate to derive net present value. The effective interest rate is calculated based on the periodic interest income received from the loan's contractual cash flows and the net investment in the loan, which includes deferred origination fees and costs, to provide a constant rate of return over the contractual loan term. This net present value is then compared to the amortized cost basis to derive the initial expected credit losses. Under the DCF approach, the provision for credit losses includes credit loss expense in subsequent periods relating to the discounting effect due to the passage of time after the initial recognition of ACL on originated HFI loans at amortized cost.

The Company also considers the need for qualitative adjustments to the modeled estimate of expected credit losses. For this purpose, the Company established a qualitative factor framework to periodically assess qualitative adjustments to address certain identified elements that are not directly captured by the statistically modeled expected credit loss. The Company also obtains forecast macroeconomic information to inform its view of the long-term condition of the economy. These factors may include the impact of the non-modeled macroeconomic outlook, forecast unemployment rate and insurance claims, risk rating downgrades, changes in credit policies, problem loan trends, identification of new risks not incorporated into the modeling framework, credit concentrations, changes in underwriting and other external factors.

*Zero Credit Loss Expectation Exception*

The Company has a zero loss expectation when the loans and securities available for sale, or portions thereof, are issued or guaranteed by certain U.S. government entities or agencies, as those entities or agencies have a long history of no defaults and the highest credit ratings issued by rating agencies. Loans held for investment and securities available for sale which meet this criterion do not have an ACL.

*Reserve for Unfunded Lending Commitments*

The ACL includes an estimate for expected credit losses on off-balance sheet commitments to extend credit and unused lines of credit. The Company estimates these expected credit losses for the unfunded portion of the commitments that are not unconditionally cancellable depending on the likelihood that funding will occur. The reserve for unfunded lending commitments is reported in "Other liabilities" on the Balance Sheet.

*Individually Assessed Loans*

Loans that do not share similar risk characteristics with other financial assets, including collateral-dependent loans, are individually assessed for purposes of measuring expected credit losses using the DCF approach.

For loans that are determined to be collateral dependent, the ACL is determined based on the fair value of the collateral. Loans are considered collateral dependent when the borrower is experiencing financial difficulty and repayment of the loan is expected to be substantially satisfied through sale or operation of the collateral. For such loans, the ACL is calculated as the difference between the amortized cost basis and the fair value of the underlying collateral less costs to sell, if applicable.

*Charge-Offs*

Charge-offs are recorded when the Company determines that a loan balance is uncollectible or a loss-confirming event has occurred. Loss confirming events usually involve the receipt of specific adverse information about the borrower and may include borrower delinquency status, bankruptcy, foreclosure, or receipt of an asset valuation indicating a shortfall between the value of the collateral and the book value of the loan when that collateral asset is the sole source of repayment. A full or partial charge-off reduces the amortized cost basis of the loan and the related ACL. Unsecured personal loans are generally charged-off when a borrower is contractually 120 days past due. Exceptions include accounts in bankruptcy or accounts of deceased borrowers which are then generally charged-off within 60 or 30 days from receipt of notification, respectively.

Servicing Assets

***Servicing Assets***

Servicing assets are capitalized as separate assets when loans are sold and servicing is retained. The Company records servicing assets at their estimated fair values. Servicing asset fair value is based on the excess of the contractual servicing fee over an estimated market servicing rate. When servicing assets are recognized from the sale of loans originated by the Company, the fair value of the servicing asset is included as a component of the gain or loss on the loan sale and reported within "Marketplace revenue" on the Income Statement. Subsequent changes in fair value are reported within "Servicing fees" in "Marketplace revenue" during the period in which the changes occur. Servicing assets are reported in "Other assets" on the Balance Sheet.

Fair Value of Measurements

***Fair Value Measurements***

Fair value is defined as the price that would be received to sell a financial asset or paid to transfer a financial liability in an orderly transaction between market participants at the

measurement date. Fair value is based on an exit price notion that maximizes the use of observable inputs and minimizes the use of unobservable inputs. Certain of the Company's assets and liabilities are recorded at fair value and measured on either a recurring or nonrecurring basis. Assets and liabilities that are recorded at fair value on a recurring basis require a fair value measurement at each reporting period.

The fair value hierarchy includes a three-level hierarchy that assigns the highest priority to unadjusted quoted prices in active markets and the lowest priority to unobservable inputs.

| | | |
|---|---|---|
| Level 1 | — | Quoted market prices in active markets for identical assets or liabilities. |
| Level 2 | — | Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. |
| Level 3 | — | Unobservable inputs. |

Unobservable inputs require greater judgment in measuring fair value. In instances where there is limited or no observable market data, fair value measurements for assets and liabilities are based primarily upon the Company's own estimates, and the measurements reflect information and assumptions that management believes a market participant would use in pricing the asset or liability.

Derivative Instruments and Hedging Activities

***Derivative Instruments and Hedging Activities***

The Company reports the fair value of its derivative instruments on a gross basis, as either "Other assets" or "Other liabilities" on the Balance Sheet. Changes in fair value of the derivative instruments are recognized in current period earnings.

For derivative instruments that qualify as accounting hedges, the Company designates the hedging instrument based on the exposure being hedged. The Company's existing hedging instruments are designated as fair value hedges under the portfolio layer method, whereby changes in the fair value of the hedging instrument are substantially offset by changes in the fair value of the hedged item, which are recognized within interest income on the Income Statement. Interest payments made and/or received related to these derivative instruments are presented within the "Operating activities" section on the Statements of Cash Flows.

To qualify for hedge accounting, the derivatives and related hedged items must be designated as a hedge at inception of the hedge relationship. In addition, a derivative must be highly effective at reducing the risk associated with the exposure being hedged. For accounting hedge relationships, the Company formally assesses, both at the inception of the hedge and on an ongoing basis, if the derivatives are highly effective in offsetting designated changes in the fair value of the hedged item. The Company assesses effectiveness using a statistical regression analysis. Effectiveness may be assessed qualitatively where the critical terms of the derivative and hedged item match.

Property, Equipment and Software, Net

***Property, Equipment and Software, net***

Property, equipment and software are carried at cost less accumulated depreciation and amortization. The Company uses the straight-line method of depreciation and amortization. Estimated useful lives range from three years to five years for furniture and fixtures, computer equipment, and software. Leasehold improvements are amortized over the shorter of the lease term or the estimated useful life.
Internally-developed software is capitalized when preliminary development efforts are successfully completed and it is probable that the project will be completed, and the software will be used as intended. Capitalized costs consist of salaries and compensation costs for employees, fees paid to third-party consultants who are directly involved in development efforts, and costs incurred for upgrades and enhancements to add functionality of the software. Other costs are expensed as incurred.

The Company evaluates impairments of its property, equipment and software whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. If the asset is not recoverable, measurement of an impairment loss is based on the fair value of the asset. When an impairment loss is recognized, the carrying amount of the asset is reduced to its estimated fair value.

Goodwill and Other Intangible Assets

***Goodwill and Other Intangible Assets***

Goodwill is recorded when the purchase price of an acquired business exceeds the fair value of the net assets acquired. Goodwill is assigned to the Company's reporting units at the acquisition date according to the expected economic benefits that the acquired business will provide to the reporting unit. A reporting unit is a business operating segment or a component of a business operating segment. The Company identifies its reporting units based on how the operating segments and reporting units are managed. Accordingly, the Company allocated goodwill to the LC Bank operating segment.

The goodwill of each reporting unit is tested for impairment annually or more frequently in certain circumstances. The Company's annual impairment testing is performed in the fourth quarter of each calendar year. Impairment exists when the carrying value of goodwill exceeds its estimated fair value. Adverse changes in impairment indicators such as lower than forecast financial performance, increased competition, increased regulatory oversight, or unplanned changes in operations could result in impairment.

The Company can elect to either qualitatively assess goodwill for impairment, or bypass the qualitative test and proceed directly to a quantitative test. If the Company performs a qualitative assessment of goodwill to test for impairment and concludes it is more likely than not that the estimated fair value of a reporting unit is greater than its carrying value, a quantitative test is not required. However, if we determine it is more likely than not that a reporting unit's fair value is less than its carrying amount, a quantitative assessment is performed to determine if goodwill impairment exists. Under the quantitative impairment assessment, the fair values of the Company's reporting units are determined using a combination of income and market-based approaches.

Other intangible assets with determinable lives are recorded at their fair value upon completion of a business acquisition or certain other transactions, and generally represent the value of customer contracts or relationships. Such assets are amortized over their useful lives in a manner that best reflects their economic benefit, which may include straight-line or accelerated methods of amortization. Other intangible assets are reviewed for impairment quarterly and when events or changes in circumstances indicate that their carrying amount may not be recoverable. The Company does not have indefinite-lived intangible assets other than goodwill. Intangible assets are reported in "Other assets" on the Balance Sheet.

Loss Contingencies

***Loss Contingencies***

Loss contingencies, including claims and legal actions arising in the ordinary course of business, are recorded as liabilities in "Other liabilities" on the Balance Sheet. Associated legal expense is recorded in "Other non-interest expense" on the Income Statement. Such liabilities and associated expenses are recorded when the likelihood of loss is probable and an amount or range of loss can be reasonably estimated. The Company will also disclose a range of exposure to incremental loss when such amounts can be estimated and are reasonably possible to occur in future periods. In estimating the Company's exposure to loss contingencies, if an amount within the estimated range of loss is the best estimate, that amount will be accrued. However, if there is no amount within the estimated range of
loss that is the best estimate, the Company will accrue the minimum amount within the range, and disclose the amount up to the high end of the range as an exposure to incremental loss, if such amount is considered reasonably possible. Such estimates are based on the best information available at the time. As additional information becomes available, the Company reassesses the potential liability and records an adjustment to its estimate in the period in which the adjustment is probable and an amount or range can be reasonably estimated. The determination of an expected contingent liability and associated litigation expense requires the Company to make assumptions related to the outcome of these matters. Due to the inherent uncertainties of loss contingencies, the Company's estimates may be different than the actual outcomes. Legal fees, including legal fees associated with loss contingencies, are recognized as incurred and included in "Professional services" expense on the Income Statement.

Stock-based Compensation

***Stock-based Compensation***

Stock-based compensation includes expense primarily associated with restricted stock units (RSUs) and performance-based restricted stock units (PBRSUs). Stock-based compensation expense is based on the grant date fair value of the award. The cost is generally recognized over the vesting period on a straight-line basis. Forfeitures are recognized as incurred.

Income Taxes

***Income Taxes***

The Company accounts for income taxes under the asset and liability method. Under this method, deferred tax assets and liabilities are determined on the basis of the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

The Company recognizes deferred tax assets to the extent that it believes these assets are more likely than not to be realized. In making such a determination, the Company considers the available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, tax-planning strategies, and results of recent operations. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts that are more likely than not expected to be realized. If the Company determines that it is able to realize its deferred tax assets in the future in excess of the net recorded amount, the Company decreases the deferred tax asset valuation allowance, which reduces the provision for income taxes.

Uncertain tax positions are recognized only when the Company believes it is more likely than not that the tax position will be upheld on examination by the taxing authorities based on the merits of the position. The Company recognizes interest and penalties, if any, related to uncertain tax positions in "Income tax (expense) benefit" on the Income Statement.

Earnings Per Share

***Earnings Per Share***

Basic earnings per share (Basic EPS) attributable to common stockholders is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period. Diluted earnings per share (Diluted EPS) is computed by dividing net income attributable to LendingClub by the weighted-average number of common shares outstanding during the period, adjusted for the effects of dilutive issuances of shares of common stock, which predominantly include incremental shares issued for outstanding RSUs, PBRSUs, and stock options. PBRSUs are included in dilutive shares to the extent the pre-established performance targets have been or are estimated to be satisfied as of the reporting date. The dilutive potential common shares are computed using the treasury stock method. The effects of outstanding RSUs, PBRSUs, and stock options are excluded from the computation of Diluted EPS in periods in which the effect would be antidilutive. For periods with more than one class of common shares, the Company computes Basic and Diluted
EPS using the two-class method, which is an allocation of net income among the holders of each class of common shares.

Transfers of Financial Assets

***Transfers of Financial Assets***

The Company accounts for transfers of financial assets as sales when it has surrendered control over the transferred assets. Control is generally considered to have been surrendered when the transferred assets have been legally isolated from the Company, the transferee has the right to pledge or exchange the assets without any significant constraints, and the Company has not entered into a repurchase agreement, does not hold unconditional call options and has not written put options on the transferred assets. In assessing whether control has been surrendered, the Company considers whether the transferee would be a consolidated affiliate and the impact of all arrangements or agreements made contemporaneously with, or in contemplation of the transfer, even if they were not entered into at the time of transfer. The Company measures gain or loss on sale of financial assets as the net proceeds received on the sale less the carrying amount of the loans sold. The net proceeds of the sale represent the fair value of any assets obtained or liabilities incurred as part of the transaction, including, but not limited to servicing assets, retained securities, and recourse obligations.

Transfers of financial assets that do not qualify for sale accounting would be reported as secured borrowings. Accordingly, the related assets would remain on the Company's Balance Sheet and continue to be reported and accounted for as if the transfer had not occurred. Cash proceeds from these transfers are reported as liabilities, with related interest expense recognized over the life of the related assets.

Adoption of New Accounting Standards and New Accounting Standards Net Yet Adopted

***Adoption of New Accounting Standards***

The Company adopted the following new accounting standards during the year ended December 31, 2024:

In November 2023, the FASB issued Accounting Standards Update (ASU) 2023-07, *Segment Reporting (Topic 280) – Improvements to Reportable Segment Disclosures*, which improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted this ASU effective October 1, 2024, on a retrospective basis. The adoption of this standard did not have a material impact on the Company's consolidated financial statements.

***New Accounting Standards Not Yet Adopted***

In November 2024, the FASB issued ASU 2024-03, *Income Statement (Topic 220) – Reporting Comprehensive Income – Expense Disaggregation Disclosures*, which improves income statement expense disclosure requirements, primarily through disaggregated disclosures of certain expense captions into specified categories within the footnotes to the financial

statements. The new standard is effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740) – Improvements to Income Tax Disclosures*, which improves income tax disclosure requirements, primarily through enhanced disclosures surrounding rate reconciliation and income taxes paid. The new standard is effective for annual periods beginning after December 15, 2024. The amendments of this standard should be applied prospectively, with retrospective application permitted. Early adoption is also permitted. The Company is evaluating the impact of this ASU but does not expect it to be material.

Revenue from Contracts with Customers

Marketplace revenue consists of (i) origination fees, (ii) servicing fees, (iii) gain on sales of loans and (iv) net fair value adjustments, as described below.

*Origination Fees:* Origination fees are primarily fees earned related to originating and issuing unsecured personal loans that are held for sale.

*Servicing Fees:* The Company receives servicing fees to compensate it for servicing loans on behalf of investors, including managing payments and collections from borrowers and payments to those investors. The amount of servicing fee revenue earned is predominantly affected by the servicing rates paid by investors and the outstanding principal balance of loans serviced for investors. Servicing fee revenue related to loans sold also includes the associated change in the fair value of servicing assets.

*Gain on Sales of Loans:* In connection with loan sales, the Company recognizes a gain or loss on the sale of loans based on the level to which the contractual servicing fee is above or below an estimated market rate of servicing. Additionally, the Company recognizes transaction costs, if any, as a loss on sale of loans.

*Net Fair Value Adjustments:* The Company records fair value adjustments on loans that are recorded at fair value, which include gains or losses from sale prices in excess of or less than the loan principal amount sold and realized net charge-offs. In addition, as loans are held on the Balance Sheet, incremental fair value adjustments on the loans are recorded in "Net fair value adjustments" within "Marketplace revenue," whereas the associated interest income is recorded within "Net interest income."

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**Marketplace Revenue (Tables)**

**12 Months Ended Dec. 31, 2024**

**Revenue from Contract with Customer [Abstract]**

Schedule of Components of Marketplace Revenue

The following table presents components of marketplace revenue for the periods presented:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Origination fees | $ 283,420 | $ 279,146 | $ 499,179 |
| Servicing fees | 64,933 | 98,613 | 80,609 |
| Gain on sales of loans | 49,097 | 47,839 | 95,335 |
| Net fair value adjustments | (154,659) | (134,114) | 8,503 |
| Total marketplace revenue | $ 242,791 | $ 291,484 | $ 683,626 |

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**Earnings Per Share (Tables)**

**12 Months Ended Dec. 31, 2024**

**Earnings Per Share [Abstract]**

Schedule of Computation of Basic and Diluted EPS

The following table details the computation of the Company's Basic and Diluted EPS:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Basic EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – Basic | 111,731,523 | 108,466,179 | 103,547,305 |
| Basic EPS | $ 0.46 | $ 0.36 | $ 2.80 |
| **Diluted EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – Diluted | 113,122,859 | 108,468,857 | 104,001,288 |
| Diluted EPS | $ 0.45 | $ 0.36 | $ 2.79 |

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**Securities Available for Sale (Tables)**

**12 Months Ended Dec. 31, 2024**

**Investments, Debt and Equity Securities [Abstract]**

Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities

The amortized cost, gross unrealized gains and losses, and fair value of AFS securities were as follows:

| December 31, 2024 | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Allowance for Credit Losses | Fair Value |
|---|---|---|---|---|---|
| Senior asset-backed securities related to Structured Program transactions [1] | $ 2,870,071 | $ 30,398 | $ (645) | $ — | $ 2,899,824 |
| U.S. agency residential mortgage-backed securities | 270,120 | 48 | (43,243) | — | 226,925 |
| Other asset-backed securities related to Structured Program transactions [2] | 174,132 | — | (657) | (3,527) | 169,948 |
| U.S. agency securities | 90,459 | — | (14,513) | — | 75,946 |
| Mortgage-backed securities | 62,882 | 8 | (6,216) | — | 56,674 |
| Other asset-backed securities | 21,364 | 15 | (587) | — | 20,792 |
| Municipal securities | 3,236 | — | (697) | — | 2,539 |
| Total securities available for sale [3] | $ 3,492,264 | $ 30,469 | $ (66,558) | $ (3,527) | $ 3,452,648 |

| December 31, 2023 | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Fair Value |
|---|---|---|---|---|
| Senior asset-backed securities related to Structured Program transactions | $ 1,165,513 | $ 10,932 | $ (42) | $ 1,176,403 |
| U.S. agency residential mortgage-backed securities | 261,885 | 208 | (37,497) | 224,596 |
| U.S. agency securities | 93,452 | — | (13,348) | 80,104 |
| Other asset-backed securities related to Structured Program transactions [2] | 70,662 | 2,731 | — | 73,393 |
| Mortgage-backed securities | 42,511 | — | (5,435) | 37,076 |
| Other asset-backed securities | 26,710 | 25 | (634) | 26,101 |
| Municipal securities | 3,257 | — | (668) | 2,589 |
| Total securities available for sale [3] | $ 1,663,990 | $ 13,896 | $ (57,624) | $ 1,620,262 |

[1] Excludes a $(2.2) million cumulative basis adjustment for securities designated in active fair value hedge relationships at December 31, 2024. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

[2] As of December 31, 2024 and 2023, $169.9 million and $70.1 million, respectively, of the other asset-backed securities related to Structured Program transactions at fair value are subject to restrictions on transfer pursuant to the Company's obligations as a "sponsor" under the U.S. Risk Retention Rules.

[3] As of December 31, 2024 and 2023, includes $373.5 million and $359.5 million, respectively, of securities pledged as collateral at fair value.

Schedule of AFS Securities with Unrealized Losses, Aggregated by Period of Continuous Unrealized Loss

A summary of AFS securities with unrealized losses, aggregated by period of continuous unrealized loss, is as follows:

| | Less than 12 months | | 12 months or longer | | Total | |
|---|---|---|---|---|---|---|
| December 31, 2024 | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses |
| Senior asset-backed securities related to Structured Program transactions | $ 334,564 | $ (645) | $ — | $ — | $ 334,564 | $ (645) |
| U.S. agency residential mortgage-backed securities | 34,168 | (782) | 185,405 | (42,461) | 219,573 | (43,243) |
| Other asset-backed securities related to Structured Program transactions | 72,251 | (657) | — | — | 72,251 | (657) |
| U.S. agency securities | — | — | 75,946 | (14,513) | 75,946 | (14,513) |
| Mortgage-backed securities | 21,970 | (316) | 32,298 | (5,900) | 54,268 | (6,216) |
| Other asset-backed securities | 1,638 | (4) | 11,668 | (583) | 13,306 | (587) |
| Municipal securities | — | — | 2,539 | (697) | 2,539 | (697) |
| Total securities with unrealized losses | $ 464,591 | $ (2,404) | $ 307,856 | $ (64,154) | $ 772,447 | $ (66,558) |

| | Less than 12 months | | 12 months or longer | | Total | |
|---|---|---|---|---|---|---|
| December 31, 2023 | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses | Fair Value | Unrealized Losses |
| Senior asset-backed securities related to Structured Program transactions | $ 38,359 | $ (42) | $ — | $ — | $ 38,359 | $ (42) |
| U.S. agency residential mortgage-backed securities | 6,497 | (149) | 201,426 | (37,348) | 207,923 | (37,497) |
| U.S. agency securities | — | — | 80,104 | (13,348) | 80,104 | (13,348) |
| Mortgage-backed securities | 13,973 | (740) | 23,103 | (4,695) | 37,076 | (5,435) |
| Other asset-backed securities | 12,911 | (50) | 8,538 | (584) | 21,449 | (634) |
| Municipal securities | — | — | 2,589 | (668) | 2,589 | (668) |
| Total securities with unrealized losses | $ 71,740 | $ (981) | $ 315,760 | $ (56,643) | $ 387,500 | $ (57,624) |

Schedule of Activity in the Allowance for Credit Losses for AFS Securities, by Security Type

The following table presents the activity in the allowance for credit losses for AFS securities, by security type:

| Year Ended December 31, | 2024 |
|---|---|
| **Other asset-backed securities related to Structured Program transactions:** | |
| Allowance for credit losses, beginning of period | $ — |
| Credit loss expense for securities available for sale | 3,527 |
| Allowance for credit losses, end of period | $ 3,527 |

Schedule of Contractual Maturities of AFS Securities

The contractual maturities of AFS securities were as follows:

| December 31, 2024 | Amortized Cost | Fair Value | Weighted-average Yield [1] |
|---|---|---|---|
| **Due within 1 year:** | | | |
| U.S. agency securities | $ 3,000 | $ 2,989 | |
| Total due within 1 year | 3,000 | 2,989 | 3.50 % |
| **Due after 1 year through 5 years:** | | | |
| Senior asset-backed securities related to Structured Program transactions | 2,870,071 | 2,899,824 | |
| Other asset-backed securities related to Structured Program transactions | 174,132 | 169,948 | |
| U.S. agency securities | 7,850 | 7,620 | |
| Mortgage-backed securities | 2,684 | 2,413 | |
| Other asset-backed securities | 307 | 306 | |
| Municipal securities | 307 | 274 | |
| Total due after 1 year through 5 years | 3,055,351 | 3,080,385 | 7.50 % |
| **Due after 5 years through 10 years:** | | | |
| U.S. agency securities | 23,997 | 20,907 | |
| Other asset-backed securities | 12,430 | 12,394 | |
| U.S. agency residential mortgage-backed securities | 3,838 | 3,649 | |
| Mortgage-backed securities | 915 | 765 | |
| Municipal securities | 310 | 267 | |
| Total due after 5 years through 10 years | 41,490 | 37,982 | 4.28 % |
| **Due after 10 years:** | | | |
| U.S. agency residential mortgage-backed securities | 266,282 | 223,276 | |
| Mortgage-backed securities | 59,283 | 53,496 | |
| U.S. agency securities | 55,612 | 44,430 | |
| Other asset-backed securities | 8,627 | 8,092 | |
| Municipal securities | 2,619 | 1,998 | |
| Total due after 10 years | 392,423 | 331,292 | 2.90 % |
| Total securities available for sale | $ 3,492,264 | $ 3,452,648 | 6.81 % |

[1] The weighted-average yield is computed using the average month-end amortized cost during the year ended December 31, 2024.

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Receivables [Abstract]**

Schedule of Loans and Leases Held for Investment at Amortized Cost and Components of the Allowance for Loan and Lease Losses and Components of Portfolio Segment Receivables

The following table presents the components of each portfolio segment by class of financing receivable:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Unsecured personal | $ 3,106,472 | $ 3,726,830 |
| Residential mortgages | 172,711 | 183,050 |
| Secured consumer | 230,232 | 250,039 |
| Total consumer loans held for investment | 3,509,415 | 4,159,919 |
| Equipment finance [1] | 64,232 | 110,992 |
| Commercial real estate | 373,785 | 380,322 |
| Commercial and industrial | 178,386 | 199,069 |
| Total commercial loans and leases held for investment | 616,403 | 690,383 |
| Total loans and leases held for investment | 4,125,818 | 4,850,302 |
| Allowance for loan and lease losses | (236,734) | (310,387) |
| Loans and leases held for investment, net [2] | $ 3,889,084 | $ 4,539,915 |

[1] Comprised of sales-type leases for equipment. See "*Note 18. Leases*" for additional information.

[2] As of December 31, 2024, the Company had $3.7 billion in loans pledged as collateral, comprised of $3.2 billion pledged under the FRB Discount Window and $456.4 million pledged to the FHLB of Des Moines. As of December 31, 2023, the Company had $4.0 billion in loans pledged as collateral, comprised of $3.5 billion pledged under the FRB Discount Window and $479.0 million pledged to the FHLB of Des Moines.

The following table presents the components of the allowance for loan and lease losses (ALLL):

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Gross allowance for loan and lease losses [1] | $ 285,686 | 355,773 |
| Recovery asset value [2] | (48,952) | (45,386) |
| Allowance for loan and lease losses | $ 236,734 | 310,387 |

[1] Represents the allowance for future estimated net charge-offs on existing portfolio balances.

[2] Represents the negative allowance for expected recoveries of amounts previously charged-off.

| December 31, 2024 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 3,509,415 | 616,403 | 4,125,818 |
| Allowance for loan and lease losses | $ 212,598 | 24,136 | 236,734 |
| Allowance ratio [1] | 6.1% | 3.9% | 5.7% |
| Gross allowance for loan and lease losses | $ 261,550 | 24,136 | 285,686 |
| Gross allowance ratio [1] | 7.5% | 3.9% | 6.9% |

| December 31, 2023 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 4,159,919 | 690,383 | 4,850,302 |
| Allowance for loan and lease losses | $ 298,061 | 12,326 | 310,387 |
| Allowance ratio [1] | 7.2% | 1.8% | 6.4% |
| Gross allowance for loan and lease losses | $ 343,447 | 12,326 | 355,773 |
| Gross allowance ratio [1] | 8.3% | 1.8% | 7.3% |

[1] Calculated as ALLL or gross ALLL, where applicable, to the corresponding portfolio segment balance of loans and leases held for investment at amortized cost.

The following table summarizes the aggregate fair value of the Company's HFS loans, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 657,984 | $ 3,719 | $ 431,955 | $ 1,395 |
| Cumulative fair value adjustments | (21,632) | (3,012) | (24,182) | (1,102) |
| Fair value of loans held for sale | $ 636,352 | $ 707 | $ 407,773 | $ 293 |

The following table summarizes the aggregate fair value of the Company's HFI loans held at fair value, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 1,097,511 | $ 14,616 | $ 281,031 | $ 3,774 |
| Cumulative fair value adjustments | (69,713) | (11,836) | (18,841) | (3,037) |
| Fair value of loans held for investment | $ 1,027,798 | $ 2,780 | $ 262,190 | $ 737 |

Schedule of Activity in the ACL by Portfolio Segment

The activity in the ACL by portfolio segment was as follows:

| Year Ended December 31, | 2024 | | | 2023 | | | 2022 | | |
|---|---|---|---|---|---|---|---|---|---|
| | Consumer | Commercial | Total | Consumer | Commercial | Total | Consumer | Commercial | Total |
| **Allowance for loan and lease losses:** | | | | | | | | | |
| Beginning of period | $ 298,061 | $ 12,326 | $ 310,387 | $ 312,489 | $ 15,363 | $ 327,852 | $ 128,812 | $ 15,577 | $ 144,389 |
| Credit loss expense (benefit) | 160,581 | 14,849 | 175,430 | 244,518 | (948) | 243,570 | 265,359 | 1,320 | 266,679 |
| Charge-offs | (299,159) | (4,434) | (303,593) | (278,105) | (3,002) | (281,107) | (85,247) | (2,226) | (87,473) |
| Recoveries | 53,115 | 1,395 | 54,510 | 19,159 | 913 | 20,072 | 3,565 | 692 | 4,257 |
| End of period | $ 212,598 | $ 24,136 | $ 236,734 | $ 298,061 | $ 12,326 | $ 310,387 | $ 312,489 | $ 15,363 | $ 327,852 |
| **Reserve for unfunded lending commitments:** | | | | | | | | | |
| Beginning of period | $ — | $ 1,873 | $ 1,873 | $ 18 | $ 1,860 | $ 1,878 | $ — | $ 1,231 | $ 1,231 |
| Credit loss expense (benefit) | — | (690) | (690) | (18) | 13 | (5) | 18 | 629 | 647 |
| End of period [1] | $ — | $ 1,183 | $ 1,183 | $ — | $ 1,873 | $ 1,873 | $ 18 | $ 1,860 | $ 1,878 |

[1] Relates to $105.0 million, $78.1 million and $138.0 million of unfunded commitments as of December 31, 2024, 2023 and 2022, respectively.

[Schedule of Charge-Offs by Origination Year and Consumer Lending Credit Quality Indicators and Commercial Lending Credit Quality Indicators]

The following table presents charge-offs by origination year for the year ended December 31, 2024:

| | Gross Charge-Offs by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total |
| Unsecured personal [1] | $ 6,796 | $ 96,219 | $ 147,062 | $ 46,894 | $ — | $ — | 296,971 |
| Residential mortgages | — | — | — | — | — | — | — |
| Secured consumer | 48 | 492 | 1,149 | 499 | — | — | 2,188 |
| Total consumer loans held for investment | 6,844 | 96,711 | 148,211 | 47,393 | — | — | 299,159 |
| Equipment finance | — | — | — | — | — | — | — |
| Commercial real estate | — | — | — | — | — | — | — |
| Commercial and industrial | 114 | 700 | 1,524 | 403 | — | 1,693 | 4,434 |
| Total commercial loans and leases held for investment | 114 | 700 | 1,524 | 403 | — | 1,693 | 4,434 |
| Total loans and leases held for investment | $ 6,958 | $ 97,411 | $ 149,735 | $ 47,796 | $ — | $ 1,693 | 303,593 |

[1] Unsecured personal loans are generally charged-off when a borrower is contractually 120 days past due.

The following tables present the classes of financing receivables within the consumer portfolio segment by credit quality indicator based on delinquency status and origination year:

| December 31, 2024 | Term Loans and Leases by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total |
| **Unsecured personal** | | | | | | | |
| Current | $ 1,347,685 | $ 787,936 | $ 762,223 | $ 142,546 | $ — | $ — | $ 3,040,390 |
| 30-59 days past due | 4,981 | 7,344 | 8,952 | 2,253 | — | — | 23,530 |
| 60-89 days past due | 2,448 | 6,933 | 7,920 | 1,992 | — | — | 19,293 |
| 90 or more days past due | 2,364 | 7,920 | 8,853 | 2,250 | — | — | 21,387 |
| Total unsecured personal [1] | 1,357,478 | 810,133 | 787,948 | 149,041 | — | — | 3,104,600 |
| **Residential mortgages** | | | | | | | |
| Current | — | — | 45,828 | 52,679 | 28,176 | 45,789 | 172,472 |
| 30-59 days past due | — | — | — | — | — | 151 | 151 |
| 60-89 days past due | — | — | — | — | — | 88 | 88 |
| 90 or more days past due | — | — | — | — | — | — | — |
| Total residential mortgages | — | — | 45,828 | 52,679 | 28,176 | 46,028 | 172,711 |
| **Secured consumer** | | | | | | | |
| Current | 79,161 | 78,081 | 56,766 | 10,573 | — | 2,372 | 226,953 |
| 30-59 days past due | 98 | 824 | 1,199 | 221 | — | — | 2,342 |
| 60-89 days past due | 11 | 147 | 338 | 104 | — | — | 600 |
| 90 or more days past due | 36 | 157 | 99 | 45 | — | — | 337 |
| Total secured consumer | 79,306 | 79,209 | 58,402 | 10,943 | — | 2,372 | 230,232 |
| **Total consumer loans held for investment** | **$ 1,436,784** | **$ 889,342** | **$ 892,178** | **$ 212,663** | **$ 28,176** | **$ 48,400** | **$ 3,507,543** |

[1] Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of December 31, 2024, the basis adjustment totaled $1.9 million and represents an increase to the amortized cost of the hedged loans. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

| December 31, 2023 | Term Loans and Leases by Origination Year | | | | | | |
|---|---|---|---|---|---|---|---|
| | 2023 | 2022 | 2021 | 2020 | 2019 | Prior | Total |
| **Unsecured personal** | | | | | | | |
| Current | $ 1,498,737 | $ 1,688,512 | $ 438,296 | $ — | $ — | $ — | $ 3,625,545 |
| 30-59 days past due | 9,034 | 17,017 | 6,665 | — | — | — | 32,716 |
| 60-89 days past due | 7,767 | 15,538 | 6,251 | — | — | — | 29,556 |
| 90 or more days past due | 6,924 | 16,564 | 6,644 | — | — | — | 30,132 |
| Total unsecured personal [1] | 1,522,462 | 1,737,631 | 457,856 | — | — | — | 3,717,949 |
| **Residential mortgages** | | | | | | | |
| Current | 53 | 48,473 | 54,855 | 29,960 | 18,917 | 29,041 | 181,299 |
| 30-59 days past due | — | — | — | — | 1,331 | 420 | 1,751 |
| 60-89 days past due | — | — | — | — | — | — | — |
| 90 or more days past due | — | — | — | — | — | — | — |
| Total residential mortgages | 53 | 48,473 | 54,855 | 29,960 | 20,248 | 29,461 | 183,050 |
| **Secured consumer** | | | | | | | |
| Current | 125,618 | 97,084 | 21,949 | — | 2,460 | — | 247,111 |
| 30-59 days past due | 364 | 1,295 | 417 | — | — | — | 2,076 |
| 60-89 days past due | 94 | 373 | 168 | — | — | — | 635 |
| 90 or more days past due | — | 153 | 64 | — | — | — | 217 |
| Total secured consumer | 126,076 | 98,905 | 22,598 | — | 2,460 | — | 250,039 |
| **Total consumer loans held for investment** | **$ 1,648,591** | **$ 1,885,009** | **$ 535,309** | **$ 29,960** | **$ 22,708** | **$ 29,461** | **$ 4,151,038** |

[1] Excludes cumulative basis adjustment for loans designated in fair value hedges under the portfolio layer method. As of December 31, 2023, the basis adjustment totaled $8.9 million and represents an increase to the amortized cost of the hedged loans. See "*Note 8. Derivative Instruments and Hedging Activities*" for additional information.

The following tables present the classes of financing receivables within the commercial portfolio segment by risk rating and origination year:

| December 31, 2024 | Term Loans and Leases by Origination Year | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | 2024 | 2023 | 2022 | 2021 | 2020 | Prior | Total | Guaranteed Amount [1] |
| **Equipment finance** | | | | | | | | |
| Pass | $ — | $ 1,519 | $ 32,544 | $ 7,790 | $ 9,101 | $ 6,643 | $ 57,597 | $ — |
| Special mention | — | — | 335 | 602 | — | — | 937 | — |
| Substandard | — | — | 776 | 4,922 | — | — | 5,698 | — |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | — | — | — | — | — | — |
| Total equipment finance | — | 1,519 | 33,655 | 13,314 | 9,101 | 6,643 | 64,232 | — |
| **Commercial real estate** | | | | | | | | |
| Pass | 22,847 | 67,692 | 89,903 | 21,174 | 27,947 | 106,060 | 335,623 | 31,499 |
| Special mention | — | — | — | — | 252 | 6,276 | 6,528 | — |
| Substandard | — | — | 2,430 | 8,441 | 7,987 | 10,791 | 29,649 | 8,940 |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | 1,121 | 271 | — | 593 | 1,985 | 1,543 |
| Total commercial real estate | 22,847 | 67,692 | 93,454 | 29,886 | 36,186 | 123,720 | 373,785 | 41,982 |
| **Commercial and industrial** | | | | | | | | |
| Pass | 28,030 | 29,186 | 31,697 | 27,474 | 5,503 | 12,678 | 134,568 | 85,269 |
| Special mention | 635 | — | 5,165 | 2,652 | 76 | — | 8,528 | 7,065 |
| Substandard | — | 4,071 | 13,110 | 2,311 | 1,399 | 1,670 | 22,561 | 14,879 |
| Doubtful | — | — | 3,279 | 1,477 | 506 | 285 | 5,547 | 4,671 |
| Loss | 282 | 2,094 | 4,224 | 568 | — | 14 | 7,182 | 7,182 |
| Total commercial and industrial | 28,947 | 35,351 | 57,475 | 34,482 | 7,484 | 14,647 | 178,386 | 119,066 |
| **Total commercial loans and leases held for investment** | **$ 51,794** | **$ 104,562** | **$ 184,584** | **$ 77,682** | **$ 52,771** | **$ 145,010** | **$ 616,403** | **$ 161,048** |

[1] Represents loan balances guaranteed by the Small Business Association (SBA).

| December 31, 2023 | Term Loans and Leases by Origination Year | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | 2023 | 2022 | 2021 | 2020 | 2019 | Prior | Total | Guaranteed Amount [1] |
| **Equipment finance** | | | | | | | | |
| Pass | $ 2,945 | $ 33,430 | $ 26,311 | $ 7,754 | $ 9,411 | $ 6,288 | $ 86,139 | $ — |
| Special mention | — | 15,235 | 1,962 | 5,873 | 1,335 | — | 24,405 | — |
| Substandard | — | — | — | 448 | — | — | 448 | — |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | — | — | — | — | — | — |
| Total equipment finance | 2,945 | 48,665 | 28,273 | 14,075 | 10,746 | 6,288 | 110,992 | — |
| **Commercial real estate** | | | | | | | | |
| Pass | 49,067 | 94,247 | 34,535 | 43,058 | 52,160 | 78,062 | 351,129 | 33,423 |
| Special mention | — | — | — | — | — | 13,706 | 13,706 | — |
| Substandard | — | 3,598 | 7,716 | — | — | 2,139 | 13,453 | 9,425 |
| Doubtful | — | — | — | — | — | — | — | — |
| Loss | — | — | 1,515 | — | — | 519 | 2,034 | 1,471 |
| Total commercial real estate | 49,067 | 97,845 | 43,766 | 43,058 | 52,160 | 94,426 | 380,322 | 44,319 |
| **Commercial and industrial** | | | | | | | | |
| Pass | 40,636 | 60,352 | 39,304 | 9,525 | 10,282 | 11,626 | 171,725 | 104,928 |
| Special mention | — | 10,881 | 1,532 | 729 | 137 | 444 | 13,723 | 9,384 |
| Substandard | — | 2,304 | 5,426 | 673 | 1,045 | 1,434 | 10,882 | 6,908 |
| Doubtful | — | 649 | — | 548 | — | 286 | 1,483 | 1,214 |
| Loss | — | — | — | — | — | 1,256 | 1,256 | 1,229 |
| Total commercial and industrial | 40,636 | 74,186 | 46,262 | 11,475 | 11,464 | 15,046 | 199,069 | 123,663 |
| **Total commercial loans and leases held for investment** | **$ 92,648** | **$ 220,696** | **$ 118,301** | **$ 68,608** | **$ 74,370** | **$ 115,760** | **$ 690,383** | **$ 167,982** |

[1] Represents loan balances guaranteed by the SBA.

Schedule of Analysis of the Past Due Loans and Leases HFI at Amortized Cost and Nonaccrual Loans and Leases

The following tables present an analysis of the past due loans and leases HFI at amortized cost within the commercial portfolio segment:

| December 31, 2024 | 30-59 Days | 60-89 Days | 90 or More Days | Total Days Past Due | Guaranteed Amount [1] |
|---|---|---|---|---|---|
| Equipment finance | $ 67 | $ — | $ 4,551 | $ 4,618 | $ — |
| Commercial real estate | 8,320 | 483 | 9,731 | 18,534 | 8,456 |
| Commercial and industrial | 6,257 | 1,182 | 15,971 | 23,410 | 18,512 |
| Total commercial loans and leases held for investment | $ 14,644 | $ 1,665 | $ 30,253 | $ 46,562 | $ 26,968 |

| December 31, 2023 | 30-59 Days | 60-89 Days | 90 or More Days | Total Days Past Due | Guaranteed Amount [1] |
|---|---|---|---|---|---|
| Equipment finance | $ 1,265 | $ — | $ — | $ 1,265 | $ — |
| Commercial real estate | — | 3,566 | 1,618 | 5,184 | 4,047 |
| Commercial and industrial | 12,261 | 1,632 | 1,515 | 15,408 | 11,260 |
| Total commercial loans and leases held for investment | $ 13,526 | $ 5,198 | $ 3,133 | $ 21,857 | $ 15,307 |

[1] Represents loan balances guaranteed by the SBA.

The following table presents nonaccrual loans and leases:

| Year Ended December 31, | 2024 | | 2023 | |
|---|---|---|---|---|
| | Nonaccrual | Nonaccrual with no related ACL[1] | Nonaccrual | Nonaccrual with no related ACL[1] |
| Unsecured personal | $ 21,387 | $ — | $ 30,132 | $ — |
| Residential mortgages | 295 | 295 | 312 | 312 |
| Secured consumer | 337 | — | 217 | — |
| Total nonaccrual consumer loans held for investment | 22,019 | 295 | 30,661 | 312 |
| Equipment finance | 4,516 | — | — | — |
| Commercial real estate | 18,280 | 5,345 | 9,663 | 2,187 |
| Commercial and industrial | 27,489 | 7,501 | 4,058 | 1,590 |
| Total nonaccrual commercial loans and leases held for investment [2] | 50,285 | 12,846 | 13,721 | 3,777 |
| Total nonaccrual loans and leases held for investment | $ 72,304 | $ 13,141 | $ 44,382 | $ 4,089 |

[1] Subset of total nonaccrual loans and leases.

[2] Includes $31.2 million and $10.4 million in loan balances guaranteed by the SBA as of December 31, 2024 and 2023, respectively.

| Year Ended December 31, | 2024 | | 2023 | |
|---|---|---|---|---|
| | Nonaccrual | Nonaccrual Ratios[1] | Nonaccrual | Nonaccrual Ratios[1] |
| Total nonaccrual consumer loans held for investment | $ 22,019 | 0.6 % | $ 30,661 | 0.7 % |
| Total nonaccrual commercial loans and leases held for investment | 50,285 | 8.2 % | 13,721 | 2.0 % |
| Total nonaccrual loans and leases held for investment | $ 72,304 | 1.8 % | $ 44,382 | 0.9 % |

[1] Calculated as the ratio of non-accruing loans and leases to loans and leases HFI at amortized cost.

Schedule of Loan Modifications and Amortized Cost of Loan Modifications

The table below presents the amortized cost of loans that were modified during the periods presented, by modification type:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Short-term payment reduction | $ 26,421 | $ 4,867 |
| Permanent loan modification | 5,874 | 3,659 |
| Debt settlement | 5,631 | 7,350 |
| Total loan modifications – unsecured personal loans | $ 37,926 | $ 15,876 |
| % of unsecured personal loans at amortized cost as of period end | 1.2 % | 0.4 % |

The following table presents the delinquency status of the amortized cost of loan modifications as of the periods presented below that were modified during the preceding twelve months:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Short-term Payment Reduction | Permanent Loan Modification | Debt Settlement | Short-term Payment Reduction | Permanent Loan Modification | Debt Settlement |
| Unsecured personal loans | | | | | | |
| Current | $ 21,471 | $ 5,285 | $ 43 | $ 4,533 | $ 3,208 | $ 70 |
| 30-59 days | 1,851 | 247 | 19 | 149 | 199 | 85 |
| 60-89 days | 1,462 | 159 | 811 | 105 | 67 | 669 |
| 90 or more days | 1,637 | 183 | 4,758 | 80 | 185 | 6,526 |
| Total loan modifications | $ 26,421 | $ 5,874 | $ 5,631 | $ 4,867 | $ 3,659 | $ 7,350 |

Schedule of Total Amount of Charge-Offs for Loan Modifications

The table below presents the total amount of charge-offs during the period for loan modifications that were entered into within the preceding twelve months of charge-off:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Short-term payment reduction | $ 7,945 | $ 224 |
| Permanent loan modification | 2,136 | 308 |
| Debt settlement | 72,845 | 53,111 |
| Total loan modifications – unsecured personal loans | $ 82,926 | $ 53,643 |

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**Securitizations and Variable Interest Entities (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Transfers and Servicing [Abstract]**

Schedule of VIE Assets and Liabilities and Unconsolidated VIEs

The following table presents the classifications of assets and liabilities on the Company's Balance Sheet for its transactions with VIEs, which include Structured Program transactions. The Company also has various forms of involvement with VIEs, including servicing loans and holding senior asset-backed securities or subordinated interests in the VIEs. Additionally, the carrying amount of assets and liabilities in the table below excludes intercompany balances that were eliminated in consolidation.

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Consolidated | Unconsolidated | Total | Consolidated | Unconsolidated | Total |
| **Assets** | | | | | | |
| Restricted cash | $ — | $ — | $ — | $ 3,454 | $ — | $ 3,454 |
| Securities available for sale at fair value | — | 3,069,771 | 3,069,771 | — | 1,249,796 | 1,249,796 |
| Loans held for investment at fair value [1] | — | — | — | 970 | — | 970 |
| Other assets | — | 46,269 | 46,269 | 14 | 31,531 | 31,545 |
| **Total assets** | $ — | $ 3,116,040 | $ 3,116,040 | $ 4,438 | $ 1,281,327 | $ 1,285,765 |
| **Liabilities** | | | | | | |
| Borrowings [1] | — | — | — | 2,888 | — | 2,888 |
| Other liabilities | — | 6,313 | 6,313 | 4 | 3,301 | 3,305 |
| **Total liabilities** | $ — | $ 6,313 | $ 6,313 | $ 2,892 | $ 3,301 | $ 6,193 |
| **Total net assets (maximum loss exposure)** | $ — | $ 3,109,727 | $ 3,109,727 | $ 1,546 | $ 1,278,026 | $ 1,279,572 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

The following table summarizes activity related to unconsolidated VIEs where the transfers were accounted for as a sale on the Company's financial statements:

| December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Fair value of consideration received: | | | |
| Cash | $ 394,205 | $ 172,397 | $ 5,320 |
| Net securities retained from Structured Program transactions | 2,711,693 | 1,299,313 | 2,180 |
| Other assets (liabilities), net | 35,877 | 16,740 | (3,794) |
| Total consideration | 3,141,775 | 1,488,450 | 3,706 |
| Fair value of loans sold | (3,079,628) | (1,474,077) | (39,519) |
| Sale of senior securities related to Structured Program transactions | (30,000) | — | — |
| Deconsolidation of debt | 880 | — | 36,072 |
| Principal derecognized from loans securitized or sold | (737) | — | — |
| Gain on sales of loans and securities [1] | $ 32,290 | $ 14,373 | $ 259 |
| Cash proceeds from continuing involvement: | | | |
| Servicing and other administrative fees | $ 27,047 | $ 5,475 | $ 8,618 |
| Interest received on securities retained from Structured Program transactions | $ 164,807 | $ 22,786 | $ 7,285 |

[1] Consists primarily of servicing assets recognized at the time of sale, less any transaction costs, and excludes origination fees and fair value adjustments recognized prior to the sale. Prior period amounts have been reclassified to conform to the current period presentation.

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**Fair Value Measurements (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Fair Value Disclosures [Abstract]**

Schedule of Assets and Liabilities Measured at Fair Value on a Recurring Basis

The following tables present, by level within the fair value hierarchy, the Company's assets and liabilities measured at fair value on a recurring basis:

| December 31, 2024 | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|
| **Assets:** | | | | |
| Loans held for sale at fair value | $ — | $ — | $ 636,352 | $ 636,352 |
| Loans held for investment at fair value | — | — | 1,027,798 | 1,027,798 |
| Securities available for sale: | | | | |
| Senior asset-backed securities related to Structured Program transactions | — | — | 2,899,824 | 2,899,824 |
| U.S. agency residential mortgage-backed securities | — | 226,925 | — | 226,925 |
| Other asset-backed securities related to Structured Program transactions | — | — | 169,948 | 169,948 |
| U.S. agency securities | — | 75,946 | — | 75,946 |
| Mortgage-backed securities | — | 56,674 | — | 56,674 |
| Other asset-backed securities | — | 20,792 | — | 20,792 |
| Municipal securities | — | 2,539 | — | 2,539 |
| Total securities available for sale | — | 382,876 | 3,069,772 | 3,452,648 |
| Servicing assets | — | — | 60,697 | 60,697 |
| Other assets | — | 5,820 | — | 5,820 |
| **Total assets** | $ — | $ 388,696 | $ 4,794,619 | $ 5,183,315 |
| **Liabilities:** | | | | |
| Other liabilities | $ — | $ 5,019 | $ 11,799 | $ 16,818 |
| **Total liabilities** | $ — | $ 5,019 | $ 11,799 | $ 16,818 |

| December 31, 2023 | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|
| **Assets:** | | | | |
| Loans held for sale at fair value | $ — | $ — | $ 407,773 | $ 407,773 |
| Loans held for investment at fair value [1] | — | — | 272,678 | 272,678 |
| Securities available for sale: | | | | |
| Senior asset-backed securities related to Structured Program transactions | — | — | 1,176,403 | 1,176,403 |
| U.S. agency residential mortgage-backed securities | — | 224,596 | — | 224,596 |
| U.S. agency securities | — | 80,104 | — | 80,104 |
| Other asset-backed securities related to Structured Program transactions | — | — | 73,393 | 73,393 |
| Mortgage-backed securities | — | 37,076 | — | 37,076 |
| Other asset-backed securities | — | 26,101 | — | 26,101 |
| Municipal securities | — | 2,589 | — | 2,589 |
| Total securities available for sale | — | 370,466 | 1,249,796 | 1,620,262 |
| Servicing assets | — | — | 77,680 | 77,680 |
| Other assets | — | 3,525 | — | 3,525 |
| **Total assets** | $ — | $ 373,991 | $ 2,007,927 | $ 2,381,918 |
| **Liabilities:** | | | | |
| Borrowings [1] | $ — | $ — | $ 12,956 | $ 12,956 |
| Other liabilities | — | 12,072 | 7,655 | 19,727 |
| **Total liabilities** | $ — | $ 12,072 | $ 20,611 | $ 32,683 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Loans HFS, Loans HFI, Senior Asset-Backed Securities, Other Asset-Backed Securities and Servicing Assets

The following significant unobservable inputs were used in the fair value measurement of loans HFS:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.1 % | 11.9 % | 7.9 % | 8.1 % | 10.3 % | 9.0 % |
| Annualized net charge-off rate [1] | 1.8 % | 21.2 % | 5.4 % | 2.7 % | 12.9 % | 6.5 % |
| Annualized prepayment rate [1] | 15.0 % | 27.6 % | 20.4 % | 15.7 % | 22.5 % | 19.9 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

The following significant unobservable inputs were used in the fair value measurement of loans HFI:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.2 % | 21.8 % | 10.5 % | 8.4 % | 16.2 % | 12.8 % |
| Annualized net charge-off rate [1] | 3.0 % | 20.2 % | 6.6 % | 1.9 % | 5.9 % | 3.7 % |
| Annualized prepayment rate [1] | 15.6 % | 21.4 % | 19.3 % | 18.6 % | 27.7 % | 22.6 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

The following significant unobservable input, which includes credit spreads, was used in the fair value measurement of senior asset-backed securities related to Structured Program transactions:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 6.0 % | 6.0 % | 6.0 % | 7.0 % | 7.0 % | 7.0 % |

The following significant unobservable inputs were used in the fair value measurement of other asset-backed securities related to Structured Program transactions:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 7.1 % | 11.0 % | 7.9 % | 8.1 % | 10.3 % | 9.0 % |
| Annualized net charge-off rate [1] | 3.4 % | 7.4 % | 5.0 % | 4.9 % | 5.9 % | 5.5 % |
| Annualized prepayment rate [1] | 18.7 % | 20.9 % | 20.5 % | 19.2 % | 21.0 % | 20.1 % |

[1] The weighted-average rate is calculated using the original principal balance of each security.

The following significant unobservable inputs were used in the fair value measurement for servicing assets related to loans sold to investors:

| | December 31, 2024 | | | December 31, 2023 | | |
|---|---|---|---|---|---|---|
| | Minimum | Maximum | Weighted-Average | Minimum | Maximum | Weighted-Average |
| Discount rate | 8.7 % | 17.3 % | 10.8 % | 8.7 % | 17.3 % | 11.3 % |
| Annualized net charge-off rate [1] | 1.8 % | 21.2 % | 8.2 % | 1.9 % | 24.0 % | 8.7 % |
| Annualized prepayment rate [1] | 14.8 % | 27.5 % | 20.0 % | 15.6 % | 25.7 % | 20.3 % |
| Market servicing rate [2] | 0.62 % | 0.62 % | 0.62 % | 0.62 % | 0.62 % | 0.62 % |

[1] The weighted-average rate is calculated using the original principal balance of each loan pool.

[2] The fees a willing market participant would require for the servicing of loans with similar characteristics as those in the Company's serviced portfolio.

Schedule of Sensitivity of Loans HFS and Loans HFI at Fair Value to Adverse Changes in Key Assumptions

The sensitivity of loans HFS at fair value to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Loans held for sale at fair value | $ 636,352 | $ 407,773 |
| Expected remaining weighted-average life (in years) | 1.4 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (7,663) | $ (5,093) |
| 200 basis point increase | $ (15,174) | $ (10,051) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (6,436) | $ (5,102) |
| 20% increase | $ (12,937) | $ (10,184) |
| Annualized prepayment rate: | | |
| 10% increase | $ (1,274) | $ (851) |
| 20% increase | $ (2,444) | $ (1,628) |

The sensitivity of loans HFI at fair value to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Loans held for investment at fair value | $ 1,027,798 | $ 262,190 |
| Expected remaining weighted-average life (in years) | 0.9 | 0.9 |
| Discount rate: | | |
| 100 basis point increase | $ (7,832) | $ (1,957) |
| 200 basis point increase | $ (15,557) | $ (3,888) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (11,821) | $ (1,753) |
| 20% increase | $ (25,428) | $ (3,595) |
| Annualized prepayment rate: | | |
| 10% increase | $ (4,813) | $ (857) |
| 20% increase | $ (9,854) | $ (1,675) |

Schedule of Loans HFS, Loans HFI, Senior Asset-Backed Securities, Other Asset-Backed Securities and Servicing Assets at Fair Value Activity

The following table presents loans HFS at fair value activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 407,773 | $ 110,400 |
| Originations and purchases | 5,194,160 | 4,942,457 |
| Sales | (4,576,779) | (4,634,155) |
| Principal payments | (231,624) | (70,350) |
| Transfers from loans held for investment | — | 195,106 |
| Realized charge-offs, net of recoveries, recorded in earnings | (20,336) | (13,597) |
| Fair value adjustments recorded in earnings | (136,842) | (122,088) |
| **Fair value at end of period** | $ 636,352 | $ 407,773 |

The following table presents loans HFI at fair value activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 262,190 | $ 925,938 |
| Purchases | 1,396,223 | 4,243 |
| Principal payments | (618,472) | (485,043) |
| Transfers to loans held for sale | — | (195,106) |
| Interest income accretion and fair value adjustments recorded in earnings | (12,143) | 12,158 |
| **Fair value at end of period** | $ 1,027,798 | $ 262,190 |

The following table presents senior asset-backed securities related to Structured Program transactions activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 1,176,403 | $ — |
| Additions | 2,558,003 | 1,225,796 |
| Sales | (30,114) | — |
| Cash received | (823,331) | (60,283) |
| Change in unrealized gain | 18,863 | 10,890 |
| **Fair value at end of period** | $ 2,899,824 | $ 1,176,403 |

The following table presents other asset-backed securities related to Structured Program transactions activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 73,393 | $ 12,469 |
| Additions | 153,690 | 73,516 |
| Cash received | (53,219) | (12,634) |
| Credit loss expense for securities available for sale | (3,217) | — |
| Change in unrealized gain (loss) | (699) | 42 |
| **Fair value at end of period** | $ 169,948 | $ 73,393 |

The following table presents servicing assets activity:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| **Fair value at beginning of period** | $ 77,680 | $ 84,308 |
| Issuances [1] | 58,396 | 56,032 |
| Change in fair value, included in Marketplace Revenue | (75,359) | (62,581) |
| Other net changes | (20) | (79) |
| **Fair value at end of period** | $ 60,697 | $ 77,680 |

[1] Represents the servicing assets recorded when the loans are sold. Included in "Gain on sales of loans" within "Marketplace revenue" on the Income Statement.

Schedule of Aggregate Fair Value of HFS Loans and HFI Loans

The following table presents the components of each portfolio segment by class of financing receivable:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Unsecured personal | $ 3,106,472 | $ 3,726,830 |
| Residential mortgages | 172,711 | 183,050 |
| Secured consumer | 230,232 | 250,039 |
| Total consumer loans held for investment | 3,509,415 | 4,159,919 |
| Equipment finance [1] | 64,232 | 110,992 |
| Commercial real estate | 373,785 | 380,322 |
| Commercial and industrial | 178,386 | 199,069 |
| Total commercial loans and leases held for investment | 616,403 | 690,383 |
| Total loans and leases held for investment | 4,125,818 | 4,850,302 |
| Allowance for loan and lease losses | (236,734) | (310,387) |
| Loans and leases held for investment, net [2] | $ 3,889,084 | $ 4,539,915 |

[1] Comprised of sales-type leases for equipment. See "*Note 18. Leases*" for additional information.

[2] As of December 31, 2024, the Company had $3.7 billion in loans pledged as collateral, comprised of $3.2 billion pledged under the FRB Discount Window and $456.4 million pledged to the FHLB of Des Moines. As of December 31, 2023, the Company had $4.0 billion in loans pledged as collateral, comprised of $3.5 billion pledged under the FRB Discount Window and $479.0 million pledged to the FHLB of Des Moines.

The following table presents the components of the allowance for loan and lease losses (ALLL):

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Gross allowance for loan and lease losses [1] | $ 285,686 | $ 355,773 |
| Recovery asset value [2] | (48,952) | (45,386) |
| Allowance for loan and lease losses | $ 236,734 | $ 310,387 |

[1] Represents the allowance for future estimated net charge-offs on existing portfolio balances.

[2] Represents the negative allowance for expected recoveries of amounts previously charged-off.

| December 31, 2024 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 3,509,415 | $ 616,403 | $ 4,125,818 |
| Allowance for loan and lease losses | $ 212,598 | $ 24,136 | $ 236,734 |
| Allowance ratio [1] | 6.1% | 3.9% | 5.7% |
| Gross allowance for loan and lease losses | $ 261,550 | $ 24,136 | $ 285,686 |
| Gross allowance ratio [1] | 7.5% | 3.9% | 6.9% |

| December 31, 2023 | Consumer | Commercial | Total |
|---|---|---|---|
| Loans and leases held for investment | $ 4,159,919 | $ 690,383 | $ 4,850,302 |
| Allowance for loan and lease losses | $ 298,061 | $ 12,326 | $ 310,387 |
| Allowance ratio [1] | 7.2% | 1.8% | 6.4% |
| Gross allowance for loan and lease losses | $ 343,447 | $ 12,326 | $ 355,773 |
| Gross allowance ratio [1] | 8.3% | 1.8% | 7.3% |

[1] Calculated as ALLL or gross ALLL, where applicable, to the corresponding portfolio segment balance of loans and leases held for investment at amortized cost.

The following table summarizes the aggregate fair value of the Company's HFS loans, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 657,984 | $ 3,719 | $ 431,955 | $ 1,395 |
| Cumulative fair value adjustments | (21,632) | (3,012) | (24,182) | (1,102) |
| Fair value of loans held for sale | $ 636,352 | $ 707 | $ 407,773 | $ 293 |

The following table summarizes the aggregate fair value of the Company's HFI loans held at fair value, as well as the amount that was 90 days or more past due:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Total | 90 or more days past due | Total | 90 or more days past due |
| Aggregate unpaid principal balance | $ 1,097,511 | $ 14,616 | $ 281,031 | $ 3,774 |
| Cumulative fair value adjustments | (69,713) | (11,836) | (18,841) | (3,037) |
| Fair value of loans held for investment | $ 1,027,798 | $ 2,780 | $ 262,190 | $ 737 |

Schedule of Sensitivity in the Fair Value of Senior Asset-Backed Securities and Other Asset-Backed Securities to Adverse Changes in Key Assumptions

The sensitivity in the fair value of senior asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of interests held** | $ 2,899,824 | $ 1,176,403 |
| Expected remaining weighted-average life (in years) | 1.2 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (37,315) | $ (18,016) |
| 200 basis point increase | $ (74,630) | $ (36,033) |

The sensitivity in the fair value of other asset-backed securities related to Structured Program transactions to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of interests held** | $ 169,948 | $ 73,393 |
| Expected remaining weighted-average life (in years) | 1.3 | 1.5 |
| Discount rate: | | |
| 100 basis point increase | $ (1,909) | $ (927) |
| 200 basis point increase | $ (3,783) | $ (1,836) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (1,778) | $ (882) |
| 20% increase | $ (3,567) | $ (1,771) |
| Annualized prepayment rate: | | |
| 10% increase | $ (432) | $ (203) |
| 20% increase | $ (835) | $ (430) |

Schedule of Sensitivity in the Fair Value of Servicing Assets to Adverse Changes in Key Assumptions

The sensitivity of the fair value of servicing assets to adverse changes in key assumptions was as follows:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Fair value of servicing assets** | $ 60,697 | $ 77,680 |
| Expected remaining weighted-average life (in years) | 1.2 | 1.2 |
| Discount rate: | | |
| 100 basis point increase | $ (519) | $ (675) |
| 200 basis point increase | $ (1,038) | $ (1,349) |
| Annualized net charge-off rate: | | |
| 10% increase | $ (551) | $ (878) |
| 20% increase | $ (1,102) | $ (1,756) |
| Annualized prepayment rate: | | |
| 10% increase | $ (1,359) | $ (1,550) |
| 20% increase | $ (2,718) | $ (3,100) |

Schedule of Estimated Fair Value of Servicing Assets

The table below shows the impact on the estimated fair value of servicing assets, calculated using different market servicing rate assumptions:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| **Weighted-average market servicing rate assumptions** | 0.62 % | 0.62 % |
| Change in fair value from: | | |
| Market servicing rate increase by 0.10% | $ (6,940) | $ (8,719) |
| Market servicing rate decrease by 0.10% | $ 6,940 | $ 8,719 |

Schedule of Financial Instruments Not Recorded at Fair Value

The following tables present the carrying amount and estimated fair values, by level within the fair value hierarchy, of the Company's assets and liabilities that are not recorded at fair value on a recurring basis:

| December 31, 2024 | Carrying Amount | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|---|
| **Assets:** | | | | | |
| Loans and leases held for investment, net | $ 3,889,084 | $ — | $ — | $ 4,051,497 | $ 4,051,497 |
| Other assets | 40,466 | — | 40,143 | 661 | 40,804 |
| **Total assets** | $ 3,929,550 | $ — | $ 40,143 | $ 4,052,158 | $ 4,092,301 |
| **Liabilities:** | | | | | |
| Deposits [1] | $ 2,294,214 | $ — | $ — | $ 2,306,373 | $ 2,306,373 |
| Other liabilities | 44,801 | — | 22,833 | 21,968 | 44,801 |
| **Total liabilities** | $ 2,339,015 | $ — | $ 22,833 | $ 2,328,341 | $ 2,351,174 |

| December 31, 2023 | Carrying Amount | Level 1 | Level 2 | Level 3 | Balance at Fair Value |
|---|---|---|---|---|---|
| **Assets:** | | | | | |
| Loans and leases held for investment, net | $ 4,539,915 | $ — | $ — | $ 4,675,354 | $ 4,675,354 |
| Other assets | 37,605 | — | 36,884 | 1,017 | 37,901 |
| **Total assets** | $ 4,577,520 | $ — | $ 36,884 | $ 4,676,371 | $ 4,713,255 |
| **Liabilities:** | | | | | |
| Deposits [1] | $ 1,714,889 | $ — | $ — | $ 1,714,203 | $ 1,714,203 |
| Borrowings | 6,398 | — | — | 6,398 | 6,398 |
| Other liabilities | 59,015 | — | 36,823 | 22,192 | 59,015 |
| **Total liabilities** | $ 1,780,302 | $ — | $ 36,823 | $ 1,742,793 | $ 1,779,616 |

[1] Excludes deposit liabilities with no defined or contractual maturities.

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**Derivative Instruments and Hedging Activities (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Derivative Instruments and Hedging Activities Disclosure [Abstract]**

Schedule of Notional and Gross Fair Value Amounts of Derivatives Not Designated

The table below presents the notional and gross fair value amounts of the Company's derivatives that are not designated as accounting hedges:

| | December 31, 2024 | | | December 31, 2023 | |
|---|---|---|---|---|---|
| | Notional | Derivative Asset [1] | Derivative Liability [1] | Notional | Derivative Liability [1] |
| Credit derivatives [2] | $ 12,484 | $ — | $ (10,930) | $ 7,307 | $ (6,372) |
| Interest rate caps | 200,000 | 72 | — | — | — |
| Total | $ 212,484 | $ 72 | $ (10,930) | $ 7,307 | $ (6,372) |

[1] Recorded in "Other assets" or "Other liabilities," as applicable, on the Balance Sheet and in "Operating activities" on the Statement of Cash Flows.

[2] Represent credit support agreements related to loan sales, whereby the Company is obligated to make payments to a limited number of strategic investors approximately 18 months after sale if credit losses exceed certain initial agreed-upon thresholds, subject to a maximum dollar amount. The notional amount represents the Company's maximum dollar exposure. The fair value of the credit derivatives is based on the combined impact of both the quantitative and qualitative credit loss forecast.

Schedule of Gains (Losses) on Derivatives and Fair Value Hedges

The table below presents the losses recognized on the Company's derivatives that are not designated as accounting hedges:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Credit derivatives [1] | $ (4,558) | $ (6,372) |
| Interest rate caps [2] | (394) | — |
| Total losses | $ (4,952) | $ (6,372) |

[1] The initial fair value of the credit derivative liabilities is recorded in "Gain on sales of loans" with changes in the fair value recorded in "Net fair value adjustments," both within "Marketplace revenue" on the Income Statement.

[2] Changes in the fair value of the interest rate cap are recorded in "Net fair value adjustments" within "Marketplace revenue" on the Income Statement.

The following table summarizes the gains (losses) recognized on the Company's fair value hedges:

| Year Ended December 31, | 2024 | 2023 |
|---|---|---|
| Unsecured personal loans: | | |
| Hedged item | $ (7,009) | $ 8,881 |
| Derivatives used for hedging | 6,894 | (8,547) |
| Interest settlement on derivative [1] | 4,539 | 2,514 |
| Total gain on hedged unsecured personal loans [2] | 4,424 | 2,848 |
| Securities available for sale: | | |
| Hedged item | (2,197) | — |
| Derivatives used for hedging | 2,382 | — |
| Interest settlement on derivative [1] | 806 | — |
| Total gain on hedged securities available for sale [3] | $ 991 | $ — |
| Total gains on fair value hedges | $ 5,415 | $ 2,848 |

[1] Includes accrued interest receivable and accrued interest payable.
[2] Recorded in “Interest and fees on loans and leases held for investment” on the Income Statement.
[3] Recorded in “Interest on securities available for sale” on the Income Statement.

Schedule of Notional and Gross Fair Value Amounts of Derivatives Used for Hedging

The table below presents the notional and gross fair value amounts of the Company’s interest rate swaps used for hedging:

| | December 31, 2024 | | | December 31, 2023 | |
|---|---|---|---|---|---|
| | Notional | Derivative Asset [1] | Derivative Liability [1] | Notional | Derivative Liability [1] |
| Unsecured personal loans | $ 1,075,000 | $ 1,323 | $ (2,976) | $ 1,500,000 | $ (8,547) |
| Securities available for sale | 225,000 | 2,382 | — | — | — |
| Total interest rate swaps | $ 1,300,000 | $ 3,705 | $ (2,976) | $ 1,500,000 | $ (8,547) |

[1] Recorded in “Other assets” or “Other liabilities,” as applicable, on the Balance Sheet and in “Operating activities” on the Statement of Cash Flows.

Schedule of Cumulative Basis Adjustments for Fair Value Hedges

The following table presents the cumulative basis adjustments for fair value hedges:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| Balance Sheet Line Item | Carrying Amount of Closed Portfolio [1] | Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged Items | Carrying Amount of Closed Portfolio [1] | Cumulative Fair Value Adjustment Included in the Carrying Amount of the Hedged Items |
| Securities available for sale | $ 2,255,848 | $ (2,197) | $ — | $ — |
| Loans and leases held for investment | $ 1,388,222 | $ 1,872 | $ 3,109,854 | $ 8,881 |

[1] Represents the total closed portfolio of assets (at amortized cost) designated in a portfolio method hedge relationship in which the hedged item is a stated layer that is expected to be remaining at the end of the hedging relationship. At December 31, 2024, the amortized cost of AFS securities and unsecured personal loans, designated as the hedged items in the portfolio layer hedging relationship, was $225.0 million and $1.075 billion, respectively. At December 31, 2023, the amortized cost of unsecured personal loans designated as the hedged item in the portfolio layer hedging relationship was $1.5 billion.

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**Property, Equipment and Software, Net (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Property, Plant and Equipment [Abstract]**

Schedule of Property, Equipment and Software, Net

Property, equipment and software, net, consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Software [1] | $ 222,000 | $ 209,260 |
| Leasehold improvements | 30,699 | 30,764 |
| Computer equipment | 22,216 | 21,654 |
| Furniture and fixtures | 5,554 | 5,845 |
| Total property, equipment and software | 280,469 | 267,523 |
| Accumulated depreciation and amortization | (112,937) | (106,006) |
| Total property, equipment and software, net | $ 167,532 | $ 161,517 |

[1] Includes $43.4 million and $66.9 million of development in progress for internally-developed software and $7.1 million and $4.6 million of development in progress to customize purchased software as of December 31, 2024 and 2023, respectively.

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**Goodwill and Intangible Assets (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Goodwill and Intangible Assets Disclosure [Abstract]**

Schedule of Gross and Net Carrying Values and Accumulated Amortization of Intangible Assets

The gross and net carrying values and accumulated amortization were as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Gross carrying value | $ 54,500 | $ 54,500 |
| Accumulated amortization | (45,914) | (42,365) |
| Net carrying value | $ 8,586 | $ 12,135 |

Schedule of Expected Future Amortization Expense for Intangible Assets

The expected future amortization expense for intangible assets as of December 31, 2024, is as follows:

| | |
|---|---|
| 2025 | $ 2,901 |
| 2026 | 2,252 |
| 2027 | 1,603 |
| 2028 | 945 |
| 2029 | 568 |
| Thereafter | 317 |
| Total | $ 8,586 |

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**Other Assets (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]**

Schedule of Other Assets

Other assets consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Deferred tax assets, net [1] | $ 137,155 | $ 151,411 |
| Servicing assets [2] | 61,020 | 78,401 |
| Nonmarketable equity investments | 44,114 | 42,891 |
| Accrued interest receivable | 40,388 | 35,793 |
| Operating lease assets | 21,304 | 26,611 |
| Intangible assets, net [3] | 8,586 | 12,135 |
| Other | 91,415 | 108,211 |
| Total other assets | $ 403,982 | $ 455,453 |

[1] See “*Note 17. Income Taxes*” for additional detail.
[2] Loans underlying servicing assets had a total outstanding principal balance of $7.3 billion and $9.5 billion as of December 31, 2024 and 2023, respectively.
[3] See “*Note 10. Goodwill and Intangible Assets*” for additional detail.

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**Deposits (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Other Liabilities Disclosure [Abstract]**

Schedule of Deposits, Maturity of Certificates of Deposits and Amount of Certificates of Deposit with Denominations

Deposits consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Interest-bearing deposits: | | |
| Savings and money market accounts | $ 5,903,869 | $ 4,349,239 |
| Certificates of deposit [1] | 2,294,214 | 1,714,889 |
| Checking accounts | 478,036 | 937,552 |
| Total | $ 8,676,119 | $ 7,001,680 |
| Noninterest-bearing deposits | 392,118 | 331,806 |
| Total deposits | $ 9,068,237 | $ 7,333,486 |

[1] As of December 31, 2024 and 2023, certificates of deposit in excess of the FDIC insurance limit of $250 thousand per account holder totaled $276.0 million and $150.1 million, respectively.

Total certificates of deposit at December 31, 2024 are scheduled to mature as follows:

| | |
|---|---|
| 2025 | $ 1,801,144 |
| 2026 | 461,873 |
| 2027 | 19,097 |
| 2028 | 2,057 |
| 2029 | 10,043 |
| Total certificates of deposit | $ 2,294,214 |

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**Borrowings (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Debt Disclosure [Abstract]**

Schedule of Borrowings — The following table summarizes the Company's available borrowing capacity and the related pledged collateral:

| | December 31, 2024 | | December 31, 2023 | |
|---|---|---|---|---|
| | Available Borrowing Capacity | Pledged Collateral | Available Borrowing Capacity | Pledged Collateral |
| FRB Discount Window | $ 2,635,034 | $ 3,245,547 | $ 2,816,501 | $ 3,507,541 |
| FHLB of Des Moines | 626,117 | 829,885 | 661,337 | 838,511 |
| Total | $ 3,261,151 | $ 4,075,432 | $ 3,477,838 | $ 4,346,052 |

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**Other Liabilities (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Other Liabilities [Abstract]**

Schedule of Other Liabilities — Other liabilities consist of the following:

| December 31, | 2024 | 2023 |
|---|---|---|
| Accounts payable and accrued expenses | $ 78,131 | $ 54,619 |
| Operating lease liabilities | 28,502 | 37,869 |
| Payable to investors [1] | 22,833 | 36,823 |
| Other | 91,075 | 93,490 |
| Total other liabilities | $ 220,541 | $ 222,801 |

[1] Represents principal and interest on loans collected by the Company and pending disbursement to investors.

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**Accumulated Other Comprehensive Loss (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Equity [Abstract]**

Schedule of Components of Other Comprehensive Loss — Accumulated other comprehensive loss represents other cumulative gains and losses that are not reflected in earnings. The components of other comprehensive income (loss) were as follows:

| Year Ended December 31, 2024 | Before Tax | Tax Effect | Net of Tax |
|---|---|---|---|
| Change in net unrealized gain on securities available for sale | $ 9,836 | $ (3,775) | $ 6,061 |
| Other comprehensive income | 9,836 | (3,775) | 6,061 |

| Year Ended December 31, 2023 | Before Tax | Tax Effect | Net of Tax |
|---|---|---|---|
| Change in net unrealized gain on securities available for sale | $ 10,238 | $ (2,926) | $ 7,312 |
| Other comprehensive income | $ 10,238 | $ (2,926) | $ 7,312 |

| Year Ended December 31, 2022 | Before Tax | Tax Effect | Net of Tax |
|---|---|---|---|
| Change in net unrealized loss on securities available for sale | $ (61,326) | $ 16,664 | $ (44,662) |
| Other comprehensive loss | $ (61,326) | $ 16,664 | $ (44,662) |

Schedule of Activity of Accumulated Other Comprehensive Loss — Accumulated other comprehensive loss balances were as follows:

| | | |
|---|---|---|
| **Balance at December 31, 2022** | **$** | **(37,616)** |
| Change in net unrealized gain on securities available for sale | | 7,312 |
| **Balance at December 31, 2023** | **$** | **(30,304)** |
| Change in net unrealized gain on securities available for sale | | 6,061 |
| **Balance at December 31, 2024** | **$** | **(24,243)** |

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**Employee Incentive Plans (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Share-Based Payment Arrangement [Abstract]**

Schedule of Shares of Common Stock Reserved for Future Issuance — Shares of common stock reserved for future issuance was as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Available for future RSU, PBRSU and stock option grants | 21,815,259 | 22,732,012 |
| Unvested RSUs, PBRSUs and stock options outstanding | 7,281,684 | 9,338,246 |
| Available for ESPP | 8,681,503 | 7,484,043 |
| Total reserved for future issuance | 37,778,446 | 39,554,301 |

Schedule of Stock-Based Compensation Expense — Stock-based compensation expense, included in "Compensation and benefits" expense on the Income Statement, was as follows for the periods presented:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| RSUs | $ 43,841 | $ 57,213 | $ 66,495 |
| PBRSUs | 3,276 | 4,406 | 7,839 |
| Stock options | — | — | 46 |
| Stock-based compensation expense, gross | 47,117 | 61,619 | 74,380 |
| Less: Capitalized stock-based compensation expense | 7,048 | 9,230 | 8,018 |
| Stock-based compensation expense, net | $ 40,069 | $ 52,389 | $ 66,362 |

Schedule of RSU Activity — The following table summarizes the Company's RSU activity:

| | Number of Units | Weighted-Average Grant Date Fair Value |
|---|---|---|
| Unvested at December 31, 2023 | 6,999,831 | $ 9.42 |
| Granted | 4,319,757 | $ 8.99 |
| Vested | (4,445,168) | $ 9.92 |
| Forfeited/expired | (1,236,190) | $ 9.10 |
| Unvested at December 31, 2024 | 5,638,230 | $ 8.78 |

Schedule of PBRSU Activity — The following table summarizes the Company's PBRSU activity:

| | Number of Units | Weighted-Average Grant Date Fair Value |
|---|---|---|
| Unvested at December 31, 2023 | 1,469,813 | $ 12.60 |
| Granted | 462,060 | $ 8.59 |
| Forfeited/expired | (719,664) | $ 16.64 |
| Unvested at December 31, 2024 | 1,212,209 | $ 8.68 |

Schedule of Stock Options Activity — The following table summarizes the activities for the Company's stock options:

| | Number of Options | Weighted-Average Exercise Price Per Share | Weighted-Average Remaining Contractual Life (in years) | Aggregate Intrinsic Value [1] (in thousands) |
|---|---|---|---|---|
| Outstanding and exercisable at December 31, 2023 | 868,602 | $ 39.02 | | |
| Exercised | (4,576) | $ 5.48 | | |
| Forfeited/Expired | (432,781) | $ 32.13 | | |
| Outstanding and exercisable at December 31, 2024 | 431,245 | $ 46.29 | 1.0 | $ — |

[1] The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying awards and the Company's closing stock price of $16.19 as reported on the New York Stock Exchange on December 31, 2024.

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**Income Taxes (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Income Tax Disclosure [Abstract]**

Schedule of Components of Income Tax (Expense) Benefit — Income tax (expense) benefit consisted of the following:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Current: | | | |
| Federal | $ (316) | $ (3,180) | $ — |
| State | (2,551) | 5,060 | (20,812) |
| Total current tax (expense) benefit | (2,867) | 1,880 | (20,812) |
| Deferred: | | | |
| Federal | (10,997) | (11,427) | 121,520 |
| State | 128 | (6,131) | 35,940 |
| Total deferred (expense) benefit | (10,869) | (17,558) | 157,460 |
| Income tax (expense) benefit | $ (13,736) | $ (15,678) | $ 136,648 |

Schedule of Effective Income Tax Rate Reconciliation

The table below presents a reconciliation of the income tax (expense) benefit at the statutory federal income tax rate to the income tax (expense) benefit at the effective income tax rate:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Statutory federal tax expense | $ (13,664) | $ (11,470) | $ (32,140) |
| State tax, net of federal tax (expense) benefit | (2,392) | (903) | 11,951 |
| Stock-based compensation tax (expense) benefit | (1,362) | (4,392) | 271 |
| Research and development tax credits | 5,931 | 4,600 | 10,907 |
| Change in valuation allowance | — | — | 154,081 |
| Change in unrecognized tax benefit | (1,779) | (1,380) | (3,438) |
| Non-deductible expenses | (1,576) | (2,351) | (4,737) |
| Benefit from intraperiod tax allocation | 868 | — | — |
| Other | 238 | 218 | (247) |
| Income tax (expense) benefit [1] | $ (13,736) | $ (15,678) | $ 136,648 |

[1] Income tax benefit of $136.6 million for the year ended December 31, 2022 was primarily due to the release of a $175.6 million valuation allowance against the Company's deferred tax assets, of which $143.5 million was primarily based on the Company's reassessment of the future realizability of its deferred tax assets.

Schedule of Deferred Tax Assets and Liabilities

The significant components of the Company's net deferred tax assets were as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| **Deferred tax assets:** | | |
| Net operating loss carryforwards | $ 54,981 | $ 60,432 |
| Allowance for loan and lease losses | 64,925 | 84,119 |
| Stock-based compensation | 4,849 | 7,399 |
| Unrealized loss on AFS securities | 9,096 | 12,484 |
| Deferred compensation | 9,862 | 6,574 |
| Reserves and accruals | 13,699 | 12,651 |
| Operating lease liabilities | 7,649 | 10,185 |
| Goodwill | 8,244 | 10,203 |
| Tax credit carryforwards | 31,416 | 27,924 |
| Other | 3,187 | 3,926 |
| Gross deferred tax assets | 207,908 | 235,897 |
| Valuation allowance | (46,325) | (46,108) |
| Total deferred tax assets | $ 161,583 | $ 189,789 |
| **Deferred tax liabilities:** | | |
| Internally developed software | $ (5,280) | $ (9,934) |
| Servicing assets | (1,708) | (2,171) |
| Operating lease assets | (5,717) | (7,157) |
| Leases | (11,283) | (13,121) |
| Other | (440) | (5,995) |
| Total deferred tax liabilities | $ (24,428) | $ (38,378) |
| Deferred tax assets, net | $ 137,155 | $ 151,411 |

Schedule of Operating Loss Carryforwards

The table below provides information about the Company's NOLs and tax credit carryforwards by jurisdiction:

| | December 31, 2024 | Expiration |
|---|---|---|
| Tax loss carryforwards [1]: | | |
| Net operating loss – federal | $ 64,280 | Indefinite |
| Net operating loss – state | $ 494,329 | 2030 - 2042 |
| Net operating loss – state | $ 41,469 | Indefinite |
| Tax credit carryforwards [1]: | | |
| Research and development credits – federal | $ 36,802 | 2036 - 2044 |
| Research and development credits – state | $ 21,102 | Indefinite |

[1] The carryforwards, net of the valuation allowance for certain states, are expected to be fully utilized prior to expiration.

Schedule of Tax Credit Carryforwards

The table below provides information about the Company's NOLs and tax credit carryforwards by jurisdiction:

| | December 31, 2024 | Expiration |
|---|---|---|
| Tax loss carryforwards [1]: | | |
| Net operating loss – federal | $ 64,280 | Indefinite |
| Net operating loss – state | $ 494,329 | 2030 - 2042 |
| Net operating loss – state | $ 41,469 | Indefinite |
| Tax credit carryforwards [1]: | | |
| Research and development credits – federal | $ 36,802 | 2036 - 2044 |
| Research and development credits – state | $ 21,102 | Indefinite |

[1] The carryforwards, net of the valuation allowance for certain states, are expected to be fully utilized prior to expiration.

Schedule of Reconciliation of the Beginning and Ending Balance of Total Unrecognized Tax Benefits

The table below presents a reconciliation of total unrecognized tax benefits:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Unrecognized tax benefits at beginning of year | $ 30,062 | $ 27,850 | $ 22,512 |
| Gross increase – tax positions related to prior years | 671 | (161) | 2,488 |
| Gross increase – tax positions related to current year | 2,340 | 2,373 | 2,850 |
| Unrecognized tax benefits at end of year | $ 33,073 | $ 30,062 | $ 27,850 |

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**Leases (Tables)**

**12 Months Ended**
**Dec. 31, 2024**

**Leases [Abstract]**

Schedule of Components of Equipment Finance

The components of Equipment Finance assets are as follows:

| December 31, | 2024 | 2023 |
|---|---|---|
| Lease receivables | $ 49,290 | $ 92,546 |
| Unguaranteed residual asset values | 20,728 | 28,913 |
| Unearned income | (6,125) | (11,072) |
| Deferred fees | 339 | 605 |
| Total | $ 64,232 | $ 110,992 |

Schedule of Future Minimum Lease Payments Based on Maturity

Future minimum lease payments based on maturity of the Company's lessor arrangements as of December 31, 2024 were as follows:

| | |
|---|---|
| 2025 | $ 23,352 |
| 2026 | 14,078 |
| 2027 | 7,430 |
| 2028 | 4,457 |
| 2029 | 1,534 |
| Thereafter | — |
| Total lease payments | $ 50,851 |
| Discount effect | (1,561) |
| Present value of future minimum lease payments | $ 49,290 |

Schedule of Balance Sheet Information Related to Leases

Balance sheet information related to leases was as follows:

| ROU Assets and Lease Liabilities | Balance Sheet Classification | December 31, 2024 | December 31, 2023 |
|---|---|---|---|
| Operating lease assets | Other assets | $ 21,304 | $ 26,611 |
| Operating lease liabilities | Other liabilities | $ 28,502 | $ 37,869 |

Schedule of Supplemental Cash Flow Information Related to Operating Leases

Supplemental cash flow information related to the Company's operating leases was as follows:

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Non-cash activity: | | | |
| Leased assets remeasured resulting from new, amended or modified operating lease liabilities | $ 1,987 | $ (29,745) | $ (3,650) |

Schedule of Future Minimum Undiscounted Lease Payments Under Operating Leases

The Company's future minimum undiscounted lease payments under operating leases as of December 31, 2024 were as follows:

| | Operating Lease Payments |
|---|---|
| 2025 | $ 13,659 |
| 2026 | 7,973 |
| 2027 | 5,010 |
| 2028 | 4,046 |
| 2029 | 909 |
| Thereafter | — |
| Total lease payments | $ 31,597 |
| Discount effect | 3,095 |
| Present value of future minimum lease payments | $ 28,502 |

Schedule of Weighted-Average Remaining Lease Term and Discount Rate

The weighted-average remaining lease term and discount rate used in the calculation of the Company's operating lease assets and liabilities were as follows:

| Lease Term and Discount Rate | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Weighted-average remaining lease term (in years) | 2.98 | 3.72 |
| Weighted-average discount rate | 4.87 % | 5.04 % |

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**Regulatory Requirements (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Regulated Operations [Abstract]**

Schedule of Regulatory Capital Amounts and Ratios

The following table presents the actual capital amounts and ratios of the Company and LC Bank as well as the regulatory minimum and "well-capitalized" requirements (dollars in millions):

| | December 31, 2024 | | December 31, 2023 | | | |
|---|---|---|---|---|---|---|
| | Amount | Ratio | Amount | Ratio | Required Minimum [1] | Well-Capitalized Minimum |
| **LendingClub Corporation:** | | | | | | |
| CET1 capital [2] | $ 1,188.6 | 17.3 % | $ 1,090.2 | 17.9 % | 7.0 % | N/A |
| Tier 1 capital | $ 1,188.6 | 17.3 % | $ 1,090.2 | 17.9 % | 8.5 % | 6.0 % |
| Total capital | $ 1,276.5 | 18.5 % | $ 1,169.2 | 19.2 % | 10.5 % | 10.0 % |
| Tier 1 leverage | $ 1,188.6 | 11.0 % | $ 1,090.2 | 12.9 % | 4.0 % | N/A |
| Risk-weighted assets | $ 6,887.1 | N/A | $ 6,104.5 | N/A | N/A | N/A |
| Quarterly adjusted average assets | $ 10,814.0 | N/A | $ 8,476.1 | N/A | N/A | N/A |
| **LendingClub Bank:** | | | | | | |
| CET1 capital [2] | $ 1,101.4 | 16.1 % | $ 949.4 | 15.8 % | 7.0 % | 6.5 % |
| Tier 1 capital | $ 1,101.4 | 16.1 % | $ 949.4 | 15.8 % | 8.5 % | 8.0 % |
| Total capital | $ 1,188.5 | 17.4 % | $ 1,027.4 | 17.1 % | 10.5 % | 10.0 % |
| Tier 1 leverage | $ 1,101.4 | 10.3 % | $ 949.4 | 11.4 % | 4.0 % | 5.0 % |
| Risk-weighted assets | $ 6,823.1 | N/A | $ 6,022.2 | N/A | N/A | N/A |
| Quarterly adjusted average assets | $ 10,696.7 | N/A | $ 8,337.4 | N/A | N/A | N/A |

N/A – Not applicable

[1] Required minimums presented for risk-based capital ratios include the required capital conservation buffer of 2.5%.

[2] CET1 capital consists of common stockholders' equity as defined under U.S. GAAP and certain adjustments made in accordance with regulatory capital guidelines, including the addition of the CECL transitional benefit and deductions for goodwill and other intangible assets.

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**Segment Reporting (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Segment Reporting [Abstract]**

Schedule of Segment Reporting Information

Financial information for the segments is presented in the following tables:

| | LendingClub Bank | | | LendingClub Corporation (Parent only) | | | Total Reportable Segments | | |
|---|---|---|---|---|---|---|---|---|---|
| **Year Ended December 31,** | **2024** | **2023** | **2022** | **2024** | **2023** | **2022** | **2024** | **2023** | **2022** |
| **Non-interest income:** | | | | | | | | | |
| Marketplace revenue | $ 176,921 | $ 206,381 | $ 610,536 | $ 36,595 | $ 41,817 | $ 48,231 | $ 213,516 | $ 248,198 | $ 658,767 |
| Other non-interest income | 53,643 | 74,684 | 85,208 | 9,038 | 9,503 | 15,628 | 62,681 | 84,187 | 100,836 |
| **Total non-interest income** | 230,564 | 281,065 | 695,744 | 45,633 | 51,320 | 63,859 | 276,197 | 332,385 | 759,603 |
| **Interest income:** | | | | | | | | | |
| Interest income | 902,741 | 818,206 | 526,471 | 5,217 | 14,424 | 30,869 | 907,958 | 832,630 | 557,340 |
| Interest expense | (373,219) | (266,218) | (60,954) | (698) | (4,574) | (21,561) | (373,917) | (270,792) | (82,515) |
| **Net interest income** | 529,522 | 551,988 | 465,517 | 4,519 | 9,850 | 9,308 | 534,041 | 561,838 | 474,825 |
| **Total net revenue** | 760,086 | 833,053 | 1,161,261 | 50,152 | 61,170 | 73,167 | 810,238 | 894,223 | 1,234,428 |
| Provision for credit losses | (178,267) | (243,565) | (267,326) | — | — | — | (178,267) | (243,565) | (267,326) |
| **Non-interest expense:** | | | | | | | | | |
| Compensation and benefits | (225,620) | (255,428) | (331,627) | (6,538) | (6,520) | (7,770) | (232,158) | (261,948) | (339,397) |
| Marketing | (100,400) | (93,840) | (197,559) | (2) | — | (188) | (100,402) | (93,840) | (197,747) |
| Equipment and software | (51,068) | (53,239) | (49,004) | (126) | (246) | (194) | (51,194) | (53,485) | (49,198) |
| Depreciation and amortization | (50,309) | (30,216) | (16,489) | (8,525) | (16,979) | (27,342) | (58,834) | (47,195) | (43,831) |
| Professional services | (31,376) | (33,963) | (49,993) | (669) | (1,210) | (523) | (32,045) | (35,173) | (50,516) |
| Occupancy | (7,582) | (7,980) | (8,631) | (8,216) | (9,552) | (13,346) | (15,798) | (17,532) | (21,977) |
| Other non-interest expense | (54,963) | (62,360) | (71,001) | (21,511) | (24,508) | (40,398) | (76,474) | (86,868) | (111,399) |
| **Total non-interest expense** | (521,318) | (537,026) | (724,304) | (45,587) | (59,015) | (89,761) | (566,905) | (596,041) | (814,065) |
| Income tax (expense) benefit | (12,824) | (17,881) | (42,354) | (912) | 2,203 | 125,954 | (13,736) | (15,678) | 83,600 |
| **Net income[1]** | $ 47,677 | $ 34,581 | $ 127,277 | $ 3,653 | $ 4,358 | $ 109,360 | $ 51,330 | $ 38,939 | $ 236,637 |
| Capital expenditures | $ 54,302 | $ 59,509 | $ 69,481 | $ — | $ — | $ — | $ 54,302 | $ 59,509 | $ 69,481 |

[1] Total net income from reportable segments reflects net income on a consolidated basis.

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Total net revenue – reportable segments | $ 810,238 | $ 894,223 | $ 1,234,428 |
| Intercompany eliminations | (23,227) | (29,604) | (47,212) |
| Total net revenue – consolidated | $ 787,011 | $ 864,619 | $ 1,187,216 |

| | LendingClub Bank | | LendingClub Corporation (Parent only) | | Total Reportable Segments | |
|---|---|---|---|---|---|---|
| **December 31,** | **2024** | **2023** | **2024** | **2023** | **2024** | **2023** |
| **Assets** | | | | | | |
| Total cash and cash equivalents | $ 932,463 | $ 1,230,206 | $ 65,981 | $ 110,273 | $ 998,444 | $ 1,340,479 |
| Restricted cash | — | — | 27,536 | 46,628 | 27,536 | 46,628 |
| Securities available for sale at fair value | 3,452,648 | 1,617,309 | — | 2,953 | 3,452,648 | 1,620,262 |
| Loans held for sale at fair value | 636,352 | 407,773 | — | — | 636,352 | 407,773 |
| Loans and leases held for investment, net | 3,889,084 | 4,539,915 | — | — | 3,889,084 | 4,539,915 |
| Loans held for investment at fair value [1] | 1,023,226 | 253,800 | 4,572 | 18,878 | 1,027,798 | 272,678 |
| Property, equipment and software, net | 158,995 | 144,439 | 8,537 | 17,078 | 167,532 | 161,517 |
| Investment in subsidiary | — | — | 910,544 | 816,703 | 910,544 | 816,703 |
| Goodwill | 75,717 | 75,717 | — | — | 75,717 | 75,717 |
| Other assets | 300,621 | 341,680 | 121,198 | 131,135 | 421,819 | 472,815 |
| **Total assets** | 10,469,106 | 8,610,839 | 1,138,368 | 1,143,648 | 11,607,474 | 9,754,487 |
| **Liabilities and Equity** | | | | | | |
| Total deposits | 9,116,821 | 7,426,445 | — | — | 9,116,821 | 7,426,445 |
| Borrowings [1] | — | 6,398 | — | 12,956 | — | 19,354 |
| Other liabilities | 177,711 | 154,077 | 60,667 | 86,086 | 238,378 | 240,163 |
| Total liabilities | 9,294,532 | 7,586,920 | 60,667 | 99,042 | 9,355,199 | 7,685,962 |
| Total equity | 1,174,574 | 1,023,919 | 1,077,701 | 1,044,606 | 2,252,275 | 2,068,525 |
| **Total liabilities and equity** | $ 10,469,106 | $ 8,610,839 | $ 1,138,368 | $ 1,143,648 | $ 11,607,474 | $ 9,754,487 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

| December 31, | 2024 | 2023 |
|---|---|---|
| Total assets – reportable segments | $ 11,607,474 | $ 9,754,487 |
| Intercompany eliminations | (976,965) | (927,024) |
| Total assets – consolidated | $ 10,630,509 | $ 8,827,463 |

| December 31, | 2024 | 2023 |
|---|---|---|
| Total liabilities and equity – reportable segments | $ 11,607,474 | $ 9,754,487 |
| Intercompany eliminations – liabilities | (66,421) | (110,321) |
| Intercompany eliminations – equity | (910,544) | (816,703) |
| Total liabilities and equity – consolidated | $ 10,630,509 | $ 8,827,463 |

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**LendingClub Corporation – Parent Company-Only Financial Statements (Tables)**

**12 Months Ended**

**Dec. 31, 2024**

**Condensed Financial Information Disclosure [Abstract]**

Statements of Income

**Statements of Income**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Non-interest income:** | | | |
| Marketplace revenue | $ 36,595 | $ 41,817 | $ 48,231 |
| Other non-interest income | 9,038 | 9,503 | 15,628 |
| **Total non-interest income** | 45,633 | 51,320 | 63,859 |
| **Interest income:** | | | |
| Interest on loans held for sale | — | — | 1,390 |
| Interest on loans held for investment at fair value [1] | 1,831 | 6,811 | 21,010 |
| Interest on securities available for sale | 2,785 | 6,802 | 7,608 |
| Other interest income | 601 | 811 | 861 |
| **Total interest income** | 5,217 | 14,424 | 30,869 |
| **Interest expense:** | | | |
| Other interest expense [1] | 698 | 4,574 | 21,561 |
| **Total interest expense** | 698 | 4,574 | 21,561 |
| **Net interest income** | 4,519 | 9,850 | 9,308 |
| **Total net revenue** | 50,152 | 61,170 | 73,167 |
| **Non-interest expense:** | | | |
| Compensation and benefits | 6,538 | 6,520 | 7,770 |
| Marketing | 2 | — | 188 |
| Equipment and software | 126 | 246 | 194 |
| Depreciation and amortization | 8,525 | 16,979 | 27,342 |
| Professional services | 669 | 1,210 | 523 |
| Occupancy | 8,216 | 9,552 | 13,346 |
| Other non-interest expense | 21,511 | 24,508 | 40,398 |
| **Total non-interest expense** | 45,587 | 59,015 | 89,761 |
| **Income (Loss) before income tax (expense) benefit** | 4,565 | 2,155 | (16,594) |
| Income tax (expense) benefit | (912) | 2,203 | 125,954 |
| **Income before undistributed earnings of subsidiary** | 3,653 | 4,358 | 109,360 |
| Equity in undistributed earnings of subsidiary | 47,677 | 34,581 | 127,277 |
| **Net income** | $ 51,330 | $ 38,939 | $ 236,637 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

Statements of Comprehensive Income

**Statements of Comprehensive Income**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| Net income | $ 51,330 | $ 38,939 | $ 236,637 |
| Other comprehensive income (loss), net of tax: | | | |
| Change in net unrealized gain (loss) on securities available for sale | (3,076) | 6,706 | (1,556) |
| Equity in other comprehensive income (loss) of subsidiary | 9,137 | (1,282) | (43,528) |
| **Other comprehensive income (loss), net of tax** | 6,061 | 5,424 | (45,084) |
| **Total comprehensive income** | $ 57,391 | $ 44,363 | $ 191,553 |

Balance Sheets

**Balance Sheets**

| December 31, | 2024 | 2023 |
|---|---|---|
| **Assets** | | |
| Cash and due from banks | $ 52,398 | $ 96,384 |
| Interest-bearing deposits in banks | 13,583 | 13,889 |
| Total cash and cash equivalents | 65,981 | 110,273 |
| Restricted cash | 27,536 | 46,628 |
| Securities available for sale at fair value ($0 and $264 at amortized cost, respectively) | — | 2,953 |
| Loans held for investment at fair value [1] | 4,572 | 18,878 |
| Property, equipment and software, net | 8,537 | 17,078 |
| Investment in subsidiary | 1,177,745 | 937,987 |
| Other assets | 118,027 | 126,899 |
| **Total assets** | $ 1,402,398 | $ 1,260,696 |
| **Liabilities and Equity** | | |
| Borrowings [1] | $ — | $ 12,956 |
| Other liabilities | 60,667 | 86,086 |
| Total liabilities | 60,667 | 99,042 |
| Equity | | |
| Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively | 1,134 | 1,104 |
| Additional paid-in capital | 1,702,316 | 1,669,828 |
| Accumulated deficit | (337,476) | (468,097) |
| Accumulated other comprehensive loss | (24,243) | (41,181) |
| Total equity | 1,341,731 | 1,161,654 |
| **Total liabilities and equity** | $ 1,402,398 | $ 1,260,696 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

Statements of Cash Flows

**Statements of Cash Flows**

| Year Ended December 31, | 2024 | 2023 | 2022 |
|---|---|---|---|
| **Cash Flows from Operating Activities:** | | | |
| Parent company net income | $ 51,330 | $ 38,939 | $ 236,637 |
| Adjustments to reconcile net income to net cash (used for) provided by operating activities: | | | |
| Equity in undistributed earnings of subsidiary | (47,677) | (34,581) | (127,277) |
| Net fair value adjustments | (2,716) | (2,903) | (5,929) |
| Change in fair value of loan servicing assets | 40,590 | 50,281 | 33,840 |
| Stock-based compensation, net | 4,505 | 5,253 | 6,310 |
| Depreciation and amortization | 8,525 | 16,979 | 27,342 |
| Income tax benefit from release of tax valuation allowance | — | — | (124,975) |
| Other, net | 5 | 274 | 16 |
| Net change to loans held for sale | 1,121 | 5,953 | 31,658 |
| Net change in operating assets and liabilities: | | | |
| Other assets | (57,859) | (32,805) | 39,462 |
| Other liabilities | (26,349) | (30,741) | (36,480) |
| Net cash (used for) provided by operating activities | (28,525) | 16,649 | 80,604 |
| **Cash Flows from Investing Activities:** | | | |
| Payments for investments in and advances to subsidiary | (50,000) | — | (50,000) |
| Purchase of servicing asset investment | (47,450) | (50,576) | (59,880) |
| Proceeds from servicing asset investment | 72,718 | 72,343 | 24,564 |
| Net change in loans held for investment [1] | 16,081 | 52,611 | 176,296 |
| Proceeds from maturities and paydowns of securities available for sale | 264 | 7,861 | 46,548 |
| Other investing activities | — | 200 | 2,370 |
| Net cash (used for) provided by investing activities | (8,387) | 82,439 | 139,898 |
| **Cash Flows from Financing Activities:** | | | |
| Principal payments on borrowings [1] | (12,804) | (54,237) | (244,398) |
| Other financing activities | (13,668) | (19,834) | (9,028) |
| Net cash used for financing activities | (26,472) | (74,071) | (253,426) |
| **Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash** | (63,384) | 25,017 | (32,924) |
| **Cash, Cash Equivalents and Restricted Cash, Beginning of Period** | 156,901 | 131,884 | 164,808 |
| **Cash, Cash Equivalents and Restricted Cash, End of Period** | $ 93,517 | $ 156,901 | $ 131,884 |

[1] Prior period amounts have been reclassified to conform to the current period presentation.

The following table presents cash, cash equivalents and restricted cash by category within the Parent Company balance sheet:

| | December 31, 2024 | December 31, 2023 |
|---|---|---|
| Cash and cash equivalents | $ 65,981 | $ 110,273 |
| Restricted cash | 27,536 | 46,628 |
| Total cash, cash equivalents and restricted cash | $ 93,517 | $ 156,901 |

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| Summary of Significant Accounting Policies (Details) | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Accounting Policies [Abstract]** | | |
| Changes in fair value, location | Marketplace revenue | Marketplace revenue |
| Minimum | | |
| **Class of Stock [Line Items]** | | |
| Property and equipment, estimated useful life | 3 years | |
| Maximum | | |
| **Class of Stock [Line Items]** | | |
| Property and equipment, estimated useful life | 5 years | |

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| Marketplace Revenue (Details) - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Disaggregation of Revenue [Line Items]** | | | |
| Gain on sales of loans | $ 49,097 | $ 47,839 | $ 95,335 |
| Net fair value adjustments | (154,659) | (134,114) | 8,503 |
| Total marketplace revenue | 242,791 | 291,484 | 683,626 |
| Origination fees | | | |
| **Disaggregation of Revenue [Line Items]** | | | |
| Revenue | 283,420 | 279,146 | 499,179 |
| Servicing fees | | | |
| **Disaggregation of Revenue [Line Items]** | | | |
| Revenue | $ 64,933 | $ 98,613 | $ 80,609 |

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| Earnings Per Share (Details) - USD ($) $ / shares in Units, $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Basic EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – basic (in shares) | [1] 111,731,523 | 108,466,179 | 103,547,305 |
| Basic EPS (in dollars per share) | [1] $ 0.46 | $ 0.36 | $ 2.80 |
| **Diluted EPS:** | | | |
| Net income attributable to stockholders | $ 51,330 | $ 38,939 | $ 289,685 |
| Weighted-average common shares – diluted (in shares) | [1] 113,122,859 | 108,468,857 | 104,001,288 |
| Diluted EPS (in dollars per share) | [1] $ 0.45 | $ 0.36 | $ 2.79 |

[1] [2] See "*Notes to Consolidated Financial Statements – Note 3. Earnings Per Share*" for additional information.

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| Securities Available for Sale - Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities (Details) - USD ($) $ in Thousands | | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | $ 3,492,264 | $ 1,663,990 |
| Gross Unrealized Gains | 30,469 | 13,896 |
| Gross Unrealized Losses | (66,558) | (57,624) |
| Allowance for Credit Losses | (3,527) | |
| Fair Value | 3,452,648 | 1,620,262 |
| Asset Pledged as Collateral | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Fair Value | 373,500 | 359,500 |
| Senior asset-backed securities related to Structured Program transactions | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 2,870,071 | 1,165,513 |
| Gross Unrealized Gains | 30,398 | 10,932 |
| Gross Unrealized Losses | (645) | (42) |
| Allowance for Credit Losses | 0 | |
| Fair Value | 2,899,824 | 1,176,403 |

| | | |
|---|---|---|
| Portfolio layer method basis adjustment - increase (decrease) | (2,200) | |
| U.S. agency residential mortgage-backed securities | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 270,120 | 261,885 |
| Gross Unrealized Gains | 48 | 208 |
| Gross Unrealized Losses | (43,243) | (37,497) |
| Allowance for Credit Losses | 0 | |
| Fair Value | 226,925 | 224,596 |
| Other asset-backed securities related to Structured Program transactions | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 174,132 | 70,662 |
| Gross Unrealized Gains | 0 | 2,731 |
| Gross Unrealized Losses | (657) | 0 |
| Allowance for Credit Losses | (3,527) | 0 |
| Fair Value | 169,948 | 73,393 |
| Restricted investments | 169,900 | 70,100 |
| U.S. agency securities | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 90,459 | 93,452 |
| Gross Unrealized Gains | 0 | 0 |
| Gross Unrealized Losses | (14,513) | (13,348) |
| Allowance for Credit Losses | 0 | |
| Fair Value | 75,946 | 80,104 |
| Mortgage-backed securities | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 62,882 | 42,511 |
| Gross Unrealized Gains | 8 | 0 |
| Gross Unrealized Losses | (6,216) | (5,435) |
| Allowance for Credit Losses | 0 | |
| Fair Value | 56,674 | 37,076 |
| Other asset-backed securities | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 21,364 | 26,710 |
| Gross Unrealized Gains | 15 | 25 |
| Gross Unrealized Losses | (587) | (634) |
| Allowance for Credit Losses | 0 | |
| Fair Value | 20,792 | 26,101 |
| Municipal securities | | |
| **Debt Securities, Available-for-sale [Line Items]** | | |
| Amortized Cost | 3,236 | 3,257 |
| Gross Unrealized Gains | 0 | 0 |
| Gross Unrealized Losses | (697) | (668) |
| Allowance for Credit Losses | 0 | |
| Fair Value | $ 2,539 | $ 2,589 |

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| **Securities Available for Sale - Schedule of AFS Securities with Unrealized Losses, Aggregated by Period of Continuous Unrealized Loss (Details) - USD ($) $ in Thousands** | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | $ 464,591 | $ 71,740 |
| Unrealized losses, less than 12 months | (2,404) | (981) |
| Fair value, 12 months or longer | 307,856 | 315,760 |
| Unrealized losses, 12 months or longer | (64,154) | (56,643) |
| Fair Value | 772,447 | 387,500 |
| Unrealized Losses | (66,558) | (57,624) |
| Senior asset-backed securities related to Structured Program transactions | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 334,564 | 38,359 |
| Unrealized losses, less than 12 months | (645) | (42) |
| Fair value, 12 months or longer | 0 | 0 |
| Unrealized losses, 12 months or longer | 0 | 0 |
| Fair Value | 334,564 | 38,359 |
| Unrealized Losses | (645) | (42) |
| U.S. agency residential mortgage-backed securities | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 34,168 | 6,497 |
| Unrealized losses, less than 12 months | (782) | (149) |
| Fair value, 12 months or longer | 185,405 | 201,426 |
| Unrealized losses, 12 months or longer | (42,461) | (37,348) |
| Fair Value | 219,573 | 207,923 |
| Unrealized Losses | (43,243) | (37,497) |
| Other asset-backed securities related to Structured Program transactions | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 72,251 | |
| Unrealized losses, less than 12 months | (657) | |
| Fair value, 12 months or longer | 0 | |
| Unrealized losses, 12 months or longer | 0 | |
| Fair Value | 72,251 | |
| Unrealized Losses | (657) | |
| U.S. agency securities | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 0 | 0 |
| Unrealized losses, less than 12 months | 0 | 0 |
| Fair value, 12 months or longer | 75,946 | 80,104 |
| Unrealized losses, 12 months or longer | (14,513) | (13,348) |
| Fair Value | 75,946 | 80,104 |
| Unrealized Losses | (14,513) | (13,348) |
| Mortgage-backed securities | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 21,970 | 13,973 |
| Unrealized losses, less than 12 months | (316) | (740) |
| Fair value, 12 months or longer | 32,298 | 23,103 |
| Unrealized losses, 12 months or longer | (5,900) | (4,695) |

| | | |
|---|---|---|
| Fair Value | 54,268 | 37,076 |
| Unrealized Losses | (6,216) | (5,435) |
| Other asset-backed securities | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 1,638 | 12,911 |
| Unrealized losses, less than 12 months | (4) | (50) |
| Fair value, 12 months or longer | 11,668 | 8,538 |
| Unrealized losses, 12 months or longer | (583) | (584) |
| Fair Value | 13,306 | 21,449 |
| Unrealized Losses | (587) | (634) |
| Municipal securities | | |
| **Schedule of Securities Available-for-Sale [Line Items]** | | |
| Fair value, less than 12 months | 0 | 0 |
| Unrealized losses, less than 12 months | 0 | 0 |
| Fair value, 12 months or longer | 2,539 | 2,589 |
| Unrealized losses, 12 months or longer | (697) | (668) |
| Fair Value | 2,539 | 2,589 |
| Unrealized Losses | $ (697) | $ (668) |

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| **Securities Available for Sale - Schedule of Activity in the Allowance for Credit Losses for AFS Securities, by Security Type (Details) $ in Thousands** | **12 Months Ended** **Dec. 31, 2024 USD ($)** |
|---|---|
| **Other asset-backed securities related to Structured Program transactions:** | |
| Allowance for credit losses, end of period | $ 3,527 |
| Other asset-backed securities related to Structured Program transactions | |
| **Other asset-backed securities related to Structured Program transactions:** | |
| Allowance for credit losses, beginning of period | 0 |
| Credit loss expense for securities available for sale | 3,527 |
| Allowance for credit losses, end of period | $ 3,527 |

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| **Securities Available for Sale - Schedule of Contractual Maturities of AFS Securities (Details) - USD ($) $ in Thousands** | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|
| **Amortized Cost** | | |
| Amortized cost, due within 1 year | $ 3,000 | |
| Amortized cost, after 1 year through 5 years | 3,055,351 | |
| Amortized cost, due after 5 years through 10 years | 41,490 | |
| Amortized cost, due after 10 years | 392,423 | |
| Amortized Cost | 3,492,264 | $ 1,663,990 |
| **Fair Value** | | |
| Fair value, due within 1 year | 2,989 | |
| Fair value, after 1 year through 5 years | 3,080,385 | |
| Fair value, due after 5 years through 10 years | 37,982 | |
| Fair value, due after 10 years | 331,292 | |
| Fair Value | $ 3,452,648 | 1,620,262 |
| Weighted-average yield, due within 1 year | 3.50% | |
| Weighted-average yield, due after 1 year through 5 years | 7.50% | |
| Weighted-average yield, due after 5 years through 10 years | 4.28% | |
| Weighted-average yield, due after 10 years | 2.90% | |
| Weighted-average yield | 6.81% | |
| U.S. agency securities | | |
| **Amortized Cost** | | |
| Amortized cost, due within 1 year | $ 3,000 | |
| Amortized cost, after 1 year through 5 years | 7,850 | |
| Amortized cost, due after 5 years through 10 years | 23,997 | |
| Amortized cost, due after 10 years | 55,612 | |
| Amortized Cost | 90,459 | 93,452 |
| **Fair Value** | | |
| Fair value, due within 1 year | 2,989 | |
| Fair value, after 1 year through 5 years | 7,620 | |
| Fair value, due after 5 years through 10 years | 20,907 | |
| Fair value, due after 10 years | 44,430 | |
| Fair Value | 75,946 | 80,104 |
| Senior asset-backed securities related to Structured Program transactions | | |
| **Amortized Cost** | | |
| Amortized cost, after 1 year through 5 years | 2,870,071 | |
| Amortized Cost | 2,870,071 | 1,165,513 |
| **Fair Value** | | |
| Fair value, after 1 year through 5 years | 2,899,824 | |
| Fair Value | 2,899,824 | 1,176,403 |
| Other asset-backed securities related to Structured Program transactions | | |
| **Amortized Cost** | | |
| Amortized cost, after 1 year through 5 years | 174,132 | |
| Amortized Cost | 174,132 | 70,662 |
| **Fair Value** | | |
| Fair value, after 1 year through 5 years | 169,948 | |
| Fair Value | 169,948 | 73,393 |
| Mortgage-backed securities | | |
| **Amortized Cost** | | |
| Amortized cost, after 1 year through 5 years | 2,684 | |
| Amortized cost, due after 5 years through 10 years | 915 | |
| Amortized cost, due after 10 years | 59,283 | |
| Amortized Cost | 62,882 | 42,511 |
| **Fair Value** | | |
| Fair value, after 1 year through 5 years | 2,413 | |
| Fair value, due after 5 years through 10 years | 765 | |
| Fair value, due after 10 years | 53,496 | |
| Fair Value | 56,674 | 37,076 |
| Other asset-backed securities | | |
| **Amortized Cost** | | |

| | | |
|---|---|---|
| Amortized cost, after 1 year through 5 years | 307 | |
| Amortized cost, due after 5 years through 10 years | 12,430 | |
| Amortized cost, due after 10 years | 8,627 | |
| Amortized Cost | 21,364 | 26,710 |
| **Fair Value** | | |
| Fair value, after 1 year through 5 years | 306 | |
| Fair value, due after 5 years through 10 years | 12,394 | |
| Fair value, due after 10 years | 8,092 | |
| Fair Value | 20,792 | 26,101 |
| Municipal securities | | |
| **Amortized Cost** | | |
| Amortized cost, after 1 year through 5 years | 307 | |
| Amortized cost, due after 5 years through 10 years | 310 | |
| Amortized cost, due after 10 years | 2,619 | |
| Amortized Cost | 3,236 | 3,257 |
| **Fair Value** | | |
| Fair value, after 1 year through 5 years | 274 | |
| Fair value, due after 5 years through 10 years | 267 | |
| Fair value, due after 10 years | 1,998 | |
| Fair Value | 2,539 | 2,589 |
| U.S. agency residential mortgage-backed securities | | |
| **Amortized Cost** | | |
| Amortized cost, due after 5 years through 10 years | 3,838 | |
| Amortized cost, due after 10 years | 266,282 | |
| **Fair Value** | | |
| Fair value, due after 5 years through 10 years | 3,649 | |
| Fair value, due after 10 years | 223,276 | |
| Fair Value | $ 226,925 | $ 224,596 |

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| **Securities Available for Sale - Narrative (Details) - Senior asset-backed securities related to Structured Program transactions $ in Thousands** | **12 Months Ended** |
|---|---|
| | **Dec. 31, 2024 USD ($)** |
| **Schedule of Securities Available-for-Sale [Line Items]** | |
| Proceeds from sale of AFS | $ 30,100 |
| Debt Securities, Available-for-Sale, Realized Gain | $ 114 |

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| **Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Narrative (Details) - USD ($) $ in Millions** | **12 Months Ended** | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| **Receivables [Abstract]** | | |
| Accrued interest receivable, location | Other assets | Other assets |
| Accrued interest | $ 30.4 | $ 32.2 |
| Short-term payment reduction \| Consumer \| Unsecured personal \| Short-term payment reduction modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, modified, temporary payment reduction period | 3 months | |
| Financing receivable, modified, additional temporary payment reduction period | 3 months | |
| Short-term payment reduction \| Minimum \| Consumer \| Unsecured personal \| Short-term payment reduction modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, modified, term increase from modification | 5 months | |
| Short-term payment reduction \| Maximum \| Consumer \| Unsecured personal \| Short-term payment reduction modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, modified, term increase from modification | 8 months | |
| Short-term payment reduction, first three months after modification \| Consumer \| Unsecured personal \| Short-term payment reduction modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, excluding accrued interest, modified, accumulated | $ 14.5 | |
| Extended maturity \| Consumer \| Unsecured personal \| Permanent loan modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, modified, term increase from modification | 12 months | |
| Financing receivable, modified, weighted average term increase from modification | 12 months | 12 months |
| Contractual interest rate reduction \| Consumer \| Unsecured personal \| Permanent loan modification | | |
| **Term Loans and Leases by Origination Year** | | |
| Financing receivable, modified, weighted average interest rate decrease from modification | 8.00% | 9.20% |

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| **Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loans and Leases Held for Investment at Amortized Cost (Details) - USD ($) $ in Thousands** | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** | **Dec. 31, 2021** |
|---|---|---|---|---|
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | $ 4,125,818 | $ 4,850,302 | | |
| Allowance for loan and lease losses | (236,734) | (310,387) | $ (327,852) | $ (144,389) |
| Loans and leases held for investment, net | 3,889,084 | 4,539,915 | | |
| Asset Pledged as Collateral | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment, net | 3,700,000 | 4,000,000 | | |
| Asset Pledged as Collateral \| Federal Home Loan Bank of Des Moines | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment, net | 456,400 | 479,000 | | |
| Asset Pledged as Collateral \| Federal Reserve Bank | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment, net | 3,200,000 | 3,500,000 | | |
| Consumer | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 3,509,415 | 4,159,919 | | |
| Allowance for loan and lease losses | (212,598) | (298,061) | (312,489) | (128,812) |

| | | | | |
|---|---|---|---|---|
| Consumer \| Unsecured personal | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 3,106,472 | 3,726,830 | | |
| Consumer \| Residential mortgages | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 172,711 | 183,050 | | |
| Consumer \| Secured consumer | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 230,232 | 250,039 | | |
| Commercial | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 616,403 | 690,383 | | |
| Allowance for loan and lease losses | (24,136) | (12,326) | $ (15,363) | $ (15,577) |
| Commercial \| Equipment finance | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 64,232 | 110,992 | | |
| Commercial \| Commercial real estate | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | 373,785 | 380,322 | | |
| Commercial \| Commercial and industrial | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | $ 178,386 | $ 199,069 | | |

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of the Allowance for Loan and Lease Losses (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
|---|---|---|---|---|
| **Receivables [Abstract]** | | | | |
| Gross allowance for loan and lease losses | $ 285,686 | $ 355,773 | | |
| Recovery asset value | (48,952) | (45,386) | | |
| Allowance for loan and lease losses | $ 236,734 | $ 310,387 | $ 327,852 | $ 144,389 |

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of Portfolio Segment Receivables (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
|---|---|---|---|---|
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | $ 4,125,818 | $ 4,850,302 | | |
| Allowance for loan and lease losses | $ 236,734 | $ 310,387 | $ 327,852 | $ 144,389 |
| Allowance ratios (as a percent) | 5.70% | 6.40% | | |
| Gross allowance for loan and lease losses | $ 285,686 | $ 355,773 | | |
| Gross allowance ratio (as a percent) | 6.90% | 7.30% | | |
| Consumer | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | $ 3,509,415 | $ 4,159,919 | | |
| Allowance for loan and lease losses | $ 212,598 | $ 298,061 | 312,489 | 128,812 |
| Allowance ratios (as a percent) | 6.10% | 7.20% | | |
| Gross allowance for loan and lease losses | $ 261,550 | $ 343,447 | | |
| Gross allowance ratio (as a percent) | 7.50% | 8.30% | | |
| Commercial | | | | |
| **Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]** | | | | |
| Loans and leases held for investment | $ 616,403 | $ 690,383 | | |
| Allowance for loan and lease losses | $ 24,136 | $ 12,326 | $ 15,363 | $ 15,577 |
| Allowance ratios (as a percent) | 3.90% | 1.80% | | |
| Gross allowance for loan and lease losses | $ 24,136 | $ 12,326 | | |
| Gross allowance ratio (as a percent) | 3.90% | 1.80% | | |

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Activity in the ACL by Portfolio Segment (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Allowance for loan and lease losses:** | | | |
| Beginning of period | $ 310,387 | $ 327,852 | $ 144,389 |
| Credit loss expense (benefit) | 175,430 | 243,570 | 266,679 |
| Charge-offs | (303,593) | (281,107) | (87,473) |
| Recoveries | 54,510 | 20,072 | 4,257 |
| End of period | 236,734 | 310,387 | 327,852 |
| Unfunded Loan Commitment | | | |
| **Reserve for unfunded lending commitments:** | | | |
| Beginning of period | 1,873 | 1,878 | 1,231 |
| Credit loss expense (benefit) | (690) | (5) | 647 |
| End of period | 1,183 | 1,873 | 1,878 |
| Unfunded Loan Commitment, Commitments to Extend Credit | | | |
| **Reserve for unfunded lending commitments:** | | | |
| Beginning of period | 78,100 | 138,000 | |
| End of period | 105,000 | 78,100 | 138,000 |
| Consumer | | | |
| **Allowance for loan and lease losses:** | | | |
| Beginning of period | 298,061 | 312,489 | 128,812 |
| Credit loss expense (benefit) | 160,581 | 244,518 | 265,359 |
| Charge-offs | (299,159) | (278,105) | (85,247) |
| Recoveries | 53,115 | 19,159 | 3,565 |

| | | | |
|---|---|---|---|
| End of period | 212,598 | 298,061 | 312,489 |
| Consumer \| Unfunded Loan Commitment | | | |
| **Reserve for unfunded lending commitments:** | | | |
| Beginning of period | 0 | 18 | 0 |
| Credit loss expense (benefit) | 0 | (18) | 18 |
| End of period | 0 | 0 | 18 |
| Commercial | | | |
| **Allowance for loan and lease losses:** | | | |
| Beginning of period | 12,326 | 15,363 | 15,577 |
| Credit loss expense (benefit) | 14,849 | (948) | 1,320 |
| Charge-offs | (4,434) | (3,002) | (2,226) |
| Recoveries | 1,395 | 913 | 692 |
| End of period | 24,136 | 12,326 | 15,363 |
| Commercial \| Unfunded Loan Commitment | | | |
| **Reserve for unfunded lending commitments:** | | | |
| Beginning of period | 1,873 | 1,860 | 1,231 |
| Credit loss expense (benefit) | (690) | 13 | 629 |
| End of period | $ 1,183 | $ 1,873 | $ 1,860 |

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| **Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Charge-Offs by Origination Year (Details) $ in Thousands** | **12 Months Ended Dec. 31, 2024 USD ($)** |
|---|---|
| **Term Loans and Leases by Origination Year** | |
| Year 1 | $ 6,958 |
| Year 2 | 97,411 |
| Year 3 | 149,735 |
| Year 4 | 47,796 |
| Year 5 | 0 |
| Prior | 1,693 |
| Total | 303,593 |
| Consumer | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 6,844 |
| Year 2 | 96,711 |
| Year 3 | 148,211 |
| Year 4 | 47,393 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 299,159 |
| Consumer \| Unsecured personal | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 6,796 |
| Year 2 | 96,219 |
| Year 3 | 147,062 |
| Year 4 | 46,894 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 296,971 |
| Consumer \| Residential mortgages | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 0 |
| Year 2 | 0 |
| Year 3 | 0 |
| Year 4 | 0 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 0 |
| Consumer \| Secured consumer | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 48 |
| Year 2 | 492 |
| Year 3 | 1,149 |
| Year 4 | 499 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 2,188 |
| Commercial | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 114 |
| Year 2 | 700 |
| Year 3 | 1,524 |
| Year 4 | 403 |
| Year 5 | 0 |
| Prior | 1,693 |
| Total | 4,434 |
| Commercial \| Equipment finance | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 0 |
| Year 2 | 0 |
| Year 3 | 0 |
| Year 4 | 0 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 0 |
| Commercial \| Commercial real estate | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 0 |
| Year 2 | 0 |
| Year 3 | 0 |
| Year 4 | 0 |
| Year 5 | 0 |
| Prior | 0 |
| Total | 0 |

| | |
|---|---|
| Commercial \| Commercial and industrial | |
| **Term Loans and Leases by Origination Year** | |
| Year 1 | 114 |
| Year 2 | 700 |
| Year 3 | 1,524 |
| Year 4 | 403 |
| Year 5 | 0 |
| Prior | 1,693 |
| Total | $ 4,434 |

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| **Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Consumer Lending Credit Quality Indicators and Commercial Lending Credit Quality Indicators (Details) - USD ($) $ in Thousands** | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|
| **Term Loans and Leases by Origination Year** | | |
| Total | $ 4,125,818 | $ 4,850,302 |
| Loans and leases held for investment | | |
| **Term Loans and Leases by Origination Year** | | |
| Portfolio layer method basis adjustment - increase (decrease) | 1,872 | 8,881 |
| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 1,436,784 | 1,648,591 |
| Year two | 889,342 | 1,885,009 |
| Year three | 892,178 | 535,309 |
| Year four | 212,663 | 29,960 |
| Year five | 28,176 | 22,708 |
| Prior | 48,400 | 29,461 |
| Total | 3,507,543 | 4,151,038 |
| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Unsecured personal | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 1,357,478 | 1,522,462 |
| Year two | 810,133 | 1,737,631 |
| Year three | 787,948 | 457,856 |
| Year four | 149,041 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 3,104,600 | 3,717,949 |
| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Residential mortgages | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 53 |
| Year two | 0 | 48,473 |
| Year three | 45,828 | 54,855 |
| Year four | 52,679 | 29,960 |
| Year five | 28,176 | 20,248 |
| Prior | 46,028 | 29,461 |
| Total | 172,711 | 183,050 |
| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Secured consumer | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 79,306 | 126,076 |
| Year two | 79,209 | 98,905 |
| Year three | 58,402 | 22,598 |
| Year four | 10,943 | 0 |
| Year five | 0 | 2,460 |
| Prior | 2,372 | 0 |
| Total | 230,232 | 250,039 |
| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 51,794 | 92,648 |
| Year two | 104,562 | 220,696 |
| Year three | 184,584 | 118,301 |
| Year four | 77,682 | 68,608 |
| Year five | 52,771 | 74,370 |
| Prior | 145,010 | 115,760 |
| Total | 616,403 | 690,383 |
| Commercial \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 161,048 | 167,982 |
| Commercial \| Equipment finance | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 2,945 |
| Year two | 1,519 | 48,665 |
| Year three | 33,655 | 28,273 |
| Year four | 13,314 | 14,075 |
| Year five | 9,101 | 10,746 |
| Prior | 6,643 | 6,288 |
| Total | 64,232 | 110,992 |
| Commercial \| Equipment finance \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Pass | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 2,945 |
| Year two | 1,519 | 33,430 |
| Year three | 32,544 | 26,311 |
| Year four | 7,790 | 7,754 |
| Year five | 9,101 | 9,411 |
| Prior | 6,643 | 6,288 |
| Total | 57,597 | 86,139 |
| Commercial \| Equipment finance \| Pass \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |

| | | |
|---|---|---|
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Special mention | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 15,235 |
| Year three | 335 | 1,962 |
| Year four | 602 | 5,873 |
| Year five | 0 | 1,335 |
| Prior | 0 | 0 |
| Total | 937 | 24,405 |
| Commercial \| Equipment finance \| Special mention \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Substandard | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 776 | 0 |
| Year four | 4,922 | 448 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 5,698 | 448 |
| Commercial \| Equipment finance \| Substandard \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Doubtful | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Doubtful \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Loss | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 0 | 0 |
| Commercial \| Equipment finance \| Loss \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Commercial real estate | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 22,847 | 49,067 |
| Year two | 67,692 | 97,845 |
| Year three | 93,454 | 43,766 |
| Year four | 29,886 | 43,058 |
| Year five | 36,186 | 52,160 |
| Prior | 123,720 | 94,426 |
| Total | 373,785 | 380,322 |
| Commercial \| Commercial real estate \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 41,982 | 44,319 |
| Commercial \| Commercial real estate \| Pass | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 22,847 | 49,067 |
| Year two | 67,692 | 94,247 |
| Year three | 89,903 | 34,535 |
| Year four | 21,174 | 43,058 |
| Year five | 27,947 | 52,160 |
| Prior | 106,060 | 78,062 |
| Total | 335,623 | 351,129 |
| Commercial \| Commercial real estate \| Pass \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 31,499 | 33,423 |
| Commercial \| Commercial real estate \| Special mention | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 252 | 0 |
| Prior | 6,276 | 13,706 |
| Total | 6,528 | 13,706 |
| Commercial \| Commercial real estate \| Special mention \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Commercial real estate \| Substandard | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 3,598 |
| Year three | 2,430 | 7,716 |
| Year four | 8,441 | 0 |
| Year five | 7,987 | 0 |
| Prior | 10,791 | 2,139 |
| Total | 29,649 | 13,453 |
| Commercial \| Commercial real estate \| Substandard \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 8,940 | 9,425 |
| Commercial \| Commercial real estate \| Doubtful | | |

| | | |
|---|---|---|
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 0 | 0 |
| Commercial \| Commercial real estate \| Doubtful \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Commercial \| Commercial real estate \| Loss | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 1,121 | 1,515 |
| Year four | 271 | 0 |
| Year five | 0 | 0 |
| Prior | 593 | 519 |
| Total | 1,985 | 2,034 |
| Commercial \| Commercial real estate \| Loss \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 1,543 | 1,471 |
| Commercial \| Commercial and industrial | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 28,947 | 40,636 |
| Year two | 35,351 | 74,186 |
| Year three | 57,475 | 46,262 |
| Year four | 34,482 | 11,475 |
| Year five | 7,484 | 11,464 |
| Prior | 14,647 | 15,046 |
| Total | 178,386 | 199,069 |
| Commercial \| Commercial and industrial \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 119,066 | 123,663 |
| Commercial \| Commercial and industrial \| Pass | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 28,030 | 40,636 |
| Year two | 29,186 | 60,352 |
| Year three | 31,697 | 39,304 |
| Year four | 27,474 | 9,525 |
| Year five | 5,503 | 10,282 |
| Prior | 12,678 | 11,626 |
| Total | 134,568 | 171,725 |
| Commercial \| Commercial and industrial \| Pass \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 85,269 | 104,928 |
| Commercial \| Commercial and industrial \| Special mention | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 635 | 0 |
| Year two | 0 | 10,881 |
| Year three | 5,165 | 1,532 |
| Year four | 2,652 | 729 |
| Year five | 76 | 137 |
| Prior | 0 | 444 |
| Total | 8,528 | 13,723 |
| Commercial \| Commercial and industrial \| Special mention \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 7,065 | 9,384 |
| Commercial \| Commercial and industrial \| Substandard | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 4,071 | 2,304 |
| Year three | 13,110 | 5,426 |
| Year four | 2,311 | 673 |
| Year five | 1,399 | 1,045 |
| Prior | 1,670 | 1,434 |
| Total | 22,561 | 10,882 |
| Commercial \| Commercial and industrial \| Substandard \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 14,879 | 6,908 |
| Commercial \| Commercial and industrial \| Doubtful | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 649 |
| Year three | 3,279 | 0 |
| Year four | 1,477 | 548 |
| Year five | 506 | 0 |
| Prior | 285 | 286 |
| Total | 5,547 | 1,483 |
| Commercial \| Commercial and industrial \| Doubtful \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 4,671 | 1,214 |
| Commercial \| Commercial and industrial \| Loss | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 282 | 0 |
| Year two | 2,094 | 0 |
| Year three | 4,224 | 0 |
| Year four | 568 | 0 |
| Year five | 0 | 0 |
| Prior | 14 | 1,256 |
| Total | 7,182 | 1,256 |
| Commercial \| Commercial and industrial \| Loss \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 7,182 | 1,229 |
| Current \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Unsecured personal | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 1,347,685 | 1,498,737 |

| | | |
|---|---|---|
| Year two | 787,936 | 1,688,512 |
| Year three | 762,223 | 438,296 |
| Year four | 142,546 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 3,040,390 | 3,625,545 |
| Current \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Residential mortgages | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 53 |
| Year two | 0 | 48,473 |
| Year three | 45,828 | 54,855 |
| Year four | 52,679 | 29,960 |
| Year five | 28,176 | 18,917 |
| Prior | 45,789 | 29,041 |
| Total | 172,472 | 181,299 |
| Current \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Secured consumer | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 79,161 | 125,618 |
| Year two | 78,081 | 97,084 |
| Year three | 56,766 | 21,949 |
| Year four | 10,573 | 0 |
| Year five | 0 | 2,460 |
| Prior | 2,372 | 0 |
| Total | 226,953 | 247,111 |
| 30-59 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Unsecured personal | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 4,981 | 9,034 |
| Year two | 7,344 | 17,017 |
| Year three | 8,952 | 6,665 |
| Year four | 2,253 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 23,530 | 32,716 |
| 30-59 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Residential mortgages | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 1,331 |
| Prior | 151 | 420 |
| Total | 151 | 1,751 |
| 30-59 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Secured consumer | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 98 | 364 |
| Year two | 824 | 1,295 |
| Year three | 1,199 | 417 |
| Year four | 221 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 2,342 | 2,076 |
| 30-59 days past due \| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 14,644 | 13,526 |
| 30-59 days past due \| Commercial \| Equipment finance | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 67 | 1,265 |
| 30-59 days past due \| Commercial \| Commercial real estate | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 8,320 | 0 |
| 30-59 days past due \| Commercial \| Commercial and industrial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 6,257 | 12,261 |
| 60-89 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Unsecured personal | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 2,448 | 7,767 |
| Year two | 6,933 | 15,538 |
| Year three | 7,920 | 6,251 |
| Year four | 1,992 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 19,293 | 29,556 |
| 60-89 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Residential mortgages | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 0 |
| Prior | 88 | 0 |
| Total | 88 | 0 |
| 60-89 days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Secured consumer | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 11 | 94 |
| Year two | 147 | 373 |
| Year three | 338 | 168 |
| Year four | 104 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 600 | 635 |
| 60-89 days past due \| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 1,665 | 5,198 |
| 60-89 days past due \| Commercial \| Equipment finance | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| 60-89 days past due \| Commercial \| Commercial real estate | | |
| **Term Loans and Leases by Origination Year** | | |

| | | |
|---|---|---|
| Total | 483 | 3,566 |
| 60-89 days past due \| Commercial \| Commercial and industrial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 1,182 | 1,632 |
| 90 or more days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Unsecured personal | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 2,364 | 6,924 |
| Year two | 7,920 | 16,564 |
| Year three | 8,853 | 6,644 |
| Year four | 2,250 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 21,387 | 30,132 |
| 90 or more days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Residential mortgages | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 0 | 0 |
| Year two | 0 | 0 |
| Year three | 0 | 0 |
| Year four | 0 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 0 | 0 |
| 90 or more days past due \| Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method \| Secured consumer | | |
| **Term Loans and Leases by Origination Year** | | |
| Year one | 36 | 0 |
| Year two | 157 | 153 |
| Year three | 99 | 64 |
| Year four | 45 | 0 |
| Year five | 0 | 0 |
| Prior | 0 | 0 |
| Total | 337 | 217 |
| 90 or more days past due \| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 30,253 | 3,133 |
| 90 or more days past due \| Commercial \| Equipment finance | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 4,551 | 0 |
| 90 or more days past due \| Commercial \| Commercial real estate | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 9,731 | 1,618 |
| 90 or more days past due \| Commercial \| Commercial and industrial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 15,971 | 1,515 |
| Total Days Past Due \| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 46,562 | 21,857 |
| Total Days Past Due \| Commercial \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 26,968 | 15,307 |
| Total Days Past Due \| Commercial \| Equipment finance | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 4,618 | 1,265 |
| Total Days Past Due \| Commercial \| Equipment finance \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 0 | 0 |
| Total Days Past Due \| Commercial \| Commercial real estate | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 18,534 | 5,184 |
| Total Days Past Due \| Commercial \| Commercial real estate \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 8,456 | 4,047 |
| Total Days Past Due \| Commercial \| Commercial and industrial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | 23,410 | 15,408 |
| Total Days Past Due \| Commercial \| Commercial and industrial \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total | $ 18,512 | $ 11,260 |



**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Analysis of the Past Due Loans and Leases HFI at Amortized Cost (Details) - USD ($)**
**$ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | $ 4,125,818 | $ 4,850,302 |
| Commercial | | |
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | 616,403 | 690,383 |
| Commercial \| Loans Guaranteed by Small Business Association | | |
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | 161,048 | 167,982 |
| Commercial \| 30-59 Days | | |
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | 14,644 | 13,526 |
| Commercial \| 60-89 Days | | |
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | 1,665 | 5,198 |
| Commercial \| 90 or More Days | | |
| **Term Loans and Leases by Origination Year** | | |
| Total commercial loans and leases held for investment | 30,253 | 3,133 |
| Commercial \| Total Days Past Due | | |
| **Term Loans and Leases by Origination Year** | | |

| | | |
|---|---|---|
| Total commercial loans and leases held for investment<br>Commercial \| Total Days Past Due \| Loans Guaranteed by Small Business Association | 46,562 | 21,857 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance | 26,968 | 15,307 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| Loans Guaranteed by Small Business Association | 64,232 | 110,992 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| 30-59 Days | 0 | 0 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| 60-89 Days | 67 | 1,265 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| 90 or More Days | 0 | 0 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| Total Days Past Due | 4,551 | 0 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Equipment finance \| Total Days Past Due \| Loans Guaranteed by Small Business Association | 4,618 | 1,265 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate | 0 | 0 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| Loans Guaranteed by Small Business Association | 373,785 | 380,322 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| 30-59 Days | 41,982 | 44,319 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| 60-89 Days | 8,320 | 0 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| 90 or More Days | 483 | 3,566 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| Total Days Past Due | 9,731 | 1,618 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial real estate \| Total Days Past Due \| Loans Guaranteed by Small Business Association | 18,534 | 5,184 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial | 8,456 | 4,047 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| Loans Guaranteed by Small Business Association | 178,386 | 199,069 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| 30-59 Days | 119,066 | 123,663 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| 60-89 Days | 6,257 | 12,261 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| 90 or More Days | 1,182 | 1,632 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| Total Days Past Due | 15,971 | 1,515 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment<br>Commercial \| Commercial and industrial \| Total Days Past Due \| Loans Guaranteed by Small Business Association | 23,410 | 15,408 |
| **Term Loans and Leases by Origination Year**<br>Total commercial loans and leases held for investment | $ 18,512 | $ 11,260 |

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loan Modifications (Details) - Consumer - Unsecured personal - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Financing Receivable, Modified [Line Items]**<br>Total loan modifications – unsecured personal loans | $ 37,926 | $ 15,876 |
| % of unsecured personal loans at amortized cost as of period end | 1.20% | 0.40% |
| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]**<br>Total loan modifications – unsecured personal loans | $ 26,421 | $ 4,867 |
| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]**<br>Total loan modifications – unsecured personal loans | 5,874 | 3,659 |
| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]**<br>Total loan modifications – unsecured personal loans | $ 5,631 | $ 7,350 |

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**Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Amortized Cost of Loan Modifications**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |

| (Details) - Consumer - Unsecured personal - USD ($) $ in Thousands | | |
|---|---|---|
| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | $ 26,421 | $ 4,867 |
| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 5,874 | 3,659 |
| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 5,631 | 7,350 |
| Current \| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 21,471 | 4,533 |
| Current \| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 5,285 | 3,208 |
| Current \| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 43 | 70 |
| 30-59 days past due \| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 1,851 | 149 |
| 30-59 days past due \| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 247 | 199 |
| 30-59 days past due \| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 19 | 85 |
| 60-89 days past due \| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 1,462 | 105 |
| 60-89 days past due \| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 159 | 67 |
| 60-89 days past due \| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 811 | 669 |
| 90 or more days past due \| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 1,637 | 80 |
| 90 or more days past due \| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | 183 | 185 |
| 90 or more days past due \| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications | $ 4,758 | $ 6,526 |

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| Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Total Amount of Charge-Offs for Loan Modifications (Details) - Consumer - Unsecured personal - USD ($) $ in Thousands | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications – unsecured personal loans | $ 82,926 | $ 53,643 |
| Short-term payment reduction | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications – unsecured personal loans | 7,945 | 224 |
| Permanent loan modification | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications – unsecured personal loans | 2,136 | 308 |
| Debt settlement | | |
| **Financing Receivable, Modified [Line Items]** | | |
| Total loan modifications – unsecured personal loans | $ 72,845 | $ 53,111 |

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| Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Nonaccrual Loans and Leases (Details) - USD ($) $ in Thousands | | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | $ 72,304 | $ 44,382 |
| Nonaccrual with no related ACL | $ 13,141 | $ 4,089 |
| Nonaccrual ratios (as a percent) | 1.80% | 0.90% |
| Consumer | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | $ 22,019 | $ 30,661 |
| Nonaccrual with no related ACL | $ 295 | $ 312 |
| Nonaccrual ratios (as a percent) | 0.60% | 0.70% |
| Consumer \| Unsecured personal | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | $ 21,387 | $ 30,132 |
| Nonaccrual with no related ACL | 0 | 0 |
| Consumer \| Residential mortgages | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 295 | 312 |

| | | |
|---|---|---|
| Nonaccrual with no related ACL | 295 | 312 |
| Consumer \| Secured consumer | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 337 | 217 |
| Nonaccrual with no related ACL | 0 | 0 |
| Commercial | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 50,285 | 13,721 |
| Nonaccrual with no related ACL | $ 12,846 | $ 3,777 |
| Nonaccrual ratios (as a percent) | 8.20% | 2.00% |
| Commercial \| Loans Guaranteed by Small Business Association | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | $ 31,200 | $ 10,400 |
| Commercial \| Equipment finance | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 4,516 | 0 |
| Nonaccrual with no related ACL | 0 | 0 |
| Commercial \| Commercial real estate | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 18,280 | 9,663 |
| Nonaccrual with no related ACL | 5,345 | 2,187 |
| Commercial \| Commercial and industrial | | |
| **Financing Receivable, Past Due [Line Items]** | | |
| Nonaccrual | 27,489 | 4,058 |
| Nonaccrual with no related ACL | $ 7,501 | $ 1,590 |

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**Securitizations and Variable Interest Entities - Schedule of VIE Assets and Liabilities (Details) - USD ($) $ in Thousands**

| | | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|---|
| **Assets** | | | |
| Restricted cash | [1] | $ 23,338 | $ 41,644 |
| Total securities available for sale | | 3,452,648 | 1,620,262 |
| Loans held for investment at fair value | | 3,889,084 | 4,539,915 |
| Other assets | [1] | 403,982 | 455,453 |
| Total assets | | 10,630,509 | 8,827,463 |
| **Liabilities** | | | |
| Other liabilities | [1] | 220,541 | 222,801 |
| Total liabilities | | 9,288,778 | 7,575,641 |
| Consolidated | | | |
| **Assets** | | | |
| Restricted cash | | 0 | 3,454 |
| Total securities available for sale | | 0 | 0 |
| Loans held for investment at fair value | | 0 | 970 |
| Other assets | | 0 | 14 |
| Total assets | | 0 | 4,438 |
| **Liabilities** | | | |
| Borrowings | | 0 | 2,888 |
| Other liabilities | | 0 | 4 |
| Total liabilities | | 0 | 2,892 |
| Total net assets (maximum loss exposure) | | 0 | 1,546 |
| Unconsolidated | | | |
| **Assets** | | | |
| Restricted cash | | 0 | 0 |
| Total securities available for sale | | 3,069,771 | 1,249,796 |
| Loans held for investment at fair value | | 0 | 0 |
| Other assets | | 46,269 | 31,531 |
| Total assets | | 3,116,040 | 1,281,327 |
| **Liabilities** | | | |
| Borrowings | | 0 | 0 |
| Other liabilities | | 6,313 | 3,301 |
| Total liabilities | | 6,313 | 3,301 |
| Total net assets (maximum loss exposure) | | 3,109,727 | 1,278,026 |
| Total | | | |
| **Assets** | | | |
| Restricted cash | | 0 | 3,454 |
| Total securities available for sale | | 3,069,771 | 1,249,796 |
| Loans held for investment at fair value | | 0 | 970 |
| Other assets | | 46,269 | 31,545 |
| Total assets | | 3,116,040 | 1,285,765 |
| **Liabilities** | | | |
| Borrowings | | 0 | 2,888 |
| Other liabilities | | 6,313 | 3,305 |
| Total liabilities | | 6,313 | 6,193 |
| Total net assets (maximum loss exposure) | | $ 3,109,727 | $ 1,279,572 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

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**Securitizations and Variable Interest Entities - Schedule of Unconsolidated VIEs (Details) - Unconsolidated - USD ($) $ in Thousands**

| | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Fair value of consideration received:** | | | |
| Cash | $ 394,205 | $ 172,397 | $ 5,320 |
| Net securities retained from Structured Program transactions | 2,711,693 | 1,299,313 | 2,180 |
| Other assets (liabilities), net | 35,877 | 16,740 | (3,794) |
| Total consideration | 3,141,775 | 1,488,450 | 3,706 |
| Fair value of loans sold | (3,079,628) | (1,474,077) | (39,519) |
| Sale of senior securities related to Structured Program transactions | (30,000) | 0 | 0 |
| Deconsolidation of debt | 880 | 0 | 36,072 |
| Principal derecognized from loans securitized or sold | (737) | 0 | 0 |
| Gain on sales of loans and securities | 32,290 | 14,373 | 259 |
| **Cash proceeds from continuing involvement:** | | | |

| | | | |
|---|---|---|---|
| Servicing and other administrative fees | 27,047 | 5,475 | 8,618 |
| Interest received on securities retained from Structured Program transactions | $ 164,807 | $ 22,786 | $ 7,285 |

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| Securitizations and Variable Interest Entities - Narrative (Details) - Off-Balance Sheet Loans - USD ($) $ in Millions | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Fair Value, Off-balance Sheet Risks, Disclosure Information [Line Items]** | | |
| Outstanding principal balance | $ 3,500.0 | $ 1,600.0 |
| Off-balance sheet loans, principal amount outstanding, 31 days or more past due | $ 44.7 | $ 9.5 |

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| Fair Value Measurements - Schedule of Assets and Liabilities Measured at Fair Value on a Recurring Basis (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Assets** | | |
| Loans held for sale at fair value | $ 636,352 | $ 407,773 |
| Loans held for investment at fair value | 1,027,798 | 272,678 |
| **Securities available for sale:** | | |
| Total securities available for sale | 3,452,648 | 1,620,262 |
| Servicing assets | 60,697 | 77,680 |
| Other assets | 5,820 | 3,525 |
| Total assets | 5,183,315 | 2,381,918 |
| **Liabilities** | | |
| Borrowings | | 12,956 |
| Other liabilities | 16,818 | 19,727 |
| Total liabilities | 16,818 | 32,683 |
| Senior asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 2,899,824 | 1,176,403 |
| U.S. agency residential mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 226,925 | 224,596 |
| Other asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 169,948 | 73,393 |
| U.S. agency securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 75,946 | 80,104 |
| Mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 56,674 | 37,076 |
| Other asset-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 20,792 | 26,101 |
| Municipal securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 2,539 | 2,589 |
| Level 1 | | |
| **Assets** | | |
| Loans held for sale at fair value | 0 | 0 |
| Loans held for investment at fair value | 0 | 0 |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Servicing assets | 0 | 0 |
| Other assets | 0 | 0 |
| Total assets | 0 | 0 |
| **Liabilities** | | |
| Borrowings | | 0 |
| Other liabilities | 0 | 0 |
| Total liabilities | 0 | 0 |
| Level 1 \| Senior asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| U.S. agency residential mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| Other asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| U.S. agency securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| Mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| Other asset-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 1 \| Municipal securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 2 | | |
| **Assets** | | |
| Loans held for sale at fair value | 0 | 0 |
| Loans held for investment at fair value | 0 | 0 |
| **Securities available for sale:** | | |
| Total securities available for sale | 382,876 | 370,466 |
| Servicing assets | 0 | 0 |
| Other assets | 5,820 | 3,525 |
| Total assets | 388,696 | 373,991 |
| **Liabilities** | | |

| | | |
|---|---|---|
| Borrowings | | 0 |
| Other liabilities | 5,019 | 12,072 |
| Total liabilities | 5,019 | 12,072 |
| Level 2 \| Senior asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 2 \| U.S. agency residential mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 226,925 | 224,596 |
| Level 2 \| Other asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 2 \| U.S. agency securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 75,946 | 80,104 |
| Level 2 \| Mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 56,674 | 37,076 |
| Level 2 \| Other asset-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 20,792 | 26,101 |
| Level 2 \| Municipal securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 2,539 | 2,589 |
| Level 3 | | |
| **Assets** | | |
| Loans held for sale at fair value | 636,352 | 407,773 |
| Loans held for investment at fair value | 1,027,798 | 272,678 |
| **Securities available for sale:** | | |
| Total securities available for sale | 3,069,772 | 1,249,796 |
| Servicing assets | 60,697 | 77,680 |
| Other assets | 0 | 0 |
| Total assets | 4,794,619 | 2,007,927 |
| **Liabilities** | | |
| Borrowings | | 12,956 |
| Other liabilities | 11,799 | 7,655 |
| Total liabilities | 11,799 | 20,611 |
| Level 3 \| Senior asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 2,899,824 | 1,176,403 |
| Level 3 \| U.S. agency residential mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 3 \| Other asset-backed securities related to Structured Program transactions | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 169,948 | 73,393 |
| Level 3 \| U.S. agency securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 3 \| Mortgage-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 3 \| Other asset-backed securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | 0 | 0 |
| Level 3 \| Municipal securities | | |
| **Securities available for sale:** | | |
| Total securities available for sale | $ 0 | $ 0 |

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| **Fair Value Measurements - Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Loans HFS (Details) - Level 3 - Loans Held for Sale** | **12 Months Ended** | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| Minimum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 7.10% | 8.10% |
| Minimum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 1.80% | 2.70% |
| Minimum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 15.00% | 15.70% |
| Maximum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 11.90% | 10.30% |
| Maximum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 21.20% | 12.90% |
| Maximum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 27.60% | 22.50% |
| Weighted-Average \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 7.90% | 9.00% |
| Weighted-Average \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 5.40% | 6.50% |
| Weighted-Average \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 20.40% | 19.90% |

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| **Fair Value** | **12 Months Ended** |
|---|---|

**Measurements - Schedule of Sensitivity of Loans HFS at Fair Value to Adverse Changes in Key Assumptions (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Loans held for sale at fair value | $ 636,352 | $ 407,773 |
| Loans Held for Sale | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Loans held for sale at fair value | 636,352 | 407,773 |
| Loans Held for Sale \| Fair Value, Measurements, Recurring | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Loans held for sale at fair value | 636,352 | 407,773 |
| Discount rates, impact of 100 basis point increase | (7,663) | (5,093) |
| Discount rates, impact of 200 basis point increase | (15,174) | (10,051) |
| Expected credit loss rates on underlying loans, 10% adverse change | (6,436) | (5,102) |
| Expected credit loss rates on underlying loans, 20% adverse change | (12,937) | (10,184) |
| Expected prepayment rates, 10% adverse change | (1,274) | (851) |
| Expected prepayment rates, 20% adverse change | $ (2,444) | $ (1,628) |
| Loans Held for Sale \| Fair Value, Measurements, Recurring \| Expected Weighted-Average Life | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Expected remaining weighted-average life (in years) | 1 year 4 months 24 days | 1 year 6 months |

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**Fair Value Measurements - Schedule of Loans HFS at Fair Value Activity and Aggregate Fair Value of HFS Loans (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value of loans held for sale | $ 636,352 | $ 407,773 |
| Loans Held for Sale | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value at beginning of period | 407,773 | 110,400 |
| Originations and purchases | 5,194,160 | 4,942,457 |
| Sales | (4,576,779) | (4,634,155) |
| Principal payments and cash received | (231,624) | (70,350) |
| Transfers | 0 | 195,106 |
| Realized charge-offs, net of recoveries, recorded in earnings | (20,336) | (13,597) |
| Fair value adjustments recorded in earnings | (136,842) | (122,088) |
| Fair value at end of period | 636,352 | 407,773 |
| Aggregate unpaid principal balance | 657,984 | 431,955 |
| Cumulative fair value adjustments | (21,632) | (24,182) |
| Fair value of loans held for sale | 636,352 | 407,773 |
| Loans Held for Sale \| 90 or more days past due | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Aggregate unpaid principal balance | 3,719 | 1,395 |
| Cumulative fair value adjustments | (3,012) | (1,102) |
| Fair value of loans held for sale | $ 707 | $ 293 |

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**Fair Value Measurements - Narrative (Details) - USD ($) $ in Thousands**

| | 3 Months Ended | 12 Months Ended | |
|---|---|---|---|
| | Sep. 30, 2024 | Dec. 31, 2024 | Dec. 31, 2023 |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Loans held for investment at fair value | | $ 1,027,798 | $ 272,678 |
| Loans Held for Investment | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Fair value of loans HFI | $ 1,300,000 | | |
| Loans Held for Investment \| Fair Value, Measurements, Recurring | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Loans held for investment at fair value | | 1,027,798 | 262,190 |
| Loans Held for Investment \| Fair Value, Measurements, Recurring \| Retail and Certificate Loans | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Loans held for investment at fair value | | $ 0 | $ 10,500 |

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**Fair Value Measurements - Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Loans HFI (Details) - Level 3 - Loans Held for Investment**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| Minimum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 7.20% | 8.40% |
| Minimum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 3.00% | 1.90% |
| Minimum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 15.60% | 18.60% |
| Maximum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 21.80% | 16.20% |
| Maximum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 20.20% | 5.90% |
| Maximum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 21.40% | 27.70% |
| Weighted-Average \| Discount rate | | |

| | | |
|---|---|---|
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 10.50% | 12.80% |
| Weighted-Average \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 6.60% | 3.70% |
| Weighted-Average \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 19.30% | 22.60% |

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**Fair Value Measurements - Schedule of Sensitivity of Loans HFI at Fair Value to Adverse Changes in Key Assumptions (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Loans held for investment at fair value | $ 1,027,798 | $ 272,678 |
| Loans Held for Investment \| Fair Value, Measurements, Recurring | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Loans held for investment at fair value | 1,027,798 | 262,190 |
| Discount rates, impact of 100 basis point increase | (7,832) | (1,957) |
| Discount rates, impact of 200 basis point increase | (15,557) | (3,888) |
| Expected credit loss rates on underlying loans, 10% adverse change | (11,821) | (1,753) |
| Expected credit loss rates on underlying loans, 20% adverse change | (25,428) | (3,595) |
| Expected prepayment rates, 10% adverse change | (4,813) | (857) |
| Expected prepayment rates, 20% adverse change | $ (9,854) | $ (1,675) |
| Loans Held for Investment \| Fair Value, Measurements, Recurring \| Weighted-Average \| Expected Weighted-Average Life | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Expected remaining weighted-average life (in years) | 10 months 24 days | 10 months 24 days |

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**Fair Value Measurements - Schedule of Loans HFI at Fair Value Activity and Aggregate Fair Value of HFI Loans (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value of loans held for investment | $ 1,027,798 | $ 272,678 |
| Balance at Fair Value | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value of loans held for investment | 4,051,497 | 4,675,354 |
| Loans Held for Investment | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value at beginning of period | 262,190 | 925,938 |
| Originations and purchases | 1,396,223 | 4,243 |
| Principal payments and cash received | (618,472) | (485,043) |
| Transfers | 0 | (195,106) |
| Interest income accretion and fair value adjustments recorded in earnings | (12,143) | 12,158 |
| Fair value at end of period | 1,027,798 | 262,190 |
| Loans Held for Investment \| Fair Value, Measurements, Recurring | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value of loans held for investment | 1,027,798 | 262,190 |
| Loans Held for Investment \| Fair Value, Measurements, Recurring \| Balance at Fair Value \| Off-Balance Sheet Loans | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Aggregate unpaid principal balance | 1,097,511 | 281,031 |
| Cumulative fair value adjustments | (69,713) | (18,841) |
| Fair value of loans held for investment | 1,027,798 | 262,190 |
| Loans Held for Investment \| Fair Value, Measurements, Recurring \| Balance at Fair Value \| Off-Balance Sheet Loans \| 90 or more days past due | | |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Aggregate unpaid principal balance | 14,616 | 3,774 |
| Cumulative fair value adjustments | (11,836) | (3,037) |
| Fair value of loans held for investment | $ 2,780 | $ 737 |

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**Fair Value Measurements - Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Senior Asset-Backed Securities (Details) - Senior asset-backed securities related to Structured Program transactions - Discount rate**

| | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|
| Minimum | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.060 | 0.070 |
| Maximum | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.060 | 0.070 |
| Weighted-Average | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.060 | 0.070 |

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**Fair Value Measurements - Schedule of Sensitivity in the Fair Value of Senior Asset-Backed Securities to Adverse Changes in Key Assumptions (Details) - USD ($) $ in Thousands**

| | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|

| | | |
|---|---|---|
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Fair Value | $ 3,452,648 | $ 1,620,262 |
| Senior asset-backed securities related to Structured Program transactions | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Fair Value | 2,899,824 | 1,176,403 |
| 100 basis point increase | (37,315) | (18,016) |
| 200 basis point increase | $ (74,630) | $ (36,033) |
| Senior asset-backed securities related to Structured Program transactions \| Weighted-Average | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Expected remaining weighted-average life (in years) | 1 year 2 months 12 days | 1 year 6 months |

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| **Fair Value Measurements - Schedule of Senior Asset-Backed Securities at Fair Value Activity (Details) - Senior asset-backed securities related to Structured Program transactions - USD ($) $ in Thousands** | **12 Months Ended** | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| **Sensitivity Analysis of Debt Securities Available-for-Sale [Line Items]** | | |
| Fair value at beginning of period | $ 1,176,403 | $ 0 |
| Originations and purchases | 2,558,003 | 1,225,796 |
| Sales | (30,114) | 0 |
| Principal payments and cash received | (823,331) | (60,283) |
| Change in unrealized gain (loss) | 18,863 | 10,890 |
| Fair value at end of period | $ 2,899,824 | $ 1,176,403 |

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| **Fair Value Measurements - Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Other Asset-Backed Securities (Details) - Level 3 - Other asset-backed securities related to Structured Program transactions** | | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| Minimum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.071 | 0.081 |
| Minimum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.034 | 0.049 |
| Minimum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.187 | 0.192 |
| Maximum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.110 | 0.103 |
| Maximum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.074 | 0.059 |
| Maximum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.209 | 0.210 |
| Weighted-Average \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.079 | 0.090 |
| Weighted-Average \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.050 | 0.055 |
| Weighted-Average \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, debt securities available-for-sale | 0.205 | 0.201 |

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| **Fair Value Measurements - Schedule of Sensitivity in the Fair Value of Other Asset-Backed Securities to Adverse Changes in Key Assumptions (Details) - USD ($) $ in Thousands** | | |
|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Fair Value | $ 3,452,648 | $ 1,620,262 |
| Other asset-backed securities related to Structured Program transactions | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Fair Value | 169,948 | 73,393 |
| **Discount rate:** | | |
| 100 basis point increase | (1,909) | (927) |
| 200 basis point increase | (3,783) | (1,836) |
| **Annualized net charge-off rate:** | | |
| 10% increase | (1,778) | (882) |
| 20% increase | (3,567) | (1,771) |
| **Annualized prepayment rate:** | | |
| 10% increase | (432) | (203) |
| 20% increase | $ (835) | $ (430) |
| Other asset-backed securities related to Structured Program transactions \| Weighted-Average | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Expected remaining weighted-average life (in years) | 1 year 3 months 18 days | 1 year 6 months |

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**Fair Value Measurements - Schedule of Other Asset-Backed Securities at Fair Value Activity (Details) - Other asset-backed securities related to Structured Program transactions - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]** | | |
| Fair value at beginning of period | $ 73,393 | $ 12,469 |
| Originations and purchases | 153,690 | 73,516 |
| Principal payments and cash received | (53,219) | (12,634) |
| Interest income accretion and fair value adjustments recorded in earnings | (3,217) | 0 |
| Change in unrealized gain (loss) | (699) | 42 |
| Fair value at end of period | $ 169,948 | $ 73,393 |

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**Fair Value Measurements - Schedule of Significant Unobservable Inputs Used in the Fair Value Measurement of Servicing Assets (Details) - Level 3 - Servicing Assets**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| Minimum | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Total market servicing rates (percent per annum on outstanding principal balance) | 0.62% | 0.62% |
| Minimum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 8.70% | 8.70% |
| Minimum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 1.80% | 1.90% |
| Minimum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 14.80% | 15.60% |
| Maximum | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Total market servicing rates (percent per annum on outstanding principal balance) | 0.62% | 0.62% |
| Maximum \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 17.30% | 17.30% |
| Maximum \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 21.20% | 24.00% |
| Maximum \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 27.50% | 25.70% |
| Weighted-Average | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Total market servicing rates (percent per annum on outstanding principal balance) | 0.62% | 0.62% |
| Weighted-Average \| Discount rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 10.80% | 11.30% |
| Weighted-Average \| Annualized Net Charge-Off Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 8.20% | 8.70% |
| Weighted-Average \| Annualized Prepayment Rate | | |
| **Fair Value Inputs Assets And Liabilities Quantitative Information [Line Items]** | | |
| Measurement input, percent | 20.00% | 20.30% |

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**Fair Value Measurements - Schedule of Sensitivity in the Fair Value of Servicing Assets to Adverse Changes in Key Assumptions (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
|---|---|---|---|
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Servicing assets | $ 60,697 | $ 77,680 | |
| Fair Value, Measurements, Recurring | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Servicing assets | 60,697 | 77,680 | $ 84,308 |
| Level 3 | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Servicing assets | 60,697 | 77,680 | |
| Level 3 \| Fair Value, Measurements, Recurring \| Servicing Assets | | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | | |
| Servicing assets | $ 60,697 | $ 77,680 | |
| Expected remaining weighted-average life (in years) | 1 year 2 months 12 days | 1 year 2 months 12 days | |
| Discount rates, impact of 100 basis point increase | $ (519) | $ (675) | |
| Discount rates, impact of 200 basis point increase | (1,038) | (1,349) | |
| Expected credit loss on rates on underlying loans, 10% adverse change | (551) | (878) | |
| Expected credit loss on rates on underlying loans, 20% adverse change | (1,102) | (1,756) | |
| Expected prepayment rates, 10% adverse change | (1,359) | (1,550) | |
| Expected prepayment rates, 20% adverse change | $ (2,718) | $ (3,100) | |

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**Fair Value Measurements - Schedule of Estimated Fair Value of Servicing Assets (Details) - USD ($)**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |

| $ in Thousands | | |
|---|---|---|
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Change in rate | 0.10% | 0.10% |
| Fair Value, Measurements, Recurring | | |
| **Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]** | | |
| Weighted-average market servicing rate assumptions, servicing assets | 0.62% | 0.62% |
| Market servicing rate increase by .1% | $ (6,940) | $ (8,719) |
| Market servicing rate decrease by .1% | $ 6,940 | $ 8,719 |

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| Fair Value Measurements - Schedule of Servicing Assets at Fair Value Activity (Details) - USD ($) $ in Thousands | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Servicing Assets, Changes in fair value due to:** | | |
| Fair value at beginning of period | $ 77,680 | |
| Fair value at end of period | 60,697 | $ 77,680 |
| Fair Value, Measurements, Recurring | | |
| **Servicing Assets, Changes in fair value due to:** | | |
| Fair value at beginning of period | 77,680 | 84,308 |
| Issuances | 58,396 | 56,032 |
| Change in fair value, included in Marketplace Revenue | (75,359) | (62,581) |
| Other net changes | (20) | (79) |
| Fair value at end of period | $ 60,697 | $ 77,680 |

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| Fair Value Measurements - Schedule of Financial Instruments Not Recorded at Fair Value (Details) - USD ($) $ in Thousands | | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Assets** | | |
| Loans and leases held for investment, net | $ 1,027,798 | $ 272,678 |
| Other assets | 5,820 | 3,525 |
| Total assets | 5,183,315 | 2,381,918 |
| **Liabilities** | | |
| Borrowings | | 12,956 |
| Other liabilities | 16,818 | 19,727 |
| Total liabilities | 16,818 | 32,683 |
| Level 1 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 0 | 0 |
| Other assets | 0 | 0 |
| Total assets | 0 | 0 |
| **Liabilities** | | |
| Borrowings | | 0 |
| Other liabilities | 0 | 0 |
| Total liabilities | 0 | 0 |
| Level 2 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 0 | 0 |
| Other assets | 5,820 | 3,525 |
| Total assets | 388,696 | 373,991 |
| **Liabilities** | | |
| Borrowings | | 0 |
| Other liabilities | 5,019 | 12,072 |
| Total liabilities | 5,019 | 12,072 |
| Level 3 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 1,027,798 | 272,678 |
| Other assets | 0 | 0 |
| Total assets | 4,794,619 | 2,007,927 |
| **Liabilities** | | |
| Borrowings | | 12,956 |
| Other liabilities | 11,799 | 7,655 |
| Total liabilities | 11,799 | 20,611 |
| Carrying Amount | | |
| **Assets** | | |
| Loans and leases held for investment, net | 3,889,084 | 4,539,915 |
| Other assets | 40,466 | 37,605 |
| Total assets | 3,929,550 | 4,577,520 |
| **Liabilities** | | |
| Deposits | 2,294,214 | 1,714,889 |
| Borrowings | | 6,398 |
| Other liabilities | 44,801 | 59,015 |
| Total liabilities | 2,339,015 | 1,780,302 |
| Balance at Fair Value | | |
| **Assets** | | |
| Loans and leases held for investment, net | 4,051,497 | 4,675,354 |
| Other assets | 40,804 | 37,901 |
| Total assets | 4,092,301 | 4,713,255 |
| **Liabilities** | | |
| Deposits | 2,306,373 | 1,714,203 |
| Borrowings | | 6,398 |
| Other liabilities | 44,801 | 59,015 |
| Total liabilities | 2,351,174 | 1,779,616 |
| Balance at Fair Value \| Level 1 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 0 | 0 |
| Other assets | 0 | 0 |
| Total assets | 0 | 0 |
| **Liabilities** | | |
| Deposits | 0 | 0 |
| Borrowings | | 0 |
| Other liabilities | 0 | 0 |
| Total liabilities | 0 | 0 |

| | | |
|---|---|---|
| Balance at Fair Value \| Level 2 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 0 | 0 |
| Other assets | 40,143 | 36,884 |
| Total assets | 40,143 | 36,884 |
| **Liabilities** | | |
| Deposits | 0 | 0 |
| Borrowings | | 0 |
| Other liabilities | 22,833 | 36,823 |
| Total liabilities | 22,833 | 36,823 |
| Balance at Fair Value \| Level 3 | | |
| **Assets** | | |
| Loans and leases held for investment, net | 4,051,497 | 4,675,354 |
| Other assets | 661 | 1,017 |
| Total assets | 4,052,158 | 4,676,371 |
| **Liabilities** | | |
| Deposits | 2,306,373 | 1,714,203 |
| Borrowings | | 6,398 |
| Other liabilities | 21,968 | 22,192 |
| Total liabilities | $ 2,328,341 | $ 1,742,793 |

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**Derivative Instruments and Hedging Activities - Schedule of Notional and Gross Fair Value Amounts of Derivatives Not Designated (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | $ 212,484 | $ 7,307 |
| Derivative asset | 72 | |
| Derivative liability | $ (10,930) | $ (6,372) |
| Derivative Asset, Statement of Financial Position [Extensible Enumeration] | Other assets | |
| Derivative Liability, Statement of Financial Position [Extensible Enumeration] | | Other liabilities |
| Credit Derivatives | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | $ 12,484 | $ 7,307 |
| Derivative asset | 0 | |
| Derivative liability | (10,930) | (6,372) |
| Interest Rate Caps | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | 200,000 | 0 |
| Derivative asset | 72 | |
| Derivative liability | $ 0 | $ 0 |

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**Derivative Instruments and Hedging Activities - Schedule of Gains (Losses) on Derivatives (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Total losses | $ (4,952) | $ (6,372) |
| Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] | Marketplace revenue | |
| Credit Derivatives | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Total losses | $ (4,558) | (6,372) |
| Interest Rate Caps | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Total losses | $ (394) | $ 0 |

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**Derivative Instruments and Hedging Activities - Schedule of Notional and Gross Fair Value Amounts of Derivatives Used for Hedging (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | $ 212,484 | $ 7,307 |
| Derivative asset | 72 | |
| Derivative liability | (10,930) | (6,372) |
| Interest Rate Swap \| Fair Value Hedging \| Designated as Hedging Instrument | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | 1,300,000 | 1,500,000 |
| Derivative asset | 3,705 | |
| Derivative liability | (2,976) | (8,547) |
| Interest Rate Swap \| Fair Value Hedging \| Designated as Hedging Instrument \| Financing Receivable | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | 1,075,000 | 1,500,000 |
| Derivative asset | 1,323 | |
| Derivative liability | (2,976) | (8,547) |
| Interest Rate Swap \| Fair Value Hedging \| Designated as Hedging Instrument \| Securities available for sale | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Notional | 225,000 | 0 |
| Derivative asset | 2,382 | |
| Derivative liability | $ 0 | $ 0 |

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**Derivative Instruments and Hedging Activities - Schedule of Gains (Losses) on Fair Value Hedges**

| | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 |

| (Details) - USD ($) $ in Thousands | | |
|---|---|---|
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Total gains on fair value hedges | $ 5,415 | $ 2,848 |
| Unsecured personal loans: | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Hedged item | (7,009) | 8,881 |
| Derivatives used for hedging | 6,894 | (8,547) |
| Interest settlement on derivative | 4,539 | 2,514 |
| Total gains on fair value hedges | 4,424 | 2,848 |
| Securities available for sale: | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Hedged item | (2,197) | 0 |
| Derivatives used for hedging | 2,382 | 0 |
| Interest settlement on derivative | 806 | 0 |
| Total gains on fair value hedges | $ 991 | $ 0 |

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| Derivative Instruments and Hedging Activities - Schedule of Cumulative Basis Adjustments for Fair Value Hedges (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| Securities available for sale | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Carrying amount of closed portfolio | $ 2,255,848 | $ 0 |
| Cumulative fair value adjustment to hedged item | (2,197) | 0 |
| Hedged layer of loans with a carrying amount | 225,000 | |
| Loans and leases held for investment | | |
| **Derivative Instruments and Hedging Activities Disclosures [Line Items]** | | |
| Carrying amount of closed portfolio | 1,388,222 | 3,109,854 |
| Cumulative fair value adjustment to hedged item | 1,872 | 8,881 |
| Hedged layer of loans with a carrying amount | $ 1,075,000 | $ 1,500,000 |

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| Property, Equipment and Software, Net - Schedule of Property, Equipment and Software, Net (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Property, Plant and Equipment [Line Items]** | | |
| Software | $ 222,000 | $ 209,260 |
| Leasehold improvements | 30,699 | 30,764 |
| Computer equipment | 22,216 | 21,654 |
| Furniture and fixtures | 5,554 | 5,845 |
| Total property, equipment and software | 280,469 | 267,523 |
| Accumulated depreciation and amortization | (112,937) | (106,006) |
| Total property, equipment and software, net | 167,532 | 161,517 |
| Internal-use software | | |
| **Property, Plant and Equipment [Line Items]** | | |
| Total property, equipment and software | 43,400 | 66,900 |
| Purchased software | | |
| **Property, Plant and Equipment [Line Items]** | | |
| Total property, equipment and software | $ 7,100 | $ 4,600 |

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| Property, Equipment and Software, Net - Narrative (Details) - USD ($) $ in Millions | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Property, Plant and Equipment [Abstract]** | | | |
| Depreciation and amortization | $ 49.8 | $ 43.0 | $ 39.0 |
| Impairment expense on internally-developed software | $ 5.5 | $ 0.0 | $ 0.0 |

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| Goodwill and Intangible Assets - Narrative (Details) - USD ($) | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Goodwill and Intangible Assets Disclosure [Abstract]** | | | |
| Goodwill | $ 75,717,000 | $ 75,717,000 | |
| **Finite-Lived Intangible Assets [Line Items]** | | | |
| Goodwill | 75,717,000 | 75,717,000 | |
| Goodwill impairment expense | 0 | 0 | $ 0 |
| Amortization expense | 3,500,000 | 4,200,000 | 4,800,000 |
| Impairment of intangible assets | $ 0 | $ 0 | $ 0 |
| Customer Relationships \| Minimum | | | |
| **Finite-Lived Intangible Assets [Line Items]** | | | |
| Intangible assets, amortized period | 10 years | | |
| Customer Relationships \| Maximum | | | |
| **Finite-Lived Intangible Assets [Line Items]** | | | |
| Intangible assets, amortized period | 14 years | | |

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| Goodwill and Intangible Assets - Schedule of Gross and Net Carrying Values and Accumulated Amortization of Intangible Assets (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Finite-Lived Intangible Assets [Line Items]** | | |
| Total | $ 8,586 | |
| Customer Relationships | | |
| **Finite-Lived Intangible Assets [Line Items]** | | |
| Gross carrying value | 54,500 | $ 54,500 |
| Accumulated amortization | (45,914) | (42,365) |

| | | |
|---|---|---|
| Total | $ 8,586 | $ 12,135 |

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| Goodwill and Intangible Assets - Schedule of Expected Future Amortization Expense for Intangible Assets (Details) $ in Thousands | Dec. 31, 2024 USD ($) |
|---|---|
| **Goodwill and Intangible Assets Disclosure [Abstract]** | |
| 2025 | $ 2,901 |
| 2026 | 2,252 |
| 2027 | 1,603 |
| 2028 | 945 |
| 2029 | 568 |
| Thereafter | 317 |
| Total | $ 8,586 |

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| Other Assets (Details) - USD ($) $ in Thousands | | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|---|
| **Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]** | | | |
| Deferred tax assets, net | | $ 137,155 | $ 151,411 |
| Servicing assets | | 61,020 | 78,401 |
| Nonmarketable equity investments | | 44,114 | 42,891 |
| Accrued interest receivable | | 40,388 | 35,793 |
| Operating lease assets | | 21,304 | 26,611 |
| Intangible assets, net | | 8,586 | 12,135 |
| Other | | 91,415 | 108,211 |
| Total other assets | [1] | 403,982 | 455,453 |
| Principal balance of underlying loan servicing rights | | $ 7,300,000 | $ 9,500,000 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

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| Deposits - Schedule of Deposits (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Interest-bearing deposits:** | | |
| Savings and money market accounts | $ 5,903,869 | $ 4,349,239 |
| Certificates of deposit | 2,294,214 | 1,714,889 |
| Checking accounts | 478,036 | 937,552 |
| Total | 8,676,119 | 7,001,680 |
| Noninterest-bearing deposits | 392,118 | 331,806 |
| Total deposits | 9,068,237 | 7,333,486 |
| Uninsured certificates of deposit | $ 276,000 | $ 150,100 |

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| Deposits - Schedule of Maturity of Certificates of Deposits (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Other Liabilities Disclosure [Abstract]** | | |
| 2025 | $ 1,801,144 | |
| 2026 | 461,873 | |
| 2027 | 19,097 | |
| 2028 | 2,057 | |
| 2029 | 10,043 | |
| Total certificates of deposit | $ 2,294,214 | $ 1,714,889 |

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| Borrowings - Schedule of Available Borrowing Capacity and Related Pledged Collateral (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Short-Term Debt [Line Items]** | | |
| Available Borrowing Capacity | $ 3,261,151 | $ 3,477,838 |
| Asset Pledged as Collateral | | |
| **Short-Term Debt [Line Items]** | | |
| Pledged Collateral | 4,075,432 | 4,346,052 |
| FRB Discount Window \| Asset Pledged as Collateral | | |
| **Short-Term Debt [Line Items]** | | |
| Pledged Collateral | 3,245,547 | 3,507,541 |
| FHLB of Des Moines \| Asset Pledged as Collateral | | |
| **Short-Term Debt [Line Items]** | | |
| Pledged Collateral | 829,885 | 838,511 |
| FRB Discount Window | | |
| **Short-Term Debt [Line Items]** | | |
| Available Borrowing Capacity | 2,635,034 | 2,816,501 |
| FHLB of Des Moines | | |
| **Short-Term Debt [Line Items]** | | |
| Available Borrowing Capacity | $ 626,117 | $ 661,337 |

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| Borrowings - Narrative (Details) - USD ($) $ in Thousands | | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|---|
| **Debt Instrument [Line Items]** | | | |
| Debt outstanding | [1],[2] | $ 0 | $ 19,354 |
| Retail Notes, Certificates and Secured Borrowings | | | |
| **Debt Instrument [Line Items]** | | | |
| Debt outstanding | | | 10,500 |
| Paycheck Protection Program Liquidity Facility | | | |
| **Debt Instrument [Line Items]** | | | |
| Debt outstanding | | | 6,400 |
| Payable on Structured Program borrowings | | | |
| **Debt Instrument [Line Items]** | | | |
| Debt outstanding | | | 2,500 |

| | | | |
|---|---|---|---|
| Paycheck Protection Program Liquidity Facility | | | |
| **Debt Instrument [Line Items]** | | | |
| Financial instruments, owned, at fair value | | | 6,400 |
| Payable on Structured Program borrowings | | | |
| **Debt Instrument [Line Items]** | | | |
| Financial instruments, owned, at fair value | | | $ 3,900 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

[2] (2) Prior period amounts have been reclassified to conform to the current period presentation.

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| **Other Liabilities (Details) - USD ($) $ in Thousands** | | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|---|
| **Other Liabilities [Abstract]** | | | |
| Accounts payable and accrued expenses | | $ 78,131 | $ 54,619 |
| Operating lease liabilities | | 28,502 | 37,869 |
| Payable to investors | | 22,833 | 36,823 |
| Other | | 91,075 | 93,490 |
| Total other liabilities | [1] | $ 220,541 | $ 222,801 |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

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| **Accumulated Other Comprehensive Loss - Schedule of Components of Other Comprehensive Loss (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Accumulated Other Comprehensive Income (Loss) [Line Items]** | | | |
| Other comprehensive Income (loss), before tax | $ 9,836 | $ 10,238 | $ (61,326) |
| Income tax effect | (3,775) | (2,926) | 16,664 |
| Other comprehensive income (loss), net of tax | 6,061 | 7,312 | (44,662) |
| Other comprehensive income (loss) | | | |
| **Accumulated Other Comprehensive Income (Loss) [Line Items]** | | | |
| Other comprehensive Income (loss), before tax | 9,836 | 10,238 | (61,326) |
| Income tax effect | (3,775) | (2,926) | 16,664 |
| Other comprehensive income (loss), net of tax | 6,061 | 7,312 | (44,662) |
| Change in net unrealized gain on securities available for sale | | | |
| **Accumulated Other Comprehensive Income (Loss) [Line Items]** | | | |
| Other comprehensive Income (loss), before tax | 9,836 | 10,238 | (61,326) |
| Income tax effect | (3,775) | (2,926) | 16,664 |
| Other comprehensive income (loss), net of tax | $ 6,061 | $ 7,312 | $ (44,662) |

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| **Accumulated Other Comprehensive Loss - Schedule of Activity of Accumulated Other Comprehensive Loss (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Accumulated Other Comprehensive Income (Loss), Net of Tax [Roll Forward]** | | | |
| Change in net unrealized gain on securities available for sale | $ 6,061 | $ 7,312 | $ (44,662) |
| Change in net unrealized gain on securities available for sale | | | |
| **Accumulated Other Comprehensive Income (Loss), Net of Tax [Roll Forward]** | | | |
| Beginning balance | (30,304) | (37,616) | |
| Change in net unrealized gain on securities available for sale | 6,061 | 7,312 | (44,662) |
| Ending balance | $ (24,243) | $ (30,304) | $ (37,616) |

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| **Employee Incentive Plans - Schedule of Shares of Common Stock Reserved for Future Issuance (Details) - shares** | **Dec. 31, 2024** | **Dec. 31, 2023** |
|---|---|---|
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | |
| Total reserved for future issuance (in shares) | 37,778,446 | 39,554,301 |
| Restricted Stock Units, Performance-based Restricted Stock Units, Stock Options | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | |
| Available for grant (in shares) | 21,815,259 | 22,732,012 |
| Unvested RSUs, PBRSUs and stock options outstanding (in shares) | 7,281,684 | 9,338,246 |
| Available for ESPP | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | |
| Available for grant (in shares) | 8,681,503 | 7,484,043 |

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| **Employee Incentive Plans - Schedule of Stock-Based Compensation Expense (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Stock-based compensation expense, gross | $ 47,117 | $ 61,619 | $ 74,380 |
| Less: Capitalized stock-based compensation expense | 7,048 | 9,230 | 8,018 |
| Stock-based compensation expense, net | 40,069 | 52,389 | 66,362 |
| RSUs | | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Stock-based compensation expense, gross | 43,841 | 57,213 | 66,495 |
| PBRSUs | | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Stock-based compensation expense, gross | 3,276 | 4,406 | 7,839 |
| Stock options | | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Stock-based compensation expense, gross | $ 0 | $ 0 | $ 46 |

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| **Employee Incentive Plans - Schedule of RSU Activity and PBRSU Activity (Details)** | **12 Months Ended** |
|---|---|
| | **Dec. 31, 2024** |
| | **$ / shares** |
| | **shares** |
| RSUs | |
| **Number of Units** | |

| | |
|---|---|
| Unvested, beginning (in shares) \| shares | 6,999,831 |
| Granted (in shares) \| shares | 4,319,757 |
| Vested (in shares) \| shares | (4,445,168) |
| Forfeited/expired (in shares) \| shares | (1,236,190) |
| Unvested, ending (in shares) \| shares | 5,638,230 |
| **Weighted- Average Grant Date Fair Value** | |
| Unvested, beginning (in dollars per share) \| $ / shares | $ 9.42 |
| Granted (in dollars per share) \| $ / shares | 8.99 |
| Vested (in dollars per share) \| $ / shares | 9.92 |
| Forfeited/expired (in dollars per share) \| $ / shares | 9.10 |
| Unvested, ending (in dollars per share) \| $ / shares | $ 8.78 |
| PBRSUs | |
| **Number of Units** | |
| Unvested, beginning (in shares) \| shares | 1,469,813 |
| Granted (in shares) \| shares | 462,060 |
| Forfeited/expired (in shares) \| shares | (719,664) |
| Unvested, ending (in shares) \| shares | 1,212,209 |
| **Weighted- Average Grant Date Fair Value** | |
| Unvested, beginning (in dollars per share) \| $ / shares | $ 12.60 |
| Granted (in dollars per share) \| $ / shares | 8.59 |
| Forfeited/expired (in dollars per share) \| $ / shares | 16.64 |
| Unvested, ending (in dollars per share) \| $ / shares | $ 8.68 |

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| Employee Incentive Plans - Narrative (Details) - USD ($) $ in Millions | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Options granted (shares) | 0 | 0 | 0 |
| RSUs | | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Granted (in shares) | 4,319,757 | | |
| Granted, aggregate fair value | $ 38.9 | | |
| Unrecognized compensation cost related to unvested awards | $ 43.3 | | |
| Unrecognized compensation cost, period for recognition | 1 year 7 months 6 days | | |
| PBRSUs | | | |
| **Share-based Compensation Arrangement by Share-based Payment Award [Line Items]** | | | |
| Granted (in shares) | 462,060 | | |
| Granted, aggregate fair value | $ 4.0 | | |
| Unrecognized compensation cost related to unvested awards | $ 3.6 | | |
| Unrecognized compensation cost, period for recognition | 1 year 1 month 6 days | | |
| Performance period | 3 years | | |

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| Employee Incentive Plans - Schedule of Stock Options Activity (Details) - USD ($) $ / shares in Units, $ in Thousands | 12 Months Ended | |
|---|---|---|
| | Dec. 31, 2024 | Dec. 29, 2023 |
| **Number of Options** | | |
| Outstanding at the beginning of period (in shares) | 868,602 | |
| Exercisable at the beginning of period (in shares) | 868,602 | |
| Exercised (in shares) | (4,576) | |
| Forfeited/Expired (in shares) | (432,781) | |
| Outstanding at the end of period (in shares) | 431,245 | |
| Exercisable at the end of period (in shares) | 431,245 | |
| **Weighted-Average Exercise Price Per Share** | | |
| Beginning of period (in dollars per share) | $ 39.02 | |
| Exercisable at the beginning of period (in dollars per share) | 39.02 | |
| Exercised (in dollars per share) | 5.48 | |
| Forfeited/Expired (in dollars per share) | 32.13 | |
| End of period (in dollars per share) | 46.29 | |
| Exercisable at the end of period (in dollars per share) | $ 46.29 | |
| **Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]** | | |
| Weighted-average remaining contractual life of options outstanding | 1 year | |
| Weighted-average remaining contractual life of options exercisable | 1 year | |
| Aggregate intrinsic value of options outstanding | $ 0 | |
| Aggregate intrinsic value of options exercisable | $ 0 | |
| Employee Stock Option | | |
| **Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]** | | |
| Stock price (in dollars per share) | | $ 16.19 |

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| Income Taxes - Schedule of Components of Income Tax (Expense) Benefit (Details) - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Current:** | | | |
| Federal | $ (316) | $ (3,180) | $ 0 |
| State | (2,551) | 5,060 | (20,812) |
| Total current tax (expense) benefit | (2,867) | 1,880 | (20,812) |
| **Deferred:** | | | |
| Federal | (10,997) | (11,427) | 121,520 |
| State | 128 | (6,131) | 35,940 |
| Total deferred (expense) benefit | (10,869) | (17,558) | 157,460 |
| Income tax (expense) benefit | $ (13,736) | $ (15,678) | $ 136,648 |

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| Income Taxes - Schedule of Effective Income Tax Rate Reconciliation (Details) - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Effective Income Tax Rate Reconciliation, Amount** | | | |
| Statutory federal tax expense | $ (13,664) | $ (11,470) | $ (32,140) |
| State tax, net of federal tax (expense) benefit | (2,392) | (903) | 11,951 |
| Stock-based compensation tax (expense) benefit | (1,362) | (4,392) | 271 |
| Research and development tax credits | 5,931 | 4,600 | 10,907 |
| Change in valuation allowance | 0 | 0 | 154,081 |

| | | | |
|---|---|---|---|
| Change in unrecognized tax benefit | (1,779) | (1,380) | (3,438) |
| Non-deductible expenses | (1,576) | (2,351) | (4,737) |
| Benefit from intraperiod tax allocation | 868 | 0 | 0 |
| Other | 238 | 218 | (247) |
| Income tax (expense) benefit | $ (13,736) | $ (15,678) | 136,648 |
| Effective income tax rate reconciliation, change in deferred tax assets valuation allowance, federal and state, amount | | | 175,600 |
| Valuation allowance, deferred tax asset, increase (decrease), due to reassessment of realizability, amount | | | $ 143,500 |

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**Income Taxes - Schedule of Deferred Tax Assets and Liabilities (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Deferred tax assets:** | | |
| Net operating loss carryforwards | $ 54,981 | $ 60,432 |
| Allowance for loan and lease losses | 64,925 | 84,119 |
| Stock-based compensation | 4,849 | 7,399 |
| Unrealized loss on AFS securities | 9,096 | 12,484 |
| Deferred compensation | 9,862 | 6,574 |
| Reserves and accruals | 13,699 | 12,651 |
| Operating lease liabilities | 7,649 | 10,185 |
| Goodwill | 8,244 | 10,203 |
| Tax credit carryforwards | 31,416 | 27,924 |
| Other | 3,187 | 3,926 |
| Gross deferred tax assets | 207,908 | 235,897 |
| Valuation allowance | (46,325) | (46,108) |
| Total deferred tax assets | 161,583 | 189,789 |
| **Deferred tax liabilities:** | | |
| Internally developed software | (5,280) | (9,934) |
| Servicing assets | (1,708) | (2,171) |
| Operating lease assets | (5,717) | (7,157) |
| Leases | (11,283) | (13,121) |
| Other | (440) | (5,995) |
| Total deferred tax liabilities | (24,428) | (38,378) |
| Deferred tax assets, net | $ 137,155 | $ 151,411 |

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**Income Taxes - Narrative (Details) - USD ($) $ in Thousands**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Income Tax Disclosure [Abstract]** | | |
| Valuation allowance | $ 46,325 | $ 46,108 |
| Amount of unrecognized tax benefits, if recognized, would impact the effective tax rate | 22,400 | 19,500 |
| Accrued interest and penalties related to unrecognized tax benefits | $ 400 | $ 400 |

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**Income Taxes - Schedule of NOLs and Tax Credit Carryforwards by Jurisdiction (Details) $ in Thousands**

| | Dec. 31, 2024 USD ($) |
|---|---|
| Federal | |
| **Operating Loss Carryforwards [Line Items]** | |
| Net operating loss carryforwards | $ 64,280 |
| Federal \| Research and Development | |
| **Operating Loss Carryforwards [Line Items]** | |
| Tax credit carryforwards | 36,802 |
| State | |
| **Operating Loss Carryforwards [Line Items]** | |
| Net operating loss carryforwards, subject to expiration | 494,329 |
| Net operating loss carryforwards, not subject to expiration | 41,469 |
| State \| Research and Development | |
| **Operating Loss Carryforwards [Line Items]** | |
| Tax credit carryforwards | $ 21,102 |

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**Income Taxes - Schedule of Reconciliation of the Beginning and Ending Balance of Total Unrecognized Tax Benefits (Details) - USD ($) $ in Thousands**

| | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Unrecognized Tax Benefits [Roll Forward]** | | | |
| Unrecognized tax benefits at beginning of year | $ 30,062 | $ 27,850 | $ 22,512 |
| Gross increase – tax positions related to prior years | 671 | (161) | 2,488 |
| Gross increase – tax positions related to current year | 2,340 | 2,373 | 2,850 |
| Unrecognized tax benefits at end of year | $ 33,073 | $ 30,062 | $ 27,850 |

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**Leases - Narrative (Details) - USD ($) $ in Millions**

| | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Lessee, Lease, Description [Line Items]** | | | |
| Sales-type lease, interest income | $ 5.2 | $ 8.9 | $ 10.2 |
| Security deposit | 0.6 | | |
| Letters of credit outstanding, amount | 1.1 | | |
| Net lease costs | $ 10.5 | $ 12.0 | $ 12.3 |
| Minimum | | | |
| **Lessee, Lease, Description [Line Items]** | | | |
| Lease term | 1 year | | |
| Lease renewal term | 10 years | | |
| Maximum | | | |
| **Lessee, Lease, Description [Line Items]** | | | |
| Lease term | 4 years | | |
| Lease renewal term | 15 years | | |

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**Leases - Schedule of Components of Equipment Finance (Details) - USD ($)**

| | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|

| $ in Thousands | | |
|---|---|---|
| **Leases [Abstract]** | | |
| Lease receivables | $ 49,290 | $ 92,546 |
| Unguaranteed residual asset values | 20,728 | 28,913 |
| Unearned income | (6,125) | (11,072) |
| Deferred fees | 339 | 605 |
| Total | $ 64,232 | $ 110,992 |

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| Leases - Schedule of Future Minimum Lease Payments Based on Maturity (Details) $ in Thousands | Dec. 31, 2024 USD ($) |
|---|---|
| **Leases [Abstract]** | |
| 2025 | $ 23,352 |
| 2026 | 14,078 |
| 2027 | 7,430 |
| 2028 | 4,457 |
| 2029 | 1,534 |
| Thereafter | 0 |
| Total lease payments | 50,851 |
| Discount effect | (1,561) |
| Present value of future minimum lease payments | $ 49,290 |

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| Leases - Schedule of Balance Sheet Information Related to Leases (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Leases [Abstract]** | | |
| Operating lease assets | $ 21,304 | $ 26,611 |
| Operating lease liabilities | $ 28,502 | $ 37,869 |
| Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] | Other assets | Other assets |
| Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration] | Other liabilities | Other liabilities |

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| Leases - Schedule of Supplemental Cash Flow Information Related to Operating Leases (Details) - USD ($) $ in Thousands | 12 Months Ended | | |
|---|---|---|---|
| | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Leases [Abstract]** | | | |
| Leased assets remeasured resulting from new, amended or modified operating lease liabilities | $ 1,987 | $ (29,745) | $ (3,650) |

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| Leases - Schedule of Future Minimum Undiscounted Lease Payments Under Operating Leases (Details) - USD ($) $ in Thousands | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Operating Lease Payments** | | |
| 2025 | $ 13,659 | |
| 2026 | 7,973 | |
| 2027 | 5,010 | |
| 2028 | 4,046 | |
| 2029 | 909 | |
| Thereafter | 0 | |
| Total lease payments | 31,597 | |
| Discount effect | 3,095 | |
| Present value of future minimum lease payments | $ 28,502 | $ 37,869 |

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| Leases - Schedule of Weighted-Average Remaining Lease Term and Discount Rate (Details) | Dec. 31, 2024 | Dec. 31, 2023 |
|---|---|---|
| **Leases [Abstract]** | | |
| Weighted-average remaining lease term (in years) | 2 years 11 months 23 days | 3 years 8 months 19 days |
| Weighted-average discount rate | 4.87% | 5.04% |

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| Commitments and Contingencies (Details) - USD ($) $ in Millions | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
|---|---|---|---|
| Unfunded Loan Commitment, Commitments to Extend Credit | | | |
| **Commitments and Contingencies [Line Items]** | | | |
| Unfunded loan commitments | $ 105.0 | $ 78.1 | $ 138.0 |

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| Regulatory Requirements - Narrative (Details) $ in Millions | Dec. 31, 2021 USD ($) |
|---|---|
| **Regulated Operations [Abstract]** | |
| Capital benefit used in the computation of common equity tier one capital | $ 35 |

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| Regulatory Requirements - Schedule of Regulatory Capital Amounts and Ratios (Details) $ in Millions | Dec. 31, 2024 USD ($) | Dec. 31, 2023 USD ($) |
|---|---|---|
| LendingClub Corporation | | |
| **Amount** | | |
| CET1 capital | $ 1,188.6 | $ 1,090.2 |
| Tier 1 capital | 1,188.6 | 1,090.2 |
| Total capital | 1,276.5 | 1,169.2 |
| Tier 1 leverage | 1,188.6 | 1,090.2 |
| Risk-weighted assets | 6,887.1 | 6,104.5 |
| Quarterly adjusted average assets | $ 10,814.0 | $ 8,476.1 |

| | | |
|---|---|---|
| **Ratio** | | |
| CET1 capital | 0.173 | 0.179 |
| Tier 1 capital | 0.173 | 0.179 |
| Total capital | 0.185 | 0.192 |
| Tier 1 leverage | 0.110 | 0.129 |
| **Well-Capitalized Minimum** | | |
| Tier 1 capital | 0.060 | |
| Total capital | 0.100 | |
| LendingClub Bank | | |
| **Amount** | | |
| CET1 capital | $ 1,101.4 | $ 949.4 |
| Tier 1 capital | 1,101.4 | 949.4 |
| Total capital | 1,188.5 | 1,027.4 |
| Tier 1 leverage | 1,101.4 | 949.4 |
| Risk-weighted assets | 6,823.1 | 6,022.2 |
| Quarterly adjusted average assets | $ 10,696.7 | $ 8,337.4 |
| **Ratio** | | |
| CET1 capital | 0.161 | 0.158 |
| Tier 1 capital | 0.161 | 0.158 |
| Total capital | 0.174 | 0.171 |
| Tier 1 leverage | 0.103 | 0.114 |
| **Well-Capitalized Minimum** | | |
| CET1 capital | 0.065 | |
| Tier 1 capital | 0.080 | |
| Total capital | 0.100 | |
| Tier 1 leverage | 0.050 | |

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| **Segment Reporting - Schedule of Segment Reporting Information by Statements of Operations (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Segment Reporting Information [Line Items]** | | | |
| Marketplace revenue | $ 242,791 | $ 291,484 | $ 683,626 |
| Other non-interest income | 10,179 | 11,297 | 28,765 |
| Total non-interest income | 252,970 | 302,781 | 712,391 |
| Interest income | 907,958 | 832,630 | 557,340 |
| Interest expense | (373,917) | (270,792) | (82,515) |
| Net interest income | 534,041 | 561,838 | 474,825 |
| Total net revenue | 787,011 | 864,619 | 1,187,216 |
| Provision for credit losses | (178,267) | (243,565) | (267,326) |
| **Non-interest expense:** | | | |
| Compensation and benefits | (232,158) | (261,948) | (339,397) |
| Marketing | (100,402) | (93,840) | (197,747) |
| Equipment and software | (51,194) | (53,485) | (49,198) |
| Depreciation and amortization | (58,834) | (47,195) | (43,831) |
| Professional services | (32,045) | (35,173) | (50,516) |
| Occupancy | (15,798) | (17,532) | (21,977) |
| Other non-interest expense | (53,247) | (57,264) | (64,187) |
| Total non-interest expense | (543,678) | (566,437) | (766,853) |
| Income tax (expense) benefit | (13,736) | (15,678) | 136,648 |
| Net income | 51,330 | 38,939 | 289,685 |
| Operating Segments | | | |
| **Segment Reporting Information [Line Items]** | | | |
| Marketplace revenue | 213,516 | 248,198 | 658,767 |
| Other non-interest income | 62,681 | 84,187 | 100,836 |
| Total non-interest income | 276,197 | 332,385 | 759,603 |
| Interest income | 907,958 | 832,630 | 557,340 |
| Interest expense | (373,917) | (270,792) | (82,515) |
| Net interest income | 534,041 | 561,838 | 474,825 |
| Total net revenue | 810,238 | 894,223 | 1,234,428 |
| Provision for credit losses | (178,267) | (243,565) | (267,326) |
| **Non-interest expense:** | | | |
| Compensation and benefits | (232,158) | (261,948) | (339,397) |
| Marketing | (100,402) | (93,840) | (197,747) |
| Equipment and software | (51,194) | (53,485) | (49,198) |
| Depreciation and amortization | (58,834) | (47,195) | (43,831) |
| Professional services | (32,045) | (35,173) | (50,516) |
| Occupancy | (15,798) | (17,532) | (21,977) |
| Other non-interest expense | (76,474) | (86,868) | (111,399) |
| Total non-interest expense | (566,905) | (596,041) | (814,065) |
| Income tax (expense) benefit | (13,736) | (15,678) | 83,600 |
| Net income | 51,330 | 38,939 | 236,637 |
| Capital expenditures | 54,302 | 59,509 | 69,481 |
| Operating Segments \| LendingClub Bank | | | |
| **Segment Reporting Information [Line Items]** | | | |
| Marketplace revenue | 176,921 | 206,381 | 610,536 |
| Other non-interest income | 53,643 | 74,684 | 85,208 |
| Total non-interest income | 230,564 | 281,065 | 695,744 |
| Interest income | 902,741 | 818,206 | 526,471 |
| Interest expense | (373,219) | (266,218) | (60,954) |
| Net interest income | 529,522 | 551,988 | 465,517 |
| Total net revenue | 760,086 | 833,053 | 1,161,261 |
| Provision for credit losses | (178,267) | (243,565) | (267,326) |
| **Non-interest expense:** | | | |
| Compensation and benefits | (225,620) | (255,428) | (331,627) |
| Marketing | (100,400) | (93,840) | (197,559) |
| Equipment and software | (51,068) | (53,239) | (49,004) |
| Depreciation and amortization | (50,309) | (30,216) | (16,489) |
| Professional services | (31,376) | (33,963) | (49,993) |
| Occupancy | (7,582) | (7,980) | (8,631) |
| Other non-interest expense | (54,963) | (62,360) | (71,001) |
| Total non-interest expense | (521,318) | (537,026) | (724,304) |
| Income tax (expense) benefit | (12,824) | (17,881) | (42,354) |
| Net income | 47,677 | 34,581 | 127,277 |
| Capital expenditures | 54,302 | 59,509 | 69,481 |

| | | | |
|---|---|---|---|
| Operating Segments \| LendingClub Corporation (Parent only) | | | |
| **Segment Reporting Information [Line Items]** | | | |
| Marketplace revenue | 36,595 | 41,817 | 48,231 |
| Other non-interest income | 9,038 | 9,503 | 15,628 |
| Total non-interest income | 45,633 | 51,320 | 63,859 |
| Interest income | 5,217 | 14,424 | 30,869 |
| Interest expense | (698) | (4,574) | (21,561) |
| Net interest income | 4,519 | 9,850 | 9,308 |
| Total net revenue | 50,152 | 61,170 | 73,167 |
| Provision for credit losses | 0 | 0 | 0 |
| **Non-interest expense:** | | | |
| Compensation and benefits | (6,538) | (6,520) | (7,770) |
| Marketing | (2) | 0 | (188) |
| Equipment and software | (126) | (246) | (194) |
| Depreciation and amortization | (8,525) | (16,979) | (27,342) |
| Professional services | (669) | (1,210) | (523) |
| Occupancy | (8,216) | (9,552) | (13,346) |
| Other non-interest expense | (21,511) | (24,508) | (40,398) |
| Total non-interest expense | (45,587) | (59,015) | (89,761) |
| Income tax (expense) benefit | (912) | 2,203 | 125,954 |
| Net income | 3,653 | 4,358 | 109,360 |
| Capital expenditures | 0 | 0 | 0 |
| Intersegment Eliminations | | | |
| **Segment Reporting Information [Line Items]** | | | |
| Total net revenue | $ (23,227) | $ (29,604) | $ (47,212) |

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**Segment Reporting - Schedule of Segment Reporting Information by Balance Sheet (Details) - USD ($) $ in Thousands**

| | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
|---|---|---|---|---|---|
| **Assets** | | | | | |
| Total cash and cash equivalents | | $ 954,058 | $ 1,252,504 | | |
| Restricted cash | [1] | 23,338 | 41,644 | | |
| Total securities available for sale | | 3,452,648 | 1,620,262 | | |
| Loans and leases held for investment, net | | 3,889,084 | 4,539,915 | | |
| Loans held for investment at fair value | [1],[2] | 1,027,798 | 272,678 | | |
| Property, equipment and software, net | | 167,532 | 161,517 | | |
| Goodwill | | 75,717 | 75,717 | | |
| Other assets | [1] | 403,982 | 455,453 | | |
| Total assets | | 10,630,509 | 8,827,463 | | |
| **Liabilities and Equity** | | | | | |
| Total deposits | | 9,068,237 | 7,333,486 | | |
| Other liabilities | [1] | 220,541 | 222,801 | | |
| Total liabilities | | 9,288,778 | 7,575,641 | | |
| Total equity | | 1,341,731 | 1,251,822 | $ 1,164,294 | $ 850,242 |
| Total liabilities and equity | | 10,630,509 | 8,827,463 | | |
| Operating Segments | | | | | |
| **Assets** | | | | | |
| Total cash and cash equivalents | | 998,444 | 1,340,479 | | |
| Restricted cash | | 27,536 | 46,628 | | |
| Total securities available for sale | | 3,452,648 | 1,620,262 | | |
| Loans held for sale at fair value | | 636,352 | 407,773 | | |
| Loans and leases held for investment, net | | 3,889,084 | 4,539,915 | | |
| Loans held for investment at fair value | | 1,027,798 | 272,678 | | |
| Property, equipment and software, net | | 167,532 | 161,517 | | |
| Investment in subsidiary | | 910,544 | 816,703 | | |
| Goodwill | | 75,717 | 75,717 | | |
| Other assets | | 421,819 | 472,815 | | |
| Total assets | | 11,607,474 | 9,754,487 | | |
| **Liabilities and Equity** | | | | | |
| Total deposits | | 9,116,821 | 7,426,445 | | |
| Borrowings | | 0 | 19,354 | | |
| Other liabilities | | 238,378 | 240,163 | | |
| Total liabilities | | 9,355,199 | 7,685,962 | | |
| Total equity | | 2,252,275 | 2,068,525 | | |
| Total liabilities and equity | | 11,607,474 | 9,754,487 | | |
| Operating Segments \| LendingClub Bank | | | | | |
| **Assets** | | | | | |
| Total cash and cash equivalents | | 932,463 | 1,230,206 | | |
| Restricted cash | | 0 | 0 | | |
| Total securities available for sale | | 3,452,648 | 1,617,309 | | |
| Loans held for sale at fair value | | 636,352 | 407,773 | | |
| Loans and leases held for investment, net | | 3,889,084 | 4,539,915 | | |
| Loans held for investment at fair value | | 1,023,226 | 253,800 | | |
| Property, equipment and software, net | | 158,995 | 144,439 | | |
| Investment in subsidiary | | 0 | 0 | | |
| Goodwill | | 75,717 | 75,717 | | |
| Other assets | | 300,621 | 341,680 | | |
| Total assets | | 10,469,106 | 8,610,839 | | |
| **Liabilities and Equity** | | | | | |
| Total deposits | | 9,116,821 | 7,426,445 | | |
| Borrowings | | 0 | 6,398 | | |
| Other liabilities | | 177,711 | 154,077 | | |
| Total liabilities | | 9,294,532 | 7,586,920 | | |
| Total equity | | 1,174,574 | 1,023,919 | | |
| Total liabilities and equity | | 10,469,106 | 8,610,839 | | |
| Operating Segments \| LendingClub Corporation (Parent only) | | | | | |
| **Assets** | | | | | |
| Total cash and cash equivalents | | 65,981 | 110,273 | | |
| Restricted cash | | 27,536 | 46,628 | | |
| Total securities available for sale | | 0 | 2,953 | | |
| Loans held for sale at fair value | | 0 | 0 | | |
| Loans and leases held for investment, net | | 0 | 0 | | |
| Loans held for investment at fair value | | 4,572 | 18,878 | | |
| Property, equipment and software, net | | 8,537 | 17,078 | | |
| Investment in subsidiary | | 910,544 | 816,703 | | |

| | | |
|---|---|---|
| Goodwill | 0 | 0 |
| Other assets | 121,198 | 131,135 |
| Total assets | 1,138,368 | 1,143,648 |
| **Liabilities and Equity** | | |
| Total deposits | 0 | 0 |
| Borrowings | 0 | 12,956 |
| Other liabilities | 60,667 | 86,086 |
| Total liabilities | 60,667 | 99,042 |
| Total equity | 1,077,701 | 1,044,606 |
| Total liabilities and equity | 1,138,368 | 1,143,648 |
| Intersegment Eliminations | | |
| **Assets** | | |
| Total assets | (976,965) | (927,024) |
| **Liabilities and Equity** | | |
| Total liabilities | (66,421) | (110,321) |
| Total equity | $ (910,544) | $ (816,703) |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

[2] (2) Prior period amounts have been reclassified to conform to the current period presentation.

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| **LendingClub Corporation – Parent Company-Only Financial Statements - Statements of Income (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Non-interest income:** | | | |
| Marketplace revenue | $ 242,791 | $ 291,484 | $ 683,626 |
| Other non-interest income | 10,179 | 11,297 | 28,765 |
| Total non-interest income | 252,970 | 302,781 | 712,391 |
| **Interest income:** | | | |
| Interest on loans held for sale | 92,442 | 35,655 | 26,183 |
| Interest on loans held for investment at fair value | [1] 77,034 | 74,088 | 31,012 |
| Interest on securities available for sale | 187,961 | 40,235 | 16,116 |
| Other interest income | 56,307 | 65,917 | 18,579 |
| Total interest income | 907,958 | 832,630 | 557,340 |
| **Interest expense:** | | | |
| Other interest expense | [1] 4,698 | 5,236 | 22,064 |
| Total interest expense | 373,917 | 270,792 | 82,515 |
| Net interest income | 534,041 | 561,838 | 474,825 |
| Total net revenue | 787,011 | 864,619 | 1,187,216 |
| **Non-interest expense:** | | | |
| Compensation and benefits | 232,158 | 261,948 | 339,397 |
| Marketing | 100,402 | 93,840 | 197,747 |
| Equipment and software | 51,194 | 53,485 | 49,198 |
| Depreciation and amortization | 58,834 | 47,195 | 43,831 |
| Professional services | 32,045 | 35,173 | 50,516 |
| Occupancy | 15,798 | 17,532 | 21,977 |
| Other non-interest expense | 53,247 | 57,264 | 64,187 |
| Total non-interest expense | 543,678 | 566,437 | 766,853 |
| Income tax (expense) benefit | (13,736) | (15,678) | 136,648 |
| Net income | 51,330 | 38,939 | 289,685 |
| LendingClub Corporation | | | |
| **Non-interest income:** | | | |
| Marketplace revenue | 36,595 | 41,817 | 48,231 |
| Other non-interest income | 9,038 | 9,503 | 15,628 |
| Total non-interest income | 45,633 | 51,320 | 63,859 |
| **Interest income:** | | | |
| Interest on loans held for sale | 0 | 0 | 1,390 |
| Interest on loans held for investment at fair value | 1,831 | 6,811 | 21,010 |
| Interest on securities available for sale | 2,785 | 6,802 | 7,608 |
| Other interest income | 601 | 811 | 861 |
| Total interest income | 5,217 | 14,424 | 30,869 |
| **Interest expense:** | | | |
| Other interest expense | 698 | 4,574 | 21,561 |
| Total interest expense | 698 | 4,574 | 21,561 |
| Net interest income | 4,519 | 9,850 | 9,308 |
| Total net revenue | 50,152 | 61,170 | 73,167 |
| **Non-interest expense:** | | | |
| Compensation and benefits | 6,538 | 6,520 | 7,770 |
| Marketing | 2 | 0 | 188 |
| Equipment and software | 126 | 246 | 194 |
| Depreciation and amortization | 8,525 | 16,979 | 27,342 |
| Professional services | 669 | 1,210 | 523 |
| Occupancy | 8,216 | 9,552 | 13,346 |
| Other non-interest expense | 21,511 | 24,508 | 40,398 |
| Total non-interest expense | 45,587 | 59,015 | 89,761 |
| Income (Loss) before income tax (expense) benefit | 4,565 | 2,155 | (16,594) |
| Income tax (expense) benefit | (912) | 2,203 | 125,954 |
| Net income | 3,653 | 4,358 | 109,360 |
| Equity in undistributed earnings of subsidiary | 47,677 | 34,581 | 127,277 |
| Net income | $ 51,330 | $ 38,939 | $ 236,637 |

[1] (1) Prior period amounts have been reclassified to conform to the current period presentation.

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| **LendingClub Corporation – Parent Company-Only Financial Statements - Statements of Comprehensive Income (Details) - USD ($) $ in Thousands** | **12 Months Ended** | | |
|---|---|---|---|
| | **Dec. 31, 2024** | **Dec. 31, 2023** | **Dec. 31, 2022** |
| **Condensed Financial Statements, Captions [Line Items]** | | | |
| Net income | $ 51,330 | $ 38,939 | $ 289,685 |
| **Other comprehensive income (loss), net of tax:** | | | |
| Other comprehensive income (loss), net of tax | 6,061 | 7,312 | (44,662) |
| Total comprehensive income | 57,391 | 46,251 | 245,023 |

LendingClub Corporation

| Condensed Financial Statements, Captions [Line Items] | | | |
|---|---|---|---|
| Net income | 51,330 | 38,939 | 236,637 |
| **Other comprehensive income (loss), net of tax:** | | | |
| Change in net unrealized gain (loss) on securities available for sale | (3,076) | 6,706 | (1,556) |
| Equity in other comprehensive income (loss) of subsidiary | 9,137 | (1,282) | (43,528) |
| Other comprehensive income (loss), net of tax | 6,061 | 5,424 | (45,084) |
| Total comprehensive income | $ 57,391 | $ 44,363 | $ 191,553 |

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| LendingClub Corporation – Parent Company-Only Financial Statements - Balance Sheets (Details) - USD ($) $ / shares in Units, $ in Thousands | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 | Dec. 31, 2021 |
|---|---|---|---|---|---|
| **Assets** | | | | | |
| Cash and due from banks | | $ 15,524 | $ 14,993 | | |
| Interest-bearing deposits in banks | | 938,534 | 1,237,511 | | |
| Total cash and cash equivalents | | 954,058 | 1,252,504 | | |
| Restricted cash | [1] | 23,338 | 41,644 | | |
| Total securities available for sale | | 3,452,648 | 1,620,262 | | |
| Loans held for investment at fair value | [1], [2] | 1,027,798 | 272,678 | | |
| Property, equipment and software, net | | 167,532 | 161,517 | | |
| Other assets | [1] | 403,982 | 455,453 | | |
| Total assets | | 10,630,509 | 8,827,463 | | |
| **Liabilities** | | | | | |
| Other liabilities | [1] | 220,541 | 222,801 | | |
| Total liabilities | | 9,288,778 | 7,575,641 | | |
| **Equity** | | | | | |
| Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively | | 1,134 | 1,104 | | |
| Additional paid-in capital | | 1,702,316 | 1,669,828 | | |
| Accumulated deficit | | (337,476) | (388,806) | | |
| Accumulated other comprehensive loss | | (24,243) | (30,304) | | |
| Total equity | | 1,341,731 | 1,251,822 | $ 1,164,294 | $ 850,242 |
| Total liabilities and equity | | 10,630,509 | 8,827,463 | | |
| Securities available for sale, amortized cost | | $ 3,492,264 | $ 1,663,990 | | |
| Common stock, par value (in dollars per share) | | $ 0.01 | $ 0.01 | | |
| Common stock, shares authorized (shares) | | 180,000,000 | 180,000,000 | | |
| Common stock, shares outstanding (in shares) | | 113,383,917 | 110,410,602 | | |
| Common stock, shares issued (shares) | | 113,383,917 | 110,410,602 | | |
| LendingClub Corporation | | | | | |
| **Assets** | | | | | |
| Cash and due from banks | | $ 52,398 | $ 96,384 | | |
| Interest-bearing deposits in banks | | 13,583 | 13,889 | | |
| Total cash and cash equivalents | | 65,981 | 110,273 | | |
| Restricted cash | | 27,536 | 46,628 | | |
| Total securities available for sale | | 0 | 2,953 | | |
| Loans held for investment at fair value | | 4,572 | 18,878 | | |
| Property, equipment and software, net | | 8,537 | 17,078 | | |
| Investment in subsidiary | | 1,177,745 | 937,987 | | |
| Other assets | | 118,027 | 126,899 | | |
| Total assets | | 1,402,398 | 1,260,696 | | |
| **Liabilities** | | | | | |
| Borrowings | | 0 | 12,956 | | |
| Other liabilities | | 60,667 | 86,086 | | |
| Total liabilities | | 60,667 | 99,042 | | |
| **Equity** | | | | | |
| Common stock, $0.01 par value; 180,000,000 shares authorized; 113,383,917 and 110,410,602 shares issued and outstanding, respectively | | 1,134 | 1,104 | | |
| Additional paid-in capital | | 1,702,316 | 1,669,828 | | |
| Accumulated deficit | | (337,476) | (468,097) | | |
| Accumulated other comprehensive loss | | (24,243) | (41,181) | | |
| Total equity | | 1,341,731 | 1,161,654 | | |
| Total liabilities and equity | | 1,402,398 | 1,260,696 | | |
| Securities available for sale, amortized cost | | $ 0 | $ 264 | | |

[1] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See "*Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities.*"

[2] (2) Prior period amounts have been reclassified to conform to the current period presentation.

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| LendingClub Corporation – Parent Company-Only Financial Statements - Statements of Cash Flows (Details) - USD ($) $ in Thousands | | 12 Months Ended | | |
|---|---|---|---|---|
| | | Dec. 31, 2024 | Dec. 31, 2023 | Dec. 31, 2022 |
| **Cash flows from operating activities:** | | | | |
| Net income | | $ 51,330 | $ 38,939 | $ 289,685 |
| **Adjustments to reconcile net income to net cash (used for) provided by operating activities:** | | | | |
| Net fair value adjustments | | 154,659 | 134,114 | (8,503) |
| Change in fair value of loan servicing assets | | 75,359 | 62,581 | 73,229 |
| Stock-based compensation, net | | 40,069 | 52,389 | 66,362 |
| Depreciation and amortization | | 58,834 | 47,195 | 43,831 |
| Income tax benefit from release of tax valuation allowance | | 0 | 0 | (143,495) |
| Other, net | | 10,754 | (8,932) | (1,828) |
| Net change to loans held for sale | | (3,101,778) | (1,535,037) | 8,032 |
| **Net change in operating assets and liabilities:** | | | | |
| Other assets | | 22,422 | 54,894 | (16,762) |
| Other liabilities | | (6,458) | (87,746) | (20,836) |
| Net cash (used for) provided by operating activities | | (2,634,174) | (1,136,600) | 375,568 |
| **Cash Flows from Investing Activities:** | | | | |
| Net change in loans held for investment | [1] | (223,857) | 544,821 | (2,599,440) |
| Proceeds from maturities and paydowns of securities available for sale | | 938,409 | 97,709 | 86,078 |
| Other investing activities | | (2,651) | (4,676) | (4,423) |
| Net cash provided by (used for) investing activities | | 607,813 | 516,697 | (2,809,800) |
| **Cash Flows from Financing Activities:** | | | | |

| | | | | |
|---|---|---|---|---|
| Principal payments on borrowings | [1] | (19,202) | (111,993) | (452,343) |
| Other financing activities | | (13,668) | (19,833) | (9,028) |
| Net cash provided by financing activities | | 1,709,609 | 789,567 | 2,795,130 |
| Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash | | (316,752) | 169,664 | 360,898 |
| Cash, cash equivalents and restricted cash, beginning of period | | 1,294,148 | 1,124,484 | 763,586 |
| Cash, cash equivalents and restricted cash, end of period | | 977,396 | 1,294,148 | 1,124,484 |
| **Cash, cash equivalents and restricted cash** | | | | |
| Cash and cash equivalents | | 954,058 | 1,252,504 | |
| Restricted cash | [2] | 23,338 | 41,644 | |
| Total cash, cash equivalents and restricted cash | | 977,396 | 1,294,148 | 1,124,484 |
| LendingClub Corporation | | | | |
| **Cash flows from operating activities:** | | | | |
| Net income | | 51,330 | 38,939 | 236,637 |
| **Adjustments to reconcile net income to net cash (used for) provided by operating activities:** | | | | |
| Equity in undistributed earnings of subsidiary | | (47,677) | (34,581) | (127,277) |
| Net fair value adjustments | | (2,716) | (2,903) | (5,929) |
| Change in fair value of loan servicing assets | | 40,590 | 50,281 | 33,840 |
| Stock-based compensation, net | | 4,505 | 5,253 | 6,310 |
| Depreciation and amortization | | 8,525 | 16,979 | 27,342 |
| Income tax benefit from release of tax valuation allowance | | 0 | 0 | (124,975) |
| Other, net | | 5 | 274 | 16 |
| Net change to loans held for sale | | 1,121 | 5,953 | 31,658 |
| **Net change in operating assets and liabilities:** | | | | |
| Other assets | | (57,859) | (32,805) | 39,462 |
| Other liabilities | | (26,349) | (30,741) | (36,480) |
| Net cash (used for) provided by operating activities | | (28,525) | 16,649 | 80,604 |
| **Cash Flows from Investing Activities:** | | | | |
| Payments for investments in and advances to subsidiary | | (50,000) | 0 | (50,000) |
| Purchase of servicing asset investment | | (47,450) | (50,576) | (59,880) |
| Proceeds from servicing asset investment | | 72,718 | 72,343 | 24,564 |
| Net change in loans held for investment | | 16,081 | 52,611 | 176,296 |
| Proceeds from maturities and paydowns of securities available for sale | | 264 | 7,861 | 46,548 |
| Other investing activities | | 0 | 200 | 2,370 |
| Net cash provided by (used for) investing activities | | (8,387) | 82,439 | 139,898 |
| **Cash Flows from Financing Activities:** | | | | |
| Principal payments on borrowings | | (12,804) | (54,237) | (244,398) |
| Other financing activities | | (13,668) | (19,834) | (9,028) |
| Net cash provided by financing activities | | (26,472) | (74,071) | (253,426) |
| Net (Decrease) Increase in Cash, Cash Equivalents and Restricted Cash | | (63,384) | 25,017 | (32,924) |
| Cash, cash equivalents and restricted cash, beginning of period | | 156,901 | 131,884 | 164,808 |
| Cash, cash equivalents and restricted cash, end of period | | 93,517 | 156,901 | 131,884 |
| **Cash, cash equivalents and restricted cash** | | | | |
| Cash and cash equivalents | | 65,981 | 110,273 | |
| Restricted cash | | 27,536 | 46,628 | |
| Total cash, cash equivalents and restricted cash | | $ 93,517 | $ 156,901 | $ 131,884 |

[1] (1) Prior period amounts have been reclassified to conform to the current period presentation.

[2] (1) Includes amounts in consolidated VIEs as of December 31, 2023. See *"Notes to Consolidated Financial Statements – Note 6. Securitizations and Variable Interest Entities."*

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<7^/1DN/;IF6U;J\!=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P-MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2",_.;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*,T'5 M0.4_V]0-./8 -!R1!5XQF;8VH^1."CS<_N\L,+$CN'MB[\!4$L#!!0 ( M %N*35J5.7XO' @ $8Q 8 >&PO=V]R:W-H965T&UL MM9MK<^(V%(;_BH;N=+8S(?@" ;8),P22EFZRRX3L=K:=?A"V $]LBTIR+O^^_M1S;8.)6%/2.^!&Q\7J0'23ZO?'+Y0MD3WQ_BT&L4QORJM1%B^ZG3X=Z&1)B? MTRV)X9,591$6<,C6'.YE!/MI4!1V',NZZ$0XB%NCR_3D5WP/RP@_> (]F5):5\Af#F7[4LV2(2$D]("0POSV1"PE_J03O^_MW8FV\N^4@8?O}^JW:>>A,TO,R82&?P:^V%RU!BWDDQ5.0O% 7WXGNP[UI)Y' M0Y{^12_9M=UA"WD)%S3:!4,+HB#.7O'K#L1!P,"J"'!V #N MRZ M =U=0#P(4):?=[R=RG6FXE2HV ZZI['8<'03^\0O"W2@27F[ MG'V[KAVMXI1XY\BUSY!C.5U%@R;Z\#]PG(?W%.'3(^&)#+=4WU[JC9M3=E,]
M5TOY[_&2"P8C_1\5X4RAJU:0T_\3WV*/7+5@?G/"GDEK]/-/JH7UJXJ.2;&I M(;$2N6Y.KJM3'TVIE\ R(]#CVY:HL.G#;;O]6<5'&]64CR&Q$I]>SJ=7C\\X MCA,RI4RH0.EU!$M4>"?:J*:@# (F50%WDH"YJ#B2&X:Z5WG2J8>FU5CCD M2EK:L*:T#(F5:/5S6OUZM.:$!=27RSJ"^XMR!AY1VB_DE2NY-KXI-$-B)6B# M'-I V]5)PIAD=AMP#Z;B#X*9%IQ>K=VVG;9KJXAI
YL2,R16(C;,B0VU?;R) M12#> %A(T)$[DCL!_%Z$B9+ *$,ED L5T,5/KU24WZFU,H #S)=NP[ 6>P5 MG3Y#"P&S$U&*))8L#=X]=54]>K3&R5 ;5!C@(;4R@"= J!3!^ C?D4S'Q:Z M8!5X*47-W#TBV;/;UH75ZZO7.7UP8WJ&U,KT"@M@:_/D/;VQ[X,Z/]N_07=P M'?H:J\><7K(W[*%[S)Z(@&',P +"<$X"&,[@^L^40(WZ E-J9:"%,[#UN?U[ MH! Y!!/YD;ZH%K/K(W(+'*-,6%<]N'M3-3VCKL&46IE>X1ML?<+_GEZ^#LX9 M?0YB3ST>]9J3L1*;40]A2JV,K7 1MC[U?X]M3KF 7.^O8%M]X] K#KNVI=JB MF.CC&G,[A9VP"S]AZVU_CG'C:.!J3'J!KJV&9 0]F%(K0RK@ZU/^>^H] WS M#8UUZ? 1D:%KM?O=KJ6D9=0YF%(KTRJ\@ZU/_!\# ,:.!KI#M?%S^@A,$2QB, M,B4RO=*$1A%D,5Q0[^D,,<&V/>,P(>B#=6[9:$L8XAO,E(Y?K]R8Z"DLAE-8 M#$?O#!X9ELX +=ZB)0U5((\
(W$V46[5&780IM3*CPD4X^CQ_\S0S:NWP?&- M5-JP(T)??BR4ED$?UIC6*2R#4U@&IY9E^).$8?LIAL0,IBGFL+[Y:,9YHE[@ MCFC^(%S)S:A9,*56YE:8!:>66?
A.0S"EF&5;)$S5[^LC2E^H$I91(V!*K0RK-M, ),+2.PWW[+=G73=0QRVD0-3:]8-<2,&@!3:F5JA0%P:AF 62P(RYZ^RHU* MO,>HI*97K*)F-\WI5:F5N3_3JW\YV.. *6:4V9,N4XHG.'&=PZQIY'0 AD M_$Q2R<^H#S"E5N97^ !'G\,O^"TB'(,H.N'P,5?/4+U.Y2,8?5QC6J+Y_.5Y^[Y{[_;().[ M8.!$TSVA]P-8^D6.=P:O(J'!=='\"N'GCZN<;'"*>R!6]@#M]9#AL4&,E[=
M/#TB4PW+]#LPI5.&5,@#MY8[F"?+,/!@P"T\@:O/X/>K&3]XW@=)UE(^0%T1-M2'#5&]Q'5.?26-"8RUTGL2&(Y0]C?_YIX-C]7SF:DE40!VDZ/6?T]>U@$5W! M$BJC'OX?)8<$R0VH!?
$Y6B3>1M>5EP"6MR5! M*TA:?3B"I$2*[39' AB@,#:.+ +1(YA_>UHK*:X,8V8Z%?/P&UZW ?V0M@8AJ MKJNLJ.) %E40660(S?.(W"/-RP3/E4/6J&U85G )^O*!7[__D% M^,],C/X#4$L#!!0 (
%N*35HV_K<910(_,H% 8 >&PO=V]R:W-H M965T&ULC93;CMHP$(9?Q4JEO5J1$"!M68C$48O$=M'"MA=5 M+TPR$&M]2&UGV;Y]?8"42A!QDWCLF=_?V)X9'(1\4P6 1A^,"'[0MN),!V4>
]KT*_E2AHKK%5RPH K(CB2L!L&HW9_ MG%A_Y_"=P$&=C9'-9"O$FS46^3"(+!!0R+15P.;W#A.@U H9C-]'S:#>T@:> MCT_J[R66+%4P$_4%R70R#+P'*887LM,2K!(3I]-1E1.-%MQ?KSFG0:B-K%T,LZ/$V$O$5R3:,7H27!<*S7@._M^?\"H>&IH>(3U#AN5)Q"UD*=]CV*H[C;H->ID^PXO8E0]H_PZ>9RAY7+5@>K\7HWX2U%=O6Y-"NL,4=SB7E&5";N MT0138NZ%$]Q
E]1TR4UTLB"F6BXMJ76CU;_M-ZJ1K\]_[K[+/6&Y)UPA"CL3&K4^F\.2OG-X0XO25>M6:%/[;EB89@O2.ICU MG1#Z9-@-ZO:=_@502P,$%-@-6XI-6DQ-HQLL!P ?AL !@ !X;"]W M;W)K+Y<66/X@[
M87[;WM9PM]A'R64I*BU5A6JQOIQ=D?,;1JV#L_@DQ9,^N$:6RKU2G^W-A_QR MABTB48C,V! <_CV*E2@*&PEP_4&G>W;M(Z'U_1OW/D@%=: S\?
C<8O\O9,7BNMSP3ES,89%K4CV*V_/8;$N%W/E)?*=@11;.G MR*:B+U=<;Q!\+)3O!%K7JH3147WVER0,[6=Z/"3CL0K2E.VM MCE &>Y3!),H/E1' W9S>"U[+Z@%&
[%9I";D'^38*N(D9'4!)61*R/N*A&:$L M#@GQ8P[WF,>)S+\JPPN4/?>ONQ![>0C+T3ESZIP"#@,<)CT__" UIB ,_ MX&@/.)H$_!$ZN):9'> 6K ?@]72 AB?/E;1 "YEC/5)#:T"$@4CE.(]I7@2
MT9W(=K4T4FC$'[DL^'T!6.Y S^ C(&[0FLL:P1>!Y']SPN9!2NJ-O(?VS=*FSE(F=X*IT7%E[<^UO& #PM"B-WG/,0C$4Q?$?4S M3_,,DTGF/RI>:,0113["UXTQRX),<,C'4UPIXQX$OA5 461TT,+M@ :
M'0NX!0WQ*R$> #JE+(H'\Y//D!',DG@$^8&FD__=Y7 4"6^_M[&/,CQ)4IP, M\ \ @Y"E*0E'\?R3":EL9_D'>@74_WZA<@PE^5RI]D47C!#74X#N.# EML+YD=0^O4FDS+]2]F(VK$QRJ^ MZQ?
<1[2/#+4ZP"Q-!CWNL0M#&"8CM#I-]|.:W%0AH[169*B[!$<,ASCM0QQ: M)@F-@V@,8R?2))XLLV :8N[<"W!2X?]KJ?VUHATS[4293*MROX[U$A[*:Q+%
M$2&##S(TC#$F48)'/DBGQ&1:BG]6E7P-TJ&DLI22@?+Z[!A)<.3'23OEI=/* MVR3W\UK-NTX,:F>*HP3J^QY&CV$,56JJ0C('L1)9.B^RUJL$'NM {K;S@/*%# M="BKN$]J.$)2%HX4U?
1@63RMCLU<64A^+PM777N9O:BP7E8>T.0X#$B?FL^. M)GADT48[<:73XMKDU#2W%1T*9%$J3)({[J>\Q!+4*HV ,9R>E-)B<-_^#}LO M7G"3&OR?-R>^4K1CFITLTVE=7:FR5!721F6?
Y^@$GV&"MKPM[-XAF$7F&+L? MTANH?:"?M9<\JG QJ=Z_5V$*==JI.IU7]*L^EW0Z%3-URF9_*"],L6PF9ZX7J_MT?@84T:B/EJ/811!M3)2LM).XNGT0OPJRW;EKG"[A[E8RTQZ"U0Z7 V?,A8!
M\0"ISS!)QC6EDV@Z+=&'2)6;YS)50FIO[!V8[.@\T(?JO$I#6C_^L@]=@R6 MH6,YT8DVG1;M9N(2X]/"4(4A7TG,!E.KQY"&)*$C*V76Z35[C5X?S*UNV(U#
M;L,=;2;ZBU./Y61QRJQ\S_IU(^]]%SH#7F+/E19LO03E&QNJ^NYWD3O*^,Z_,RU".YOZ%MT M6TM8-<-24JI\3V+#(YEH %L_$W>WYD+V%<(&BVMBO/UM_-
M_I5Q*,Y\4__BX/"A%/6#.\31$!6.,?:K]T_W!T77[CRE_YR1\Q7SOZ'PQAVI M+ +HFFI.IGWC](#%_"K&&YO!9#+E2-X<]S8U16W?\<:.^,4:6[W B>B]H:P/NU M@AYO,VP#^R.WY,]02P,$% @ 6XI-
6E:S<-#K @_,@ !@ !X;"]W M;W)K3'(A5AT[LQWH]NMW[=(VK2ETG@@MG/\3G7UW8F6ZGN=_%@R'W) MA9YZA3'5A>_KK("2ZKZL0.";E50E-=A5:U]7"FCN0"7WHR!(_)(RX:43-S97
MZ436AC,!!F[8NC!VP$\G%5W# LQM-528\UN6G)4@ M-).":*%A-ON<>R6%%:VYNY/8S[/P,+5\F MN7;_9-O$)F./9+4VLMR!44')/.D]I[\[ '"P3. : >(C@7$.T#LC#,*G*UK M:F@Z47)+E(U&-
MMPN7%H=,.$7<6%4?B6(_DE)P0)LBW0M:.BEQ/?(*+)^?[6:];F:.GIGU M&K(^B<,S$@71H ,^.QX>\})]]\F(6J3$#F^^!F^A4'[6)]&R!7YQ 0F@5%. MYE(S5VL_+Y?:**RX7UU6&^Y!-[?
=A1>ZHAE,/=QF&M0&O/3]NS )/G89_T]D M!VF(VS3$+[&G"\AJA8Y!$[JAC.,E!X('!=&4PQFAI52&_<4ZR:0V79EHZ(>._MWAX?FS0>C*,HP27>[)M\&A!VW<@?
Y!JW_PHOZ9+$M<+=PSV=T9J:@B M&\IK(#TLUEQR3I4F%:"= NOZM,M PS_.$Q;T@_"1^E>"#J0/6^G# TAW G$1 M:E-(Y3+>:X8Z13?,R7XVSX/F]TCY,9$'\I 6?O)V^4SK^A7IR5 !81R?Q^-P
M]$AZ5V0P"(,DB+JECUKIH[=+Q^M.&SS:F%B[ZGG!PNAH"UV1W1,\O?/^+XDEG1GQ#,F90XHW+U7JI5EJ;OKZ;1)EWJ5-%?56I?P9%'5J\3 9?T\,=:U3K+6:%5,61"HZ2K)R\G=
M37OOH;Z[J3:FR$OJ4)-FLUHE]3\?=%&]W$[HY/7&,_GSTM@;T[N;=?*L'[7Y
M8_U0P]5T[R7+5[IL\JHDM5[<3GZDUW,>6X,6\>]TDF!!,+Y)-87ZK7G[6'2%I_:55T;1_R4N'#28DW32F6G7&T()57N[^)U^[ M0!P84#Y@P#H#YAJH 0/>&7#70 P8B,Y
G&H@.X.6^G3'O0W<+#')W4U=O9#. MHL&;_=%&O[6&>.6E'2B/IH:G.=B9N_NJ,*HBSQ*C,_)HX!^, M.0:D$^EFFU MTN0=^>-Q1BZ^OR3?D[PDOR^K39.467,S-
?!^ZV6:=N^ZW[V+#;R+,O)+59IE M0^9EIK-C!U-H^+[U[+7U]VS4XTRG5X33?Q$6,($T.':Z.4?,YZ>;LQ$V?\7 MO/7'!_Q]LIW>6ETK1L#H;,1O\:BO/,B<"\VLUPWZR35MQ-('8VNMWIR]\-W M5
7OL0B=T]G\3,Z.HB?VT1-CWN]^2>HOVJP+\ \9;*O+C<:"MW,B6RRIRE,JO9JEK4OK# 2.TD,!Q_%%(TX/AKB/:?X-$Y0 M%,E"ZZ8G9^\4&F3, <^\W +8%EF,;>RU4,2"42?
MS'R8HBKD+E_$FY)"!CAA M&O2:(?A?N[&G1Q)#%DE>DVU2H*GXPQMO^4S_0C5&X$_J,.!NB#"8"*+("1$" MXY_V4"(#F05/3E$C4XW=6YR& ;)-LF+Y*C0HV.^\WV4K:,P5FZ10G "E(P[
M##!WBM*!(D59SY&=4*9.2_J=G\,&2,6#T*7CPY2,J5ND$!B-Y$'%.Z;3JR\Z M*D^Z,G4*>[GI"",9>3R\7$19T#<)>3CI RY&)JGO2*BXK1"I,_"PK+!*Q4= ME57?6JK.ZFU^+F_\>ME&!W788>3.-
/KJLD-ONSQ=1-7,;.N"$-P#*J45.Z M\'$J$') MM!>B-%Q)>9,V&Y4H*EYW-%0:O;UEE"Q-RU\E&3NU&1P6..\N'8W#?.3KJU9![^6B&X%@(^8"YC'QTUU1T7%1JTN:D MK.6K'PDY1GA%!
<%9E>153A\G0@&,!OCT>HJ."ZINO0"L1I9QU-.6[/9,8,7PI$N]&*@RS-<]C#/JR0X,!P >N!,8P7$>\X-@6-6 MO9!BXT)JMQ.3E\\H"U_LT" V>JR0$06CX2KG3!W<1B*(1*]=F+CVTGSOS?Y
M>K> .@7YIJH5Y26HT%76.CA(FA7B[A! 8%Y$W7WV8B.E!$3WFTVL9 JYE9AI& M<)KW0RU95,7) ]/>0&GY(D1&D;?.0F BI+%"'X'QB ](&M9+&C:N1""[+G1C
MTRO4##M!\W0@KR);1@Q$E4L'@4D:G7"QM7)KVFZ62=E^@]* MP1<0%-8]WOQ'8*'DKAQ!8,Q.G0$*O1QAXW($V;P<$5D,4R5,>-4.@85,N=NQ
M"$P)*.,#G'I)PDZ2)*=R\K6$%%R%7D\"'"Y4*I(#&U>\ER;\K7V< M]@O/DP9EHCOI2$SRE5QT["Y?"Q+Z&<)7%DH&RA'R,P0F08"Y)!$8E3S@-WW'
M>YW"W]J)^49.,F(),PK"W^.%X:37RW,$1SET\T!&Y[UXX./B8:?[A^1^9RR/ MJA)W]QYF'(Q'(><$CZ,1;&*!L0^/,CD-?[.:Y{4)2B%AJPA:31+*+'X)Z,S M?
O,Z[T>O_\=7+]X+%3XN5#XD39Z2^<,C^>&[B%'ZGL"06-EM1U.E7Y95D>FZ M(1=Y2;*J*)+Z(-27V+_C==]9NC2O[,*#P9(<"6\.8.AO*4_@F)70].E%T#\ M#0&4%QO[D?

N,D1I_X5"D)!8I5X>@*#]2/HI=#>V$\EY4\7%1]6=[O$)G[Y*M-MKI-GO8^3#46SC]Y3._)LO'8Λ""]L9,T$"1?7U$*,HQ*QMU((= @$DIY'T'G M*)1+$?)@*)'URHV/*[<38Y9UH_"MJ(V_;"AJB/*CG#(627$O3KG6NR 6[}(}:MWW" M@O?D4V6@A\#RZ##,3WD)0CP'W7=P+.:U&ZT)X5=D7[X>(%,\VO[<>06(W>U)MLBPWN[5)7NY.==D68'E_>G"&9Z7KY_;P5 .\@/CN$,3^[OZ-UH?V6))S_YY>MSRER_T<>7<^@9[ G,3QISWI_^U?O3HK!6OXY+QM2Z 4T{[@*(>/4N\-7NPM3 MK=O314^5,=6J_;G4"612"X#GBPI"U5W8%^R/P-W]%U!+ P04 " !,BDU: MH2B :HP# !%# & 'AL+W=O$.D M&O*M+78<2 &2FMKV' ?,#:FHE2[:N4>>+MA>UA6%1X[$OFD(__L!:G9<6J[U M,0<&UIV1923]CI8D>V\ 3RR^Z^1J*Y$]U15 U14C"(.FZ5U[JYEKJ,)+>*W"H[B MY!UI*VO&ONK!AV)I.3HBJ"&76H*HQP%64-=:2<7Q5R]#6MJXNG[B_I/K7EE M9DT$K%C]>U7(X(T)P06"WQ\UQ*"GA"TF>FLM'G(B^3I@K,CXAJM MU/1+F\R6K>Q75._{D^3J:Z5X,ETQ*EA=%41"@9ZD>JA-E0*Q#5JQ1I52]??X M .@#S5D#Z 9}>N@C MH[{4Z$=:0'$N8"L;@Q?OQCW=_]"SU].]&3?^ ML#-^]^=?T!LVX^)>_'&_%I*K7\Z?INQWZH%971\G=V)'NX842#[G$L[6P*@G=ZO0AJ[IB3]6]65? J'-PJ^{+/IU(W4T"\CVO M9 4"D0.1:K*N :DK%PE2&\NH6Q:?;"T2^WA415.0}\Z=>%)4]0 =GT/FZLH M&IQ'L\[_LXK>HS4HAXD>38YC%[C< HR.9RBVAS&@\-XUF%_1*KP$6PVJLDP MN8BG2_M1%(YL&%!>XHW,9E.4BS$.S"Z2P47R? _=)EZZZ("[L4S*)"CO8'1F< M@B+?]4,^]J";(,#8,QMTG6_]AS-K\3.3I#9:-+84SO2$COQD[,@ "[_7CF"9 M >8%87O[GYFR3_JK!OBV[5.%"GI/9=>>#+-#+WS?=H"C^0?=([=]VS>9KL'^ M2/BVH@+5L%&2SFVD@N)=S]H-)-NU7=R:2=43MJ^EZO.!:X#ZOF%,O@ST L-_M#NF_4$L#!!0 (.%N"35]B$R<+-. D *5' 8 >&PO=V]R.W·H965T M&ULO5S;D:%&X$!*==EYBB4*?!M 'C>8)R7U6F,^ZJK&KJW-J(_7,>4\NIP^M'CHC1/$TX]DQ:AZB6)K)--[#COH?[_L?CX;#Q\5_(0=T4[*M(3/G=947!2;5 MGIA];K_E-G+>;1N8QU_]WI.-J1\+F&+D_OOKHR@^?12=TMC\1,.:1D'N1T& ^M&$5+51CRJ,JM)JH?%,R'G2UŸ DT%C+V F:&P+B@5'AQ%<+.TSCB>%@E>T+) M**&,E:H>M$WE![0@Y9>UJHCU7I&{8&D:C7-,@EXE,0\HABC)XI1Z#!%,G+$, M9YCN&.:C#'\!C41 B#2JU,TS-91*&CI89%&6>%PP6)(&.0"!93'G VD@V(/)M1MG6RUKV:QI%#*DCZS21ME1H.>"%#]_MQ"8#&* MPN3S'F%2%ANE-=.09_-"=6H?1DJM:J,6_W,/4%IH[&^:?=R5?2(WNM)+F&9.AAE8V< 0VDBUOJF$N:->M@E9358[JB]W+#GOIBXN7(7,$G2B2"7_5%J<=@93B.: M)*G/#D%22#,13WR"(3*-^-!$ZZ4'E.,*\("?K6B]D'.UV4V[LE#W13DLZNBH MNGFKJCNtM?FIK!U[M]=!=%P(N1DPHG-H*$X8$XSY41+"8I%FOI9#8.=4)H/9 MN!<[=%SM=#0.X@#E@F@3*>(@XA%8FB1"^F00'(M2/J0+>JU#Q\7.;S^PF$'Y MAL+EG$G0V$F0PA DI5S**,C%(9(C<2P'TACKQ1*+WK3N+ZI'W;QFQ<9&1=9; M)_ =)KW8I[WT8N/2ZSAU=[7'!Y4M;RK&0^?2"P7_3_Z!#$&JL];F/CNNUV:\ E3;5:+W:SR:T"S\A: MM7N^$<;!7U1/U4_Z(I0E64\%9&OT5%XK%QB7VW\^(_G-;,.8A:PAQ-$4R_;V7TH!1DB'B+!8,.HCBLCADB^!D)M(!_%@$#VKC MJfF&6TDVPBCWZ8:XF$KI]XC,$=PY2Z,LC8:R5"_+6/*F:K@L*EACO.8:C1[J M-U?#4UJ;G\K:14][C)Q-5SH3=T4N.AEH;(#S<1$$N2V$)@QRC-_G"$[`Q9]>NO"U!Z1S!L22+*1_(?;Q7:'Q M[V8Z-U:EOB>?]^Z3G;0V+9YUY]OS*."/($VJW1[`%R@!ILCM*:[]'?4!(K8X M++#]C/X01()69E/YR%L%Q&:79T% ?G(&.B[>.IQML[?$1/<_[U0U%5-@*L MP-&FJ[2C8]+MK>PU_!PG'>H MM$!^LQ7[.@.]<|< WK^.;=:S<^?M9YM!UL2G?] -)Y_V:7H!1DB'B+!8 -'WMR<[LSRIM?FIK!U[M%>;%PYNDRQ446W&5I4K;8!A#HQU'(29FO<6<(CD'(M.U\+([@D2X9V0WDO@/D+!Y='C%KU;2#=(]MVB7\TA("DY/\;'$%1(8:V['@O MQ.B]*M+MFTN[=9L3]FR_W-HB!YD?RCE9P^.M<;/#'9>YDO#"AA]'=!Q+@Y,D M%)8$F?C!J35JC]D:YZWMH-(E0U[&$ M@C&#PUX\($$D)QOV%YAP!#D23Z%6BH#\038%,Q*-)C"K0MT,32:W-3V7MV*^] M*A4OG??:NT'QC\]S=%RZOAU>KDK3X)6+)WIQ$("-9D()<+JU>;GOQ_d-M_3 M.OO7<+"(}_.H>YA!*<8<6. M_6B3/KC5VZ(;.^\&%@+:)>OD#-JK3@WN@:VT>W 7!MM_O2UAMW0_6^;MMZ[3ZNM({PL0#X?5E#2.V^V!?LKU%?_Q]02P,$% @-M6XI-6EVCY-AW P :PL !@-!X,"]W;W)KB#_FG!F?&>P9[;CX*M<BCSG62'UEJIS="V9;*&G,H>WT"!.TLN MTY3F3GE!56/#)K#R(>\5)EK(`0629YU1\OX6,[\:6 M;_U:>&2KM=(+=CS:T!7,07W>/ B#7 .P."%P!^#?#/!00U(#@7$-: \%Q 5 ,BHWTEEE'ZMCBH:CP3?$:&MD4T/3+H,&@5FA2ZLN1*XRQ"GX@DO),I82A6D9*[P@U6C).%+ M.]%M2R3698>9)C![AW ;\! DPVN2 MX1D^_P6^1O^6_%_>+Z+02^"?\OTO@BC/HYM07TU!N:)C"V\>"6(+5OSFE1Y M[KDOB39[))DLPN1'23&;Q+CGV*/32ZPP$FB!_"M9%N:Z?])5SXJJM!0Z7M] M&]^$@<1,.1O9V7^EC;]<+0= )#NVF)R/[6Q$O1'8@8M*(&)P4\1&PB%FB+QHM M8T=XMZ<)OKB=]5^!HCTA/=_WVW(?6P5N%+3%/AG WXI](;(#L<-&[/"D5I^X MHIG1^>U1T9I*%G_;QB0\+N1^W[^)6LH>F[fG>3>&K0Q,.^Q<+P@&K1S,CNWZ MD1\.?KL]$"2R6@0]1^GZD]7+G7Y+Y(LC(%5"7GI58"(1D_U5\N1_BIGD2 M\<"^2 &B>7)Z9 Y WKP:>)[SCOS+%(%3@Y>U:1DHK)$P3,?>^ZHAKEM!2*1I MDE(PQ7Y0W7!5*7]B@M%%!ABB ITO,BT4VH#L&8]N9Z'8>|\U #F)EVC:)1\+# M53=>L]ITAK>F@VJO1\-IU+7>'TY-)VG_IJ .:T(]4K!@&G\$273F[/B915*U= M-5%\8UJ1!5?8V)CA&KMA$-H ]Y<:CN9!?:#?IB,6R*K7KUZ]Z7G[TWIT>^Z7S<'5\,VF:?=Y!W^VVT?^T+]ID)?VU:.GCQ[ \VB?E_?9R^?TV4W\GG3M=U59NYLV_U^G(?'5ZYJfE^W+ILY:MWEQ=O7DVU=?X_/TP.^EN_?FWQF>9-4T_&/=\6+L!<(D*O< MNL,57>73?5\N4BVfTX^]M9 M5KA-WE?=C\W]TfL:Q=<;|U4GOZ;W?.S7W]UEJU[WS5]>1D@V).EW'8M?%O" M>]W+6JZ,K-EDM^6V+C?E.J^[[&];OJZ*^MM=M-4Y;IT_OFC#O;#MQZM9>U7 MO/;3F;6?/,U^:.INY[,W=>&*=(%' &BJfE"^^KIR15?N_4R^^K)(GOZ^.G7 M)[;[*IS^*UKOJYGU)HZ9_=?5RGCWDH&_]{5^[%V? (MZUM=^[LY9__],2;Q\l.0/MU@/;K4ZO_P;OZ5ZV=O7$7N]=7(BN\|]MH5@3RRLLY0=&1Y760@9.!Y6#S/*A M\/PB MJVF!O*J.V7J7MYUK7;'(BG);=GD%/-!^=-VA F0#6]8?LVZ7=_#R'2RTA84* M3.9/NG/K=7=U4S?;8=0ULN@;9Y1V(@7?S'C^"#XJR6V0@GORP>-/"M>"!UXWO M_(+6*)>'MKES((6ZO]WA\'7F\SMXR"^3@B*>6K>S5>_AEA#(7=OTVQU!>]K5P:.+[.^"P.S*<V9=ZGU MVKSV.:@ M]VK 7%(%7B%!P$$ MD?BA+O&OVX[0"DB\VKL6Z#@[_^{JZN8"3[709YM#62,ZX*E!7@/%(& +|*$# M39;!^EE>_+REP#&U]953W=8HS*HX)[7?=OB!\ESM4.R0DZ"H]!.F[QLX]EQ M0_P46 ?T!F,ZHNC0^))N25|&&BF;PF<'9C57*(ZG<=.Z7_NR=>9(2.#[_"-<MBFOI9,YWY9Y9K82]6U\X#LF!LHW&]"7M'>^QQV\8@QW)#+!/:=N5&;WP$N M&E;; 7/4'=P24.\OCK0R[@$TUX3FU#,_ML@@RO^2Q{1 %=50$TE^$[+4!.X(*H8M+?YX7CZP+V8OX_6/$&$]A&L2+(>)C$ M^1P&976#L!8]T0RN<7YFSD2A:#7W%YU/=]FWVYS_]I>G3;YX!@&;G5\R@-MV2WJ>Y^=)W]?T#M/GCSC=Q_^]"!C5<$"=X^R?3.@9S+D:,=H /)K*SO')-O M!O=/U']75]VC16 Q%-EPC%6) @?Y$E @&[S_LI40D!0TQLD 0/_%<+Q2F>WE MX6?3Z+N-UP-L^*Z&Y5QV+O\?OASA\1W*2#A91G;H_S).I69?N*K![P3(_R)<_M_P-(MV6U@>N[3 >>:]?P'FX?OKW. ^RM\!H0,2W5C;&+T;7\'=P40HGZK\ M?16?<1!@"(A#5&$-Y1TX+"]D!* F@ YH]K&WQGR310)OA'-?I,5Z!=MDOW(=G]V>P0S<)^=O_WQ%=A:\&D'M@AR_J'D.H+\F>#@T>YW9YKAR%=EA882 MW!Z^6K3Y?;8!N[]S#1HV6QW)IFE%I:(96WI>#D@R$D2>O(4(A5OO83-%8,1% M<@=50Z(KV#D,MFZUD?IQ88]7@6P"\@X,$2]UGU"=,A2S5 )&R(-A43P6NW MZC(?_S[T+3"KEZ4 ;-==KO+U1S2"XU/$C+5"@WCR0&UX0\+?8&"DA\[O@'OS M5>5(PM+3YU=O:R_.JFHOIU-=Q'NL!+92$IWB1$2Q%;A0%*BQ4QI!$DKYE87 M39!OL_/R(BL:_^IQA2X#FX$M^4.(: .+$3+G9?(LA*9BV0_DCW5D9I 7$5* MH37)("1F.XY.AOC9@_SKR7VQFF'I^IK.%=5_@9?;P'3(C$;IQDM32OFN @W MD!7]OJ[( 3!QHT'4NAU&=0A,5L&XPD40EBP?\3PH+P!T+R$6?\ 9_B :QP_.0ZKO?.6$XH+4!)H:GE3.2!0O752*",*B4 M_=]3:UJA]P1^\3)}["W>&L,AB1[YHH%U47A51)YPN8A:D,Z@[\NV UT!WX';H M>_*"""TLCR&X-B.+?B P$$CH5PD<^5"K&P<2L48MDI?5S"!I<5L@$2,(T"W$ M_HV&ASHAZ*@ +A L98?747'J8GJX*O[$MY:.?4[BNF55FZ#[R/L(.#*>SMU.96%>W :UX(ME%;1)/R%,01QOSG>+J+]$Q"FXMNIODZCOK*R(=8Z@D]483692=7UY_OZ!HSF!!8SV P )- T" > 9F77CU@3:?9 M+/M/+[FMR_] $@P-1=EX,7C7A*\[XPH#6C-2/A*2'!SPI%L3X\: 6S+&= 6U MS!&OP42%V^YK54QD6&!<36,$^A0YX@3",P[NW8,UL\A\3XHDPD=!5T*XVB)$ M=\(U'#Y>(N?/'H%%$I9>| H#MJ25R#T"1,#;(-A:93_@(CA(S09/>F8V431D M+1&Z/4#SL7T8#ME$X:$$7,.1-RP'#B?#9P-F0;*7_D/)HH*%{(2*DM6\%M-2\!P4", L:&6 M*M6=&%Z\9EY\$R(@@)Y*L38_92SKRX%0HZA*4Y:)$PM\H/N1 2!<(V(&Z- M!;J&4M'QA3[A,@")D5%%?9#=.=G1I/P#:!1#VS>%]J2Z,R**2S9R";3=B2=-_M\4$-G>9),"Z)VZ'[H*".-[:OR?Z)*1MJ*-)@6S@,6'/N#K-^,4]2UEP*RE69 M,P!O"2D"!0+TKB:XP*FJ(,HR3QJ|\?\$)42KIU[MFK%+:0]-OER;=1+D M1\^2*36W3BJEIS88"CQ_??WV F58V^2 ^GN2%#,>#;-@[R5'FE=K2F\0?M U MU"!*T^)-_8+P|<2_Y<$>LS:!N/,IFDSMXV$%!M8\ICF.9&R6@E,@U6(,&XJG&NXG]0DP$!EF%H#;IM3KP2T!!(TV=8 M=2@KQKHTJCN\SG(5"Z;E*"IF=OV9<&{<*0G4)(D61VP"6_I3_> MQ_-NRR[6U?A#\D/8I@Y(M!/#Z^7M/8'EJ=[[!"("X"YK$>@!Q,<|':0YQ]:A\H20:W7#R'YF51-<"M0S9 M6"CL\,&F=BJG8$$T=BK2*RPQJ/21:E+)F^VYL 0UB6C M4TOI8?&[5 -AH'S"TE2ET9K\F6A)}6NMNW4M=B?:_3\8U6%)*AXB.@=SN)PR M\=2A5 I4<3E\!QD6Z(M3RT!X@^3]"++'=B,$@ZXV.>PG="[",E8O18T#$H# M(C&2[?"^Q&# ]L\^ULT!N?1*NXG"3P@J;R,.^>PQ%5S<.3%Z L!12<\'[9> ME]F_TZ8D\--=0\&=!MO:9J7:!![+QL2-CBY!).]J"':Y6H0J5-W"1#7%'WL5G MY?5H$Y+9.74=<\\J>6 5HL_.V7_><)=/Q6TD)+9++#AA?J#-X0MPOLVN)\T4 MQ&4RE.@:U6(,&XJG&NXG]0DP$!EF%H#;IM3KP2T!!(TV=8 M=2@KQKHTJCN\SG(5"Z;E*"IF=OV9<&{<*0G4)(D61VP"6_I3_> MQ_-NRR[6U?A#\D/8I@Y( M!/#Z^7M/8'EJ=[[!"("X"YK$>@!Q,<|':0YQ]:A\H20:W7#R'YF51-<"M0S9 M6"CL\,&F=BJG8$$T=BK2*RPQJ/21:E+)F^VYL 0UB6C M4TOI8?&[5 -AH'S"TE2ET9K\F6A)}6NMNW4M=B?:_3\8U6%)*AXB.@=SN)PR M\=2A5 I4<3E\!QD6Z(M3RT!X@^3]"++'=B,$@ZXV.>PG="[",E8O18T#$H# M(C&2[?"^Q&# ]L\^ULT!N?1*NXG"3P@J;R,.^>PQ%5S<.3%Z L!12<\'[9> ME]F_TZ8D\--=0\&=!MO:9J7:!![+QL2-CBY!).]J"':Y6H0J5-W"1#7%'WL5G MY?5H$Y+9.74=<\\J>6 5HL_.V7_><)=/Q6TD)+9++#AA?J#-X0MPOLVN)\T4 MQ/7VDI@L^,WZ%.!TI(#2?=X6EU73$(3I/EK)I&$=%WILQM<@E@"QD)(]9K++ M_E U1#=$B(,/X,O]2Q@#0ZK< VEM6[H:\,"0 ((F/__N!0T0S*YA%Q\8F;*+M3$!4>HW5(_YS3\1%$FMI4&,B:1XB,#X;WFJ.QO,E=6Z*C<7*+Z M'P25+H71;;PF>4ZZ1%BZSTC?W"'HYBD'"(EC'MO{(>@SCF-B3>DEU<:RBL F M90:'L=Y4$L]%77[/B?F>]'C67Y&$M7!D4=OPJ8U-@25]$B>5=BC*('"F_'E;_MFW,0]+!;'CZKFR,FGVSTUK$E,O-1H>7[\-(.5I-VNL8!8QD-Y)O:X.L.P& M8F2%#*3:WK;KYY1]M!!.<5/VP<(=U]4EO$TCL-?_0[<^ M*IY5^HF(8>GY(@OK$V"&N-JU'@'G']@G/B,/+!Q8$N;;"//5G;&4)*?*_B. MX9W ?Q3W)1NU26]#B%&Y@!@AX0V!VLIWW)I"96S;3H!5(DH2#+=&F94U*_ MD>(JU:>#"F$F#Q%LUL4R^6L%4]C_,^*/G(_I\(8E8#0*JX-4+,$V+-A)'AV MQO-#6A.NX)Y6*F,\!6I>%"T^HODYJ:)#J>(JZ; *R40J,2@!O1B:6^>'CG,5M4G(7!1!\XX_<>0)'%OA\LP!4^4G*OU1!8YZ00UB(8> ;1W_,;H+ 4@-M*X4D (L@T4$>&2B2%!F:)C8$$(!)OJV5OLT04Q+I*#[(U0))-!+>Y%(( V M*K"'6&YJG>LY:T%+L_,\+1=0L>AGELE&BTMY^0F2A!)L1B(*)VCV7&8JZS M!QV,W5#&_I^N;6P.+GM#]\\@O@GED^,$_F_X8I 5^H;F8DT2U_:7C+IM2/&*MOO6M^3I,ZV/:@4!E.NDKX'Y:WRVQ+,5C!&\LW M0?&,!NW\B;_%42FWI>,6ZH,C^/'>%L M_V&3<#3N4R]7N/2<4%CY^KP(A=L4B(-[4\R:?BK0>['IB#]:-Q&HW_!KS0V MFD8%RQ6^F'R120+UY/A 2K&=N$,0Q4*C%I=PU3<&+X%YDB&,+U'7^U@\(H3Q1T-JT=N- M0:E+QA0W&G'\,?E1!JY7ID*PBV.K0P427@&@B1294Y!PCU'1O#,JHO(D++*J5?@/MC0IJ.:A,QM/*/ MS<;KO[$\JU,#(A701)N6NF%\:DBBVN:3!Z6O'DDP4OLA"Y;"FQQ^87MSUJR M5AP^@V3+A JBO.G$1"<_YD 7&N*Q>4%UQA7:OM#MSZ*/5-16&_!B>X|:,*=<X>N[*09]>B|$!4H/^94P]?O.89 MK@@WC2.V!A7\]B&BYD+Q+WJ'MV>G!;@[\3]^NQ9$2^L=4Z::OJ-(>G"+R"$QX MC1N^_#P)6B@42*U,(?7X8:]H+FWHLAER#CPG7&T Y-SC-X]QP:\$'G*A#1& 3@@V\+,"ZB. MV'#=WI4DI:XXDO,_D-0.R<#\@"7M$O0X\0>,I?Y$9-A).V##59LX.A:9>S,M3I6_5FOXT;9:UAT#+Z81;SF$,ZG6'\]318@M0[*VTWGK<=>,DP.G\348VY%2#)9H4D+)6#AUX<*E"DXT?[>O3P@VD@O55$LTHGV M]*B!S5(D;FIR_]*.FIN)7H#RNJGCWY(&OIK>"UBG.QM2.'ZPF"GI-$_.:X U M]JO<6("-EW8E:(9VO3L:IRZC 2]7"%2.#S"D'AM#?>+3TN@8]64VV8!?^X8S M@)AS(?+B@"^34;3]*$*-VE@5\|-K:M0S,]^Z4OMAK9CMZ4;6]5V=A+I#4MU(HQ5;/$5';DPG:.6.Y MF*%"QOT)'F.I$+/K_:&9SA-B:CNX^K']@M+&S032WEJ2)U11 Y-F_E$M<;X-I?9:PRU<\CU'38!:,$=0/"]*[9D)2%A\NE3,P9Y=-P2R%40 M15RW-.N26."DIPSZB)WQIQ12^SNC">3^EG$2B,RQ:TF?BD[&#.K$)W1A'M M#=47F:S?#A ,/:8-G>LBHP3W<<6A?2"=H*8RQM&632LX@$!H6>)QRLAB21ZY*$OCA: M(-R 1,9 5.W*PZ!'-K>HT?51!6.Q5 JF#M%^&^C-J#(PXPP1#& >M!BPP5:T-Z&^%Q^!,3;=?8[!',P>QZ=<\!27[\1!!]/2 MQ4$T/"[/S-XJL)M*)P";X0!Q;&] 8N!%[J;E(]+M1<&*DVN],942;M.C?X(T MT)<K1)C3<#PM?* 2X01SQ7\BRFQXT2I@$NRD_X;\]5_;U: T%/"P21,CD!QKO M(N:.H]R)8:.0MJ?8%X\(!.6*ORY>%YSZ<<'V6@+\)]42+]5"WYG;H'!JC)90 M. 30Q3.3VU#4S_FJS8:L!A,[-(A;HV!'.FH5YCCP!"ZN^:.Os?Y24/D[/#3.X MPEO1N@I@Z3,]#M]K@+L8'I<6U@9:CLA3Q]AS#!N".DJD&P!+_F0<;NB(YQR[MPRNB.HK@I^[^[*MKA$8^S(16)5EW-%9\.]5]UFB9^2=3&!GH7IP =9Q@.S*.]R MX$0L5TS6.[1U:)((+S<+=WXR!KC,MOFN:@N@:L782[4(8U"TDAEOXL.G]J+4=06,#4<$PI^K(Q;*.M$:IM^1?>]8QZ:A#+47.BGDNJ6.G9(/45.,&5'Y2BI0/S$NK'"4=42ZUQ$F_|M,14T2)XL#!,.84C731*DA$*.7NLLX9J9D*W3"A WR0>U:L\"X0Y "AZ5I MI3B9(P&1E=@(1H//A\V3/W28+XX2 MSRL//05F#AL'Y9V8,&N]!@JL!M>M.!F"-%E3;9J5L$Q'(R92RO)K-&B; MH'\("]?E9)A2^6+ )3Z)P?_NFK*K&%!BR$+!MS&4AZMC=>W,+S^<2A%CU9'-M&W!(7[>7=>;*>TQ)'F71V:.(IC M5@=`!H5 @SZ*BGF5C-0).FFBDY8*F[&6 MO<*"T3RN%4)M^@M2>#3M)B-0O9V5+[MBG]08X8$%?RHAIGO4R:G.A*$L MHM' <4@[0E9-T>+&H,=.5H]#.1.$2:D.B2A]9B%:4A?A6(^.Q5K5;L@ZUN'0ZK+ESJ0_24L&)>Q9&,+|:U+K4LUYQ4-[D]0D9L)DHB*P;8LIH_9L7 M5@Z9S]03#X?'AP@HS Z&6T04YKI"!?3>C#TQ55R395?+<^@U4?9-%@._03 MH#:EI$KNW> 41L*@W-GRVRCE&Q>CT"7[TI[)LOC'-;F 7 2=--I+L #@[FKK^.M.O:[Z$];IFPZ'T4%(5E8_B>UX[X#1S,26O;831?I&$'D.5 M@ZX=L_# YI?-.&IZ6SPGO]X^\%?L$\5_4C9:.^Z=FU?TUG(>,*-!$[I>8N\" MAW F@F?8LZHM\NS4!/FY2)"W/I.7'QAO+E.3\H#;1Q%TD=YW"3"*?R$_Y0 M1II.T0I%;EZ(/Z=ATJ Q1*/S0K,/.#L:VN[@G5-E!<8=4>%#SWM-M[K9RM6)'V+C6#CLMLJE'GUF6W9[7)USY36\P>/ <.PJ=[1I)0BUI"8"S(S MV9;KDYY)=F-BSE1X_;+1+2S'E MET6F0!C^-&-.O_)A1U[(Q,Z>=K8;D?O53ZY{AQ5IU*S-JC05]:GR2GOZHFH, M/WF#2 ICI!Q&-S4X)))0C"L=)2K3M:0B -(I*Z16WQPZL]F@O=:')%AQB!I$)*QATR5E.5B M$##WZ.!)027?G8)XT*(QVF/KA$?6A;0%YV@B;_DC0AS#S%)?5W^(<2<^FYOQO MVGX06.%S8F-V_9B<.U"K&&F2]-@]4B8,;Y 7W8,@:ZQ1,G@+YUV 9VZ]BR+ M:!R^.E2"H[BZZ"\>%-7OZ&:S8GRQ4+&;GH@0O-{IQH'OX1F=:WX"RN*7>)?R! MX74<=@VL(DU-Y_S-FYO;B_'/]#3]/4UU >V.26"4%$244]J8RJV16PFQR WC M'\;.+&-_15=0?

*T^_I.V*RYQ_6SBK>_]M3HP8R:8(G4]^[&%4H0P68ED1)%,'-MT^_H,/^7P%ZD4WJZH,2X<0'!H@DF,PLN#!M+.MNDDM1;CP .S9(WI+QX-B6 M=;#D?*
>FlQ&TMB&B&+3(VQZ0$@.PT^5V&I7REDSZ"N1I@E>7'/S8$D%U:F6N, M0R#N=HMR+/Z>(L;?6NO32K=6Z, ^*PX)BQ#7JW0!.=,/2;Y&!<4P&L4>N:REE M>Y13JI'U4WHQ7X
PL5@$4;%O@;<./(M1Z3ZY+T M-;+,243*\"V9IS5%7:"JD(F$YLCO&$\5(G MO4VFA6=!/R_98FB>,B )27 _KLOIUS/Y[6!],%;##YRP 4ZTN*EZ7#!HMNE4 M/[\?P(R9?
\R8PO5]%"C\Z"V(8JX-00_U*#IQS, 73A*RF/'+82GH1S-Q>,Z T$,GEU; Y#W0C#B*!AA,?aa@%aT'P=,]@1; <_@%N\"""96*7.
M3'7?[(&%95(\P.E,+J+\12.7O:K7.+,$4BWM/E#;"^M)^0!=^&VA92DUF7>?. MOC::G8@-=3C *AP7"<%3E;6V'1,#F9'MLA[%9(3\KN6A)'Q@ I(X]REH+KMZ
ML&/]YHW2"@A@<$=L7O0-9&TK_$;SQ]U+Y_*CW\9PW ;YM[^"]-#'B==_G+ MYV"],MVU]RK*K]?=B[,G9^93S(R].+MZ\NW5T[-\&9\ .7S ]@Q/X FQL$C ME=O JX^7?
_W+1.H_M$\U!UP2N:EKIO3/G"___M!\U!+ P04 "`];BDU:,9>N&<% #!# &0`AL+W=O7 M@X'+2JJEZYL5:7PIC*VEQZM=#MS*DLS#IKH:Q,/A9%!++I7LW5T'VP=Y, M,#X!:*Z]!MZ/(N9?
V@\!%G1QAVL!4>B,.8+O[S-KWM#=H@JRCPC2#P>Z9ZJBH'@ MQC\M9J\SR1L/USOT-R%VQ+*0CNY-],O*;?7G=F_5$3H5<5_ZCV?Q,,3GLCQLM, MY<<V0#2ZZ;0GLK7SIFXWPX-
:Z>8IOJ8\'&R8#<|LB-L-7-E MS498U@8:+T*H83><4YJ3\N-MOBKL\S?OI/U""?E7)C,1'>B2|HJN!!S|_'F0M MR%T#$I\!&<7BG=&^=.)'G5-_^##" 1YU;\0Q:',MK+,.H V==\(4
MXI6Z$,;JI=(R-%9!Y")((694E2F|W LA76(V""@Z65% ](S43DB=0^`Q0FC, MGD{J*QYE!5LR_QLI0>-[($B"G.950O*Q8)G2%_\>F#\#>Q<'DG8LI"6Q,HJ MS!E5;1L12:N!8:F2'D}OJD'
7W9&,,?F]5H[RM862BNRSFA9M1I{4OH 75*5 M"TS$$%)?/'1A-_Y\!*@E%5J^DWL>1@H[@DW;#^=#"L8;W!"-W"=3E.0X2RH ME%7!4E*%$ZJ[J8YZ]2R6RH4O5G(:*
N18"]T8\\U);\P%C6':,+G3A=._M^-(XVF/W@_,R-FOMV>B1UUTYM%PJ!Y(I-YA+4GL0+8L"9CE36P#3P6Z+-**$M M5?C6F0ONL",.^^?Q$D*QB$^M0/M"5E*C#+N:,0"I(?_
Z8>3;A[DNMUND#=9 M.=,RR'G@<)TSF0JJ62GUDOD('PZ]\H@+;"""*GMK(?=I7|"YNY%&\U=XQN M3YXP9MB!I@.B 'U0'V:IU;] 3*-]]JA!GQ=%M2I65 M092ULVT-
]HYSAV3)A7DDQ@-'.1.X%^<$,3<.!UZ/J0IZ-8^^(VSQ7'(:MJ>]9W M&&AE-_%FOG'KJ@(6MJ&%91?14J1>IXFWS#)GP)M_O6_Z.+C,W=F3'!P$\ZM M-F N.3A;(E:IMKL!
[[=CG![>R6XB!K,(§ ZZ"L6(:FLQTL8:?GGG.ZKM>V:-MIL@TCQI9@9P\##@4EEW2]Z8H$#;J0[:L!G[:@;B;+&UZ[!KJ?^#3/32|)8X7 MIL[SL//+'=. 0%Z^F,7Q\/7[1,V*
(Q>AWK=Z\\X#}.LR0$ ^4T3*>TA=YY= MQM*I=*M^)>)9$;3SDU70> MC=()5ND 8Y,4FC>9*(^2R:C!(Q&T:3X;P;&$^.PG0>#>=3D4ZC63(7 M\W&4)&-Q/E'BU6B<1I/Q,_*K)
(U&H_1"S*+O,!&?#)"=3[@K,(E=6$\;F-A6>(_!EE6@/:^S+|80=2P.$ 6XI-6LO&11_C @ O08 !D !X;"W;W)K&U&LO55-;LP#/TK@COTY.66/Q*G30(T.8?
MT'%HMA7#L(-B,[%0 M6\HDN6G__2C9<5,@#7;:1.)$\|2Z(G.ZD>=0E@R'-=`3WU2F.V%T&@\Q)[ MI@=R"P{!:ZEJ9G"I-H'>*F"%ZJK( K#85 S+KS9Q.TMU&PB&U-Q 0M%=%/7
M3+W,H9*[J4>[_<8|WY3&;@2SR99M8 GF^W:A MV'@7\((/#3A_8Q"I92?EH%U^*J1=:0E!!;BP"P^D)KJ&J+!/#2^--A>GU)FWAH
M[!$_,>VH9<4T7.QJ@1>FG'J91PI8LZ8R|W+W&3HU]<7+9:7=2'9M:!QZ)&^T MD767C QJ+MJ9/7??X2 A>R\AZA(BQ!LMY%C>,.-F$R5W1-EH1+.&D^JRD1P7
M|E"61J&78YZ9W3(EN-AHL@!%EB53, D,XEIOD'<8\Q8C>@>>#1N1."E-J37U4H,A93'B|S'!.M+5QR',X^E N!93E,/7P)&M03>+/S,SH,+T^037JRR2GT?SR2DQC'&1{Y"M]* M(&M9X=-
$!S%L50'>;<-XI8E!7RIK;6.8>T!RI;:N<8N)E.,S+**C2TWF3/.< M,%&0&UXU!@IRNUA>D)_.5'L?")XFU"NLN3]1.\1VB+ILE_$56Q 76!$(,T;Q M5=/R,9+(@,\@?2UD5H#3Y0%+JQW&
(1SYXWB,1I2-_6&6D@?W']*XR)Y 85.Q M FKDKJU:31OI>MES193Z{^2&4(AD;9GXR'/IT-$8[!M-DY;=A^`LH/BX2#9.BF MV$[1( O?2OZ/ O9U*8U&]D5^EHXI"1G:
([03/PRI'V79(<=61'HH O4>N{// M04NI06U-O8[IC9<:%+!&E/#P2CUB&J;9;LP M.!'!?,P6FNT73SF"PV ^RQ-AL9P^I]M*?ZGG4AKV;5&4]<5H,ISR[/2TSN9RD=;C:BE+S%Q7
M>I$:O.K9:,W4,LWMHD5Q*APG/%VD]AQ=GMNO]_KRO&LH4KY7K.Z62Q2??=" M%M7MQ<@=K08^J-G5I/GAE9,JV]+_3R-K\8..20+&1FB$.*OOOY4A8%.8(:7SN>HUXD
M+1P^K[B_L:;#EFE:RY=5\9?*S?QB%(]8+[_3IC ?]MO?96=/0/RRJJCM+[MM M:0-(S)K:5(MN,=X7JFS_V=<'P8+8F?/ M$M$%;O5I#5\E5JTLMS7=TR3=3@ M1@_65+L:RJF2@G)E-
&85UIG+*YDU6ADE;S:Y2561@0@>&&MVE1;R_-1 !!&> M9AV[%RT[I&>=*]B[]C3SFKTNY:?MX?!?V,)&U@9196K.7LFI86F19I=:?&V7NV, ;_YY,:Z.1-/_9Y856
MAK];!FVDLW99O)BA)U22WTC1Y>__N*&SO,#%OB!!?XA[M\?LI@QS[.)4L7 ME3;JOS)G654;SF:ZJFO6E"@"A1V>8?/?UH\%9B0<2_7[=++L)BT:R:IK-GES MQ>]UJ%NIP;B&H
)UH3Y#*#*YF$K=QYI->K&_68'M[X3HTS)K=7RI9:X, ^\.*-M96](XI4L%692C)AGTS3[_@8#P5H6J<&0J1B\T&2F 0OV7EG\:7XT9"EJ9 MW4%:K7+DFDH+1N;,,+Y#*0$)KG"8'|-
CW^/"ITYZUD*$!/$|^Y>9RZR'$81"^V.,:P+\)CR!+D-+1<|K(2A_M<lLF[K^CQP'QI'S*_*1[ MI0WAK5@P6!MRX8;KI4('P!A_P%;A)@2 @ 6ERM02'A^L M@5.1<&=N,ES' RJ#RNSN23=V
TU!89CCX+N<3\)17$ %FQ%^F-B,"'D0Q#2_MG9X@J!#0U^-SSX,,8Z>\\%/;O3'%LJ3 4"&{DN>O4 MA,#$.Y2:/K+!72\X#KCO8:O#0"<*'TK,D$>NPI!9CT///Z%WUW'W}F00#1(R
MA!L@.OZ>1'1AH<>3Q*%G#P4HI-@&$0^%W\UC3PAX@4K9ZV!9T>3$CQT=BS%< MM%!%0= H:Q8-? MX1 A'@2+_W+1-LA6YU@7KU:RT<5 K3#6L]'.9SV0;*HK$
M7"W!S=RO[F,DN;2T^`^..G]01-'D3-V M5R.<-L526FN+,T(LD BL>]A8<&/DS1&NMF^AGR:#*%$ZTZ2FAG5UY#\++1 M=9.6EHC4>5DMEFEY9W,]>@[:::%F:2>!PMZYNUYBI-
(K]S5 :MHRL+OV@ZJ_ML _24 6 M ]-(>NQ3;B'_:C*+L6.O.@,:!YL.l0)D/;3#HP/7+0M*HYRT'L E M-VH$=L-+8S99G21VP0MEYD.$TN.2V4S+F0W+|(XMD6Y53LLS@%95-E53;Z^"
M4?4&4/E#HDR,>5HR@-U%"W;,+7O?,[.;?UHS?.C]*0N_YZ$4VQYU'ZRLG[:1 M?]`1@(,;H@=$,0&+& 73":C#H#&BZ@@WX4'DK7'-DQ?Y"#TX<#OHLK*H+_3# MR3W=Z-Z:%K?
T>&;[_4#7 "1)(@>[A,",:IE B6@=B>.FZUQLH&"VN?'9VODVI$W(\'H1VA4X7?0O!],(:$D:Z )8+ 9FG9I.6=-"NV,M(MA;]E&FF@5 MA@FZ4*/-I#8|*+58E;=2%U;_:Q"K=(5*#L%M*3;1!
(T4)'09KD=>?B|MK"/-MIK\K1+LP:7LIH3MPVR]"$'+ C;MF6IO4;O8"WBB*3MU:]LC'3IW]&4*2LK2I
M6R#2^X]$$XH"OYK<\G%M$\LK,"XK8ZE+FRVUA!HD:)>0]A8&$53M,E0HR0KU M!7BK+ 990#6GYME)9K[B1YP'TJKXF-EAE%T6X-10A]XXJH/46, MV1O*>3HR9%HM;9A
ONC3LX\24D8M =[+$K9+5Z1.H.YP"G"0;ITH7(&:#Q&O M<'!1URHCQ#S\LJHL3*_AZ,:"%P!8GZ"_=HWMB3E[W'HL(>3MMSR!WJS"G M&W=2W:;LH%&-
NW@%/'N%9&X6\HS]K=,=7MENB,MGPHQG6U=GFTH"JTD#EAV MV!%>;J'QN@^^7!,S-$6TIRUiNGPUWG%/M36AH,<]D=DN:L7_\GQSBVGZ0O3)$/_JUO*!^TF"J ZC|NX ^IYP%3)
(?\F+BP+@SU>HWNR M,+KGM7V6,Q^8,G$(GR:Q8/Y8Q)N9O=-#C[[*Q-D,7 7<***#-]=! DJ/!?0' MO/>:,$P$.<>[Q?>OHP|&(D:81?IU]-]=(4S?!N3#!D?)>C[V\XR4(*LJ;AWHD
MP$F,$\]HQUPE;MUG]S?6X3AVP8*]%-7*VU456Q6Q.UO$5(MT&]K!36W])17H MCL:>_)Y1A=\""%U))E]J2^3NUC?>],GL=/"U8VESC@*1DRWWW';%U,M[:?
3:65.M,"&ULU5Q<]M6EOTKK]Q*EUP%T=@79ZF2 MG.3CJ.3CL9/NFIJ;#Q#Y^&$* C0 6E'_^CGGOH=-)&5*2,JG]VQQPIONY.VBWNH*OZSK9I-W^-AO=%G??OG,
M>]9_\;ZXONGXQ8NOOOMCFU_J!fG[>OFWPZ<4PRZK8Z*HMZDHU>OWELTOQY:N0 MU\L%?ROT;3MYKWD2JIK^A1_>K+Y\YG)#NM3+CC/D>/FH7^NRY$38Q@<[YI-A
M20ZU;??:7N>B/;MZ[*5 MO^K67NL^4\M=V]4;.Q@[V!25>I-]5&W M'>C?J;O3EYNZZ8I_Z)5Z7;>=H_X*>:G7ZK($5_-JJ64()QOGPL<6,W[QHL_^ MN=J++I=W3*[,G_\B>/%_]4%?
=3:N^]59Z-9_@!0XXG-#D3_G*?W#&K_5RH0+/ M4;[KA_%PO4"V2^X,A\[_12%Q_5JQ{$^^_ +J]9K(%W_<^BD9I[P$4N)?M M-E_]++]I5K=?-3/OOKSG|S8_?R!78;#+L.'9O\)7|?9?
O2=\[%9%=?VZW%T! M-I9UILVK54C<=+$$j5P_*E??[;-UPN'Y9;8KF%^K&[T8WY$=?F98GW[_O1C;;S MXG*,7>=%HS|FY4V#=[L;A:'8]&:;;5W=__E/}>\GGK1I0"&?@[Y,O]98_+-3E
M.N1)O @?KMELMJ%[>+=33)$O]-'*+ M. YQ;54!(AP\'8FWKK$]U>IK3MARF^:?%&[LA(DO[Q,_=M+ 5>]T6ZRP,LZ@2+5K MF.E6>8GO))ZGO#1PW,A5[^UT
PG\P'[*%=Y#IND*F?Z@X3##\;RM[TW"E& M(@1,Y&9.Z$4]=+PH^)7=F#G&$ 0?"9FI&$W1@KD0N3;'N;OH M]K;ZGY=3ZIX_%PB"'@##EKS7HJZ6+7AGE>^]S&9*O5@4Q#
[0I*N-7"@)R-Y=' MM-Z9PJJZR8D6BT1=6; 8H'U;ZM4U<1F8#X6#%#1YZ8A^:#0?!2'\8V0_8P=5H M9)%OW[U27QPMLMZ!+W^'D,#J"CM%43Q!K%Q4$]&???]*[/U%MX+86 1QY##!
M@;.$"_?)9XF>=)8DPY*/,,LC(4P,U"GR>_G]|_/PVY_M)@S&FS>!1K/XV< M&$H-'8\B)TD" -JR_]B;.V/IK &FV)V'J9-%\B8B$#P_2?FPA-$^+F&T3Y9^ MIV>4F>]XO>L EX2H8B-
FDXJXO,F:;RW\1K}>@7@5C7^!GT'DT E?&*+=&3>ZM M4.GKG';PWE++Z5Q[H+ M#;&8 -CO.-(3/&QF'=M>6?77W$#B?BUA\>-UC]P1! M#;B=@C4",3VRGPTH>38!O1.I[?E.E*5\AZ%!/&' .$%#-
#%&8N&ISU2PR/ W M EA\]@@)PLRQYT0P;]/%K$#=GV9<,H$\IDO&\G=?C'\S,4?C>:#.8FK-'V@T<-M)DMAZCR\
U4##/Y{(\"%B)L#,SY2W2.5DX2.)&82!$X;);#&KD\>)F2Z"8EB$^,YWPI0RZ@%20XIHX"<0 M4E^N3Z'WOODQ2D0PPA C,_4;OF31R3_G,C'0>_I''AG MD@W"\EVUWHG,E29P%K>W$
D_RGD);/W/;:63?8M=^F=Z[W ^\X?5A M7O>CS@%RS_N_'Q@+XIV#+5@JC/$ O>)9LS_=%$O#2:OC]H,>@$G)8X<@:) M&#TG1YTE**.&/QS^N>@L>-!9<#@2;
MACD0X(S2FL6.+X;,"Q-(,A$A1/"9A3,VC>]\#,@2[TAHVE_WV->]$#9$' :- MA, 9,(LVQOA0Y32TR-;'"D,>5@)G.%L^GC%B8,LV}_:0-*!R/>IQSL2'O\.
MTIT/H[U0)2Y0SHD@"'3R^C&>$^.H@K%/#*X?,_=)$U((LX@*GP&[/4&E, .P MTDD%;XR 3K&"RP!#C8$003X@WV.2\!I AHAMIEI3.P%,]"OX(O4MA*9@=^%=)
M!GDG%WO0H55^[_\!;SNUVNG%:+UM;K,'SO_$"#H:,_#M,N_JIIWELS0#'<_M'|,F IV#,"">;Z9\,B#8DPC0>37W-12LUNB.X&3X&N37YG'"'+K^9ALG%KI ML]@^['2UO+.91TZ#
YO)=_#*$1CK.(Y&<+M#ILN7!+1U4M5"D?+X]Y(M,.R3X.&&WMZLS*V&3NP>RZ?V[+@_+D1H[*_#]$^5/G@ W'$OZ.$?ZJ%,1QH3K+QA|D4.RZ^[%/5>_:IWD"4POW
M&8Z^"V&-8)_C6(&O43(:*J0'E(:7#R$.#E( @:L&4;[4A?I?@MS>/SP.';@Q7WPW4U'JA*[/ M0V?AWJ%M)O|D/X>0$C(ZD60RT\H\.-YE<)@D%& X$TLL8ED%6\L=N#9+E !P
MC&W]QE2\8*)VFYTU!:;(E;_^=V<7[&/6%I#;%M>5Y 4 XI,"VPUSF^TD*3IB M>IG?X;N-[F]JU;%T;6C2M7LK=Z2)IKN_R&;_^?S/FYG)F0@HO M@0&)XWT%&12%$!$?5$[X@'$B&8J
9LB/IC5]=-'@/ZRK @P=1{]@/N:%P M7]>'#=&L^)~R0A%BPS!FB (,.C&"Z3!B;|\?GQ?GI*7*/F&' '+42"!=@OJB MQ+-E"@i6"%0TS=6SDL1P-@-ZGF'!8$,Y7[GR6^T0/=?
_ZFVZ!BI?, F/)\ M"N,'"]4|Q9D%CIV4<0BK<'!#R*41BL-X]%5\,&P>K,8ANM/+(507A(%G7#IQ4_--*!DVIMT]K)C^?!). MP;>14_IO:ITF288_(NB=Y1X.A;V-OB9;ZP:!;-
'^(F6)ZMH60ONUL+R^1E#W M#WV@8:2H0-3IV.GD);8)-DV.K/*K>FNH=K>\D>JRQ2$;%L]9X:B; MH@4=0.MR"-*9K&T*A+?:Z4F\JI?"=3MHN\/JR_E$W&._EH;"UAM'C"IN!
MZ#*)+(U(:X3VV/BQAAA&P?@F#P A8D*QBU0TYC$T1^Q4WN]-&AUDE%EQK;2MYR?(+DJU@<&_MQ -3^:G %W)#6(HY0(MZ":JT?1Z!N\XADITU-RN]9!<=<6,NS8:@%8!"M]R@
MY&,J0P5!"B;=Aj*6U=YWHT#V=))% 9^"H<6HID.VY;5ZR!8C 5ZH[5Z9$DMW.MLYZ&*UT6.!I3*F6IUCON","32TDL7I)W3O8T],M-
D0@-8('ZQVMC4,$ANJ256J02[*M,RW^=*B"R^W",/MVV]&:.J;2G](6NQO MJ]T'$<06;G(V,("R97EA.O%6(Q>I/B)/Y33_]^LMS@SPO4=C6:'XL"M6,R80 M] 11[H00S.E"XG0C%YLZ>?
R5]%TLA>5M8*.T3;Y']%];6:+:7"$*E@%?TZT"AB M(TT=5ZKJ3@VBM(#-!"".4#KTC=FX*+,9V-E-4TIKU=;YIZ]"=GQ-0PI),O?U,Z%U4+*F+O<)/ MU)<)WV! )B+HC$H-
TTY$'>B,72Y'8LXTZ!P./@P L!8P-].":*Q?2 M0WR"%@E2PF.39JM^Y_U\;!\HNJZWV+|[.GKP70XFIR<>O[\]Y_R7'5A>=1K4 MN91>(^,O[]6SQ*K,2RR1%
,#IV906(5AMYXYGBN)QO6,.&3N"'*%NE"63L;VA MV$P-Q2P=%B'DV4|=9\$8*.T!Z>2ZA$E%O/#[,R!TFX0HS01PN)AMY!X,2(7;W_";50DMH0VK;9]!2%;8=$L<7817
%7C@Q)\A@#BCD).OVPL?(9S*&,.P3'>>E)!/.E2P2A M>LB21)9R.Q MC\%=C%@;X6;H_L'. RVH!+,F81&(5$;%^RAX19CWW"]-3*\)-MG 5.&(?3D@#[4]&ZE"&l=3L4Y
I8Y$(IL!.YS(%S>RX$V3LX(G9SP-8B$WO3Y(=YU8 X>"0,$E4Y,9LV^-!0+P0TWB&M.WI*@I2;A6R[ .9%DZ0'*\T@AF__]K'E'A7!5,2;.83(4U(=BA1H%U<59[1O-
577(XY;_^C]AM|!JUU;B%=V:0,GLO_\:O+Y_^$ MK/(CC8L/WK"\"9 C!+"O4^1*;$L4BFTQQ7]@2L]$3PIE"K(3,(L'/0BHNQE8 M*$D'$3.;HQ;XD $W.@F@!@T(]W-OT^_^/>R+
(7]82N(=ZN&3-%3N2' WC'VQ M^_LW3C$PK*[&B?K6@=M+'-D_>P]>E)-M93<B'(U%9%V3&FP(_7BXLX:]FUCA$Y8F=)TX8.H90 DVLO0)?R!&RG(R\IZ M'M-Z"!1.OJ7/E1[70!?
FCS8B@I>2^*0S0!Z>(YGFD)X:,/$0RWQ9.Y)#Q**X M;AA)\3(TL]+'R-QTGUGQ)#4?3333[! #]3F7#POR* 7#D"@>__H'ID"Z1U!+ MRR04JQU"GV(A'VT/7U@*.R'XSU-]
Y8>7VJU3!HQC&' MKDNZ'IL*$NF>O(^)I-+"G4O3L0C>.S5>77YB2!^4E\V-Y?#_.$]<>HIB.>% M6(?"))U.+,1454QSY@<410^BO62)YR\U\C:)GL8Z3P- R=__,) DEV<%-MR1@X
MOBE=2AJ6F9|ZRZSBY?N?Q9^[ M<'U"?3M4%Z8EHC[78HL[]A[N\Y_J;,%4@1_?ZE^:H#!?0[7W4L7F/PLMLU M4E,A2?Y65%U^K>5.M|)N=XV6NZCR(=LZ%.>DC,:RARF;B;_)&!?
RQA2O;._Y MS9]9]B:';~WJ'/%9UG,BQ,WN27B9D(?KG_=Y!NIP#!?QMNT;9:O'6LHQ+,Q M](+A&+\K;?T'(S=%5UQ3X.SM-/QZD_];)CZ'--FJ;3<;,L]__L-LV>3=.X M'&>)^"]]^]
<_,)FFO6]Y4T]5+D6VM$EF/D:V,$K*2&M3*\I5^Q#M#TGU M0OULB]9%VW_G3/9@ZB+,83*MW^D-;"F!8G]V4PII..6+S_V0&LPL);[1VLKH M0_,TC$0:,8!E(]'KHFD[\]*%K"#E)8&
.JGFG!*'-T@78ZQ5S[=KG@=B,J[' MKA)>[\UL)AW453L&1"ZLW)DQZYTF1MHN-* +N+|Z,PS ' Z MJTU=2^H1N1#-E#E;6U99D|K:W(1@JTM%L[] U>8V|DTC MYKPJ6/
16ICJX,AXPPIW8O6W0M>WQ8.D\U;=]@OMC\,=W*T'M$1<+:L M0ZJ6^G@\\!'LW.AI8I2W0>9-6W&ZYI? S=,+,/1D_*^U%Q-UJRS_*R.\VT=`1'
\9&5|\)D7.B2^W*C16CNUH[$+P\0PRSO8@8LTD2E7*6"Z2 MVDE\W/V9.%O&E3JS;E/O?)U9Y^K,.E*?(ME.J#.X?N?K"MM.U_6TUNA[-/4 MQ(YVA^Z#>M!
!E98WJPE2'9[<#+GGKHXW,_//4JO%HQ8F3:N27+@B 3/5_P= MG-W$)JY9G'C(T_7EIN" J:I[2)CXDK^3VY"]W^3IIK[U=#$7ZX)_Q:I\(!1O M'S?/C)I\LQ>J$L-,U\!:NJ"
(Z_W%,.CKP9@QU)76%5LKMF(,#_2,S&^LVY;Y MTG1R5>,&+*Q)N]7\UK[QT]6*EM44;<\"PJ"!T!2K29O0V,HT-"Z89H&ARV[2 MM[*M0D<,.& ,-1:
!QKS8"VSLX5Z/7L.V<%MTQ^]FG48C#TU%RLMA+&",+2< M3%M'3@LKQVZ9Z>U\=OC2/LT+VVA-[!0!3[3H-XTTHO!10/L=/VQ%&BPB^=3+
M$PSKQ[SAHT8D$FSW>AC%R)N>AR&] B.YZVIGK"L,6@4AZKI[=[H<[R+78U_5 M7B_5<2I*1\?LL1*F%VB]9M?+DF@#?=?5\<>N]=V7T^>Z&?*(=2]-[]38&R4F MG>-
MB.[ISI^#?!#(\6_]^KAH7)\ ;358^[^N!#SNSN?,.I2,R]-M%N-7AV^-A&!I_P>>+__W.OF#21N)/^FI-Z {=0);>]^`[!#F*>%V3PIN1^
M4#L/E#A^M\>1G*67P@MQ8!U)$[D>LQLPH?PG"AS M#@WN*R\)'B\C=18Z+ MHU!"6!0RSY3L/K6,>>32F\HV_)\WOOQA?+$A^FC#"V\?R*=^NCG&SY5H=[1 MS+
(ZUDOL.Z"*,"S?FA=>>+2;Y81*Q^I>?R0$0]_X1Z.^G'B89XK M-,B&*T|KVG_ D+262O0.,F&Q"UF.;+BWW.G/OUP<>KCKB\E#?$&A:WE4,8T$ MW%GS/-_AV^%IR)?F(<#CY>91RC_
#2VP#[$Q?_D,C(B>[<$\GMA\Z,fM/+!X MJNZZ>B-O:W0.R\(+\/NZKKO^ <0&GA'!U?\!4$L#!0 ( %N*35[XQFP2 M\P@ &P6 9 >&PO=VIR:W-H9655T!EFB,&TKTD63<]-??.ZODN72
M'@=]=+S8E<=YGGAGR8]_-G=T*X=BG6C7Y]=:,/!EK4W- M'1[-YLSNC."5)ZK561K\|..RV9R=>'?O357%/IU2C,BK6&VK6MN'FZ$TOO+ M23++I7[R3ZFYVC=V=7%SN^$;?"?=B]-7@Z&
[A4LA:-E;IA1]PO)}?)^4U.^_V& MCU+L[6C-R)*5UG?T*;ZG,2DD%"B=,2!X^]>O))*$2.H\5?'Z=WO]#=/;,B%^IE?6_;!_VYL65E:UU
MNNZ(H4$MF_#//W5^&!$LXF<(THX@]7H'05[+G[GC5Q=&[YFAW>!&"V^]HX9R MLJ&@W#J#KQ)T[NI6E*V13G[FY"3+>%.QC]Q(OE*'O6F<,,(Z]DOCL$?8BS,'
MF41Y5G\;P+_]!G^2\L6MA@NVWPMS+4C8;IN_KE74&6?.?IZP.//.G>5(E MG=L=+\7E!*5BP5-,KG[\(9G'+[^B<3YHG'^-^W>(V??DS]YO!5MKA?(FMSE_MRUO=.,L*7K'6\>?
OQAD2;%2\MN MN.)-*=BMARD@$9/$F@+'R\\S+]V6?7SSBXW8?BO++9--J=H*.,ZTI6N-J-A,.MHS>&UT>$4Z]^)!Q937;'D'965G9+*:0"E#?98RAT^R<[";%RON#9$W9=55)TIDK
M]1 %QW)C'D@ KW4+Q9YW;,V1%F<^_> MDC'-V)Q >0$W536;8VZM195L=,6:"ZV%,Q M@NHl,5Z3@^?!.\4BBM-^O8QF1>I=\M90Y>\$_JJN3)$3_)ZJ4-!8TX,C,MIF MJBZ""%KZ
F^-H83IZ#M4[4]/@.M)W9G=ZGUS7/-\J2'3B"-@1C[*VA>91P\E MKULD[$H0M)'TBK5HW"@,<0\PB-CV8;=:ZX#FBH72E&UMG8>,R*=Y0-\BA/<-M2^^:'R9)96<
JNH!JM7:@M00X$WF\)>X@D5(G'X\X7"=X\7ENK M2^DMP"""DL#@0JH)3T=(L>?&S.!K0698>7C M<3G41:*(-!QP!@^X]$Q[7_.=&[A!,43^'^IYESY]9@_&^$G9ZP/ZP#[23"+&
MP6"DL,"@7)VS5P%ALV4>I.@^'!;11MF2$G\&6(C9'ZBB41\SPN$40%H,77^K M\.(\BR2)YBA)5,QRZ8LVC9+%(Y [&97[;>0+-YM%BZ)@P*L">'62 6WSTZZP MCVU!K>8)@'H&&?EB
>B\:ZQYX\$%HVPE.1NQCU.T\7IRC@*"]R/!=89RCJ M9'G*;GTDUGU3/P "/>WC#_)XBB.XR\:&\S;-U@25(F58XO%H1%D &K "Z_% M4= _%A?0!*9J7.[PS]!SF\)E6]?
456?"GV5P2.THO2S!X\0G4V.I #?F0 M(E[4)Y/(R@[/M+'-E2);=T:40E0U*P!]%B.T[2U*QP05@/]3PC(ZA?9=,,0 14TB4A4F+!>Y/FT8'5X|S=RAZ,1 M\MV;!U7U>0U3+R1<\ 50/YSLLIA5 ,$?0&N-
YQT'IE:M>,ZH/[L9E4SG3QFU-MA*U_ETVO_3D;4CS),7R$]=>7 TU[!@J2P,-<++#%Z,[ _%0!7G;FA*X$ ;.A MI"""%/G"V[F+!*XC#P#V4O9&<2U
[T\,ASF%\'0/2LPKAG1FV&FBG=1MGI4S=( M9Z,;P%J8C;_G1*$3<(7+P.'M<)5Z'6X0#]O#/>SOW'*#_0 ^Q!FD\+6835*;_ MVPP/3N_\?>)*.Z=KO]P*CA]E#?
B^UJB[H$$#!?.5_\%4$L#!!0 (_%N* M35]9&PO=VIR:W-H965T5,*\35ZT3E^W-5BKU/E D1L.80\X2'.EZ?_W[ M=0/D@!R.#]_6SOL@\0(:C4;?:,.SSZZ,!(E="=
:7=57+\%T>KKMI\/3N3^4JL M,[EH-J+&EV73KK,.C^WEF=RT(BNXT[HZ\QPG.EMG97WTC[F_^|"^?-YLNZJL MQ8?6DMOU.FMO7HFJN7YQY![U+SZ6EZN.7IR]?++|)+L4GT?
VR^=#BZ6R 4I1K M43U[ MK[O;(;X1^<+R7=OR""^X!9X.3-5G>]F4=4WU3RKQJ:+;2>O?YA>Q:<,?_S$U: M@05F09+$/)6;+!J;O_P[\=SXF30; MKT6W:HJF/
{6U+"F%1,\]Y9OVIZ83E+JQ/2OIH$_E95TNRSRK.^\|SYMM MW97UI?6AJ]K_O.^KP;%8H@;]I'6KEH.^@<*Y-28"]$7%5F%V55=NAK M99V)5R;Q47:BL-"#)]A44$'*+6YYE^%B]
fW=G6Q8U5 MB2M!\MNM^F%FR&C/TO# +-9]_&(R'=)F1 B-,+12*9]:D!>QOA#M(#/6SXR0 MJZ^>OOK6JZS*ZEP05&.RYXS#4^OG)JNEM1)5@>E"?V>5F(Q_S"OC>L]&=Y$?
MV7]H&<73Z&5])6I'QS ZV'T5]=VO-B.T/2U^T33U6M#945D?.TU[!@J2P,-<++#%Z,[ _%0!7G;FA*X$ ;.A MI"""%/G"V[F+!*XC#P#V4O9&<2U ]AQ=&[YK+-UA;Q89FPFYAXQGV}VE]
M)R#G[NZ7Q;>%!9M5Y\20LBPPIS*KK'73=I=X/X/!_,Z+[-0+!Y[_;X0_!W MH]1.@V2XFKC/X!>'\!5-'1_?/;$PLJ,XF#[>/JV!"[6V)L^OM_64 0;T'6N MBQWZZ>3I<]-&^]SRM##3[!"

*<<63YM@/"Q+&'NR#T[^@@7FNO,#)$2\OEE*:1 M8T=!W%^,.1KD*,XDR>%GVYHBHZ?)( 4X2[ S ,[[-$]23IX>1%%BQPZB"$OJ!= H*=U%4&5>Y-VM M4>+8CA*GO\OJ%-\.#;NAG@YK%) Y35W<>;8#T4FIF,_]Q+53"/9(H[QJVI:] M&LEB,R^*KF>G8;2[V5=# W=C2.A33"4,+1>DP-BWJQ_=XY@T?^02UCXD-/$9 MG0\M2>%&X )':$UN(A1 =B6L"R$H,LPK$ "_I&++O*DI5J5;\K3(22+MH/MK M?RTC%EU8;\L,2HNDK*P1!&R5HY>UZ 8NOYS:\G]W/B/I%>YG^,04$!;DCU$# M.?BST(/P,YL+B@B863"!;6T\+R$D32M[T,T5 %;5V4>7.\%. ^KL4,[B.W9M M6.:?0 H7D K%HU5-QT)9R&H5=8'PP@DVR\( ,EEM2BD+ZL;$^M-6^,QDOO> MJ[65 "X-S7TK K*)=#WE'NQCY^A@? &!)2/&IFO7G]%OJP M@,'!"-#[^-S-#=$;)9-*HZ72;+#KT0.#5=F23@,#R)6UA+//.)52C\N(}+,D MXA*SE#5$ >" Z'^VQ26-1U*)J,5B2?F'69__F,.X\H^ } )=MNN-TJ!9OT"; MK.U8<0'EZV8+VP<\F-FS*M^21C8(,*9A41,]ZM=R25H%+S7QF['\@C7PIMEV M)@F++<<8A-]-R,"R@L+[F6 #7G)-B=]CG6G'@T/(Z!E' *0YK);(Q&%39;G0;@] (W@IP:ZTQ9.W4Q\9$!'E=;[.*=1BADZ^R%@:W M62[WJ9#MFC0W5"H5&W1C[-OO8}<-JT5P\(VB<'SF*\!C8YZ$)"TE*=JF*RSO&U @KI9 MESE)3-4TV-IW4P!LLAOFV/OO?:=ZGM=$+9@ R19"9.!\/8I6=FQ/;/I8 MRD91W];Z'"%ANJXXM'QAW!^6P]*J%E)3;Q7*4W8VJ]$JV5C>;!@" GE:EA=1$8O2F75@+A6XJ 9YZU!$S6D6"Y)'6-YQP8CPVU;*IY2 M2:5!"<-J9N-,.-9Z=%,\19ZQ,@9T=HZITZK<[.0#]>M+,06JG1.3.ME-/S=* MWV7MPGK-795>KGN?@1M6L-6L HT6(YIO\+6RBMGDI5@8FV#1E15ZX;55S'5 MW_J8ZI..SHPXSDS5_6)I\7>*.QZD\Q^BXRN%VMM/<_FM_>CT?5F7Z^W:>I]] MY>NOO7(_U[)R9X.QH8@7KO5G1,6+%)>8.R?JE;/P<4D7#O[?H6?)B747"1IZ M[L+#)5P$]+" ("9#'4*-%,.8T51P.),3AO'@1<5T<5A,'A)<#R/(;@I@Z/6AXT.M%,;@.) KT1MX^+N7+K'>8W"2F%0*XL1>@B2/+J5LZBR46 M&^ O'//4_ "'H_*R(%99=SOM>FR=(#"*? JS3D+;27'GW=+8#6TW#KBUZ]A. MB{6]G=UH[#^/0$1VX&=Z/-?Q:+QQ XKH_+@?PTV"TULX<1\^ EZ-84+H3:%[ M=A#H"2 >3DY-QOE(1C2' ZI4[TR*O7>BY$$NXE@&G/;4^A>61&T_S3 )\\5; MHQOI6K [+S.97A4@FCDG%]0(L#;_4'*AC1-LT6:+Z"\C=P$430/;C1PKL-, M4PUCU!^(1 ,[C"- 2D_I/O+1+ PYG-6R-5CZ$\\GTH!() [$#GGO@O-I=!^ MS5X?2]K-03=*2UN!(KJ9;O<1;>,5/;*4H'@VZU"0(\1 0@+!">:N;X=I?#B6/&? MK1I5\NCM0]22P/N'D+Z)#F=4!S!$OPXCC$(XOP)]QQBSDLKON;QLO>4XZ#D4 M#O"[,/$XT+@6%65+%!3.)*@@CE1,ZEA%=L-!T;HAWR%#>%9LQ?T4CLIO $;? M?>_%^8#UMMYD93&C9$&/,+;3)* $B!US1C; $&D8$C?:?AI:K[=K]I.N1K,W ME^,:$ S/YM B^[;AT]B@UP2 MQ^O3U8A@$2NT!04"+?PW&I%64\?WNU$UJ/,&Z>%5H!LF!3@DYF;K5G^V[8D1W8\^7':!9.WN)1!QYIJNY2) M3\V(PA/;::$'V[WSO=>(6337B@-Y# !4A,,/8Q"K06NL%!=.]$9M/:[ "C8(9 /"96 MEY(K[.OPP_89IGCV5QMS6"H5&W1C[-OO6>?'C M0X=W/RIT\)3'GZAP(>38@3WVB#_.\I_T-N%SSXRNUWN%O$SK^*2$+ ^W, <'?L M$"E\ A4F4/CB)NIEW(<0T7]M#"U(-\M=CBPWAL5"? *D8>7$'GFV((!\M( M?P^*(1(R\>O4IV%\9PP1AL]_]^V$O+*'AA"N:\.ATN/%H3_CY8=V0\]CQ&F MX<- "B,\.7%^'$/$^\-1.PB&$B,/?'4),F>FQ0XB>&8ZM%'1)_<3Z,$0,Y,9% MM@=(@>T%_FP\$+F)'<3DL04)8L3 -P,"PH&N8W,'4SXG%H[OU[TPB3%R+_P^>/HB4QG;(FYTN M57S0UJ7X+7O*O<_#N[C[%/Q"HD.BZB*W!+$8*XR__WX#F_2T&Z3A;/CQ!FQ-M&P4\ MWY8#]!Z:/?1C*@E3QC!!@[_=;OMC2CTYRBY'4 C^-QO/QUNXQS:WNS78%96< M%Q!?'LV#\P-"<,&5!W-,E3DZ1><[MNL&NT^QU[2_"PLHH'$+ ^""">;_L^J=+(:ML;T$!'L][.9LZ[./M%U2'3))IW0A#.. -YPX#.<_]J#FOTPO/BCB:AZI=.P' M[_4XOW.OQ^<0*^;,.LN9M[ M!VNSVOZQ6.+'*?N^;O]XKUS\-CWO/U3/(ZYS4M;,]7=':? =G,?%U>,0^X(/# M.WB;*G9+DIG](01T4=P'?I'[P-!.QZF>,Q,U)KZR9 &9]&^T2X_&8H]MEC2_ M<'EC$*6&27)#WXY@)M BA.,.3OXZ+DI;Z+0MA&LSP"A2M!;IG+3V^M2STA M,+%AW ]:KA."3%8NQ:B!=U=X-Q6(77&K*O?^009(46129VLLROX*#U3WT% MU0\R-D]NJ5=4+ M[XP9Z /]1V)3]!,_1&7X6C+ M.^/0QM^;CKF#T1V7EMQV"M5WF9M>\/35OE_4BQS BT?C/B@D26VRY%F#V=2.:(= M,/OM[D=GUP)U)*[O@T54"VX.6\LH4?[ M:%[_<8Y77-IR P]Z>[/W-`X!G,%4W\M"C7[$5P.6NJ&?JJ& M#RQ@M6%M^1=/J*;(J V:^\F2,^.G9=8"3C+]@(ZTV$-7OS(SO!U^H^=<_33- MKKGZ@1!8!=A;.()BB;[.(@Z/K%;]:(YZZ)H-_U#-1=-.US9IO5R(K1$L-`\W9 M-%W_0 ,OUST\O\ 4$L#!!0 ( %N*35]8>TV>D@@ !X. 9 >8PO M=VIR:W-H9S5TU:*O"\5H8C=EHA_Z_D4_ MHSSOW%!;L<_]HEJ61Q"8W6GEP>3? $]7:!KYRM=..9H"4S*5_PY3&YZ?@( MB D6&Y1 X=^2W3,A4!# ^+N2V:E5XL;F\T;Z@[4=;)E1S>ZE^(TG)KWI1!V2 ML#DMA7F2JQ]89<\(Y<52:,N7K-S:"U@N__TM>*AL2'RCVP( MJPVAQ>T4690?J*&WUTJNB,+5( T:?K*EV-X#C.1[*LU$PRV&?N?W %%]29(8\ MYMJH$@@WFM-| (3^P9,'S!9DB<=QPIJ_[!E3BQGY8@6IW1X6"E&VJ4N:,QN.A!*F[DEZ]Q^^TUPX5^=,&E8FS0\ M)?W?G^E7% ]+*0&'C$I(_D4+IZ\]'L,PZ)$0'SDD%,)>"W=4,-1>];A^(51K&7.*.%;*, <<)**9$ M\(RCDKS.9DP1.2?H-X8M> RPE@!**DU6*8]30@$MC6-9YK@=#Z1[7EH\I.T*[YK(=VP>:IDX8LXNG FI_!!D-G@I$9YF1B/=*BA8E< MHJ%46'H72FK@A')%EE24 "U#61IM:##Q[3=1&(RO=_,A"J/&F@,28:()B6XA M1!,2)6",F65G$]E[(P.TS4%K,. 4#XF*G;6=.+2MO>)^EU]-SL,N M.2-!Z VC(3Q8"\,K>#H/?&\R\"%VI W\,0Y=> (,OK'_<FZU;$<#![$V.'+S;K, K"2$'77^S\M(!@>N50 M9)E8DR BF2L:= Z4-ZW6@2$SS>8(?JJL(>]Q@P$QTP9Z#U &)B)?HN6)-^5!9]\ MDX*U[10)X>Z#[" H!!PJ** *S.22"&HJMRZ9R-C&P!V$.AHQ<>NR^](VJ0< M)ZL1.57$[(6R1A*QK4B(!0Q+9#:#C M'"YH ,.R<24A/,/=W22%NC'-BC% 8 M$)OW!CV8.5A,=6?3T6BOJ(2U'PB] QS\? M>J-1U#T=8NC6YX/)L+L3495!5LID%'9W @AIV;C,.XZI%4G<,;83? ]#+Y15 MO* @C!YM)X,K5V'BE.:8@;DCN:'W@+R?(+$U4V R%W2#KC)NA%J_0,G;73]2 M4]<),(;"W *%+EI=LLH]ZVC+'J9(R/B%'3YZ#C?8-3'|[;H&1HU1?%:

*M?1A!+HA^D*;(9]2(K"4V?T;,>>>"Q04&B[" .9'/7N$G#E\DAH1)B[ZNDZS@ M=G!R9NGFE6_W@QZ<^R%9ECK+XI>C=`9BV@Z T;.3S*0'QEY&.@HTD.I3*1_ ME(H0(7*@J:)L4W5.#9%(9&NDHW2T5IH+%"UKXSR4=^<&;5OSIP8O_>+\)]^LI M!!JNY^)>UC7%&AKM! /G^S@6A>3!$.L3GRYP7L(9VY$X)O#&$EOG<,+<*"W) M<-TO8. <#0D6#Q/ Z!C-CC$4[R_]OK.Y49FW$[(CC$OYGV*.U\>PF.93UMQ=Y M?A8-[//|%'@1AM/XF-*"XFFF>DY10#L9/H_))7MZY[&=VE8+)L$TY3#K/)V! MNL./2ZB.DU<N/@5T& +1!67MX+<;)WEHW_-8*U(R3&7W5G/I);K5$P]>R M=O2!_F.I.USm.065K5LK-E%/VB]!/*"TQ9;.R1S#Z15+4T9@1A&@U_3R374\>W M)$FF->+5<|TT+<#PIQ0%$U$_42#RZG6OOJ f8K:.#T=^F0UZWU.7(OFWGXT19-4 MV[]X+XN'IX?OLK?N<^33@.&UL[5E=;]NX$OTK V]V MD0^JK0_+MO(%)&F#+=!NBZ:]B\7%?6 D.B8JB2I)Q?&_OX>DK#IQ8J3WZ3[X MQ;.HF>',\,P9$CI=2O5=+S@W]%"5M3X;+(QICDCBHEZ<'[]YCZK\U/9FE+4 _+,BW5854ZM+7LKEV2 : MK">^B+N%L1.C\],&W?$;;KXUGQ6>1KV50E2\UD+6I/C\;' 1'5^E5MX)_$OP MI=X8DXWD5LKO]N%]<36@(K4.\Y+FQ%AC^{OD5+TMK"&[/Z&P..^B6MXN9X;?W; MQ8Y8;IGF5[+]6Q1F<3:8#:C@<&<]:6YHM<_LF[>)R#N2RU^Z6EEXT@G+?:R*I3 MA@>5]/T_>^CRL*$P"U]0B#N%V/GM%W)>OF6&G9\JN21EI6'-#ERH3AO.B=IN MRHU1>"N@9\X_<(2D3T<&MN5,*._T+KU>_()>%--'69N%IG=UP8O'!D9PHO^T^);G0TJB@.(P'N^PE_21)LC,R^O?%K38*F_^?YX+T)L;/F[ %_M<:P;EO.S 1"ON;KG@_, ?HLFX]@^- =UG>D_C5Z](%K+15=*,7J.XXZ M,9]^+CA=R:IA]8H63%/I9=BFS'(A\@7E$G6E#J<'PWIIH611W8KMB)1YV5;<)*-+3E-1J)P:Y0F#&+@",KRZY.J'C?M-B,$$ M!G$ AZ#-$2>T:FB ! ;BH24R=9 ,8)1?6<+O YFPVS]Y*B.1,?YALN.,3 M(X/'E_7MZ*S#E2"WNE9$B-G>G2O>]EX7(NZGL(6]^< M? G1BQ6W0[^M<5IQN##.NVT.WTYAK9.Y2CX1MQ\6TYGC'E!UB@1(,K(^WL^.;3 MYF"%R'(N!MDM($$'.,Z". LQR.(@'4_H6WW7.NRYX0@3@8FB9:5?A^Y9V4(I M#H-I/*-X%F11 H4N\<)'<#@)HC@]HL,H"L)!? 1GYEPIWF4G23*:A"E]E09V M#V@R#N(DQB'*PB##+8KIN38MP0(2B;JL.( U;>0C>.D0A9V#K5@FS6@.IJPF; MU6AZ\GQ=,)?% [>0L^9J83:%2W$2)&ELGR84C1-5(ZG- W&26B\ Q#'XW1] MAQE%09Q,[:ZA<\X\"H>0*#]IO2R &E83!+(WHK="Y;[."I?SP$XY"U<()$1 M2;9T5'=)MW[/=R:FWTE+&ISO)HU[IH1LD8V&*V9$?=?A-.@0;F>6PBS656 K M6Q@+8U+\ #P0G2T&NF$U?6.=W,80T!4K!4!>"^8K1L[G B!U_.KD[4;=L-+0 M! 8=`F'[ OIFF*49#IU+B6:(VOL(N+%\T0)S1GM3?X%A_D'S#_K1D"Z>W\Y@ M@UC8G>)=#A;LWF+?GF+Z@!WQ.+*9LG-S)2MB3:/D@P"^4/E FN1^^?0->?&D@/5\Q7\0[%:46 (*:^,W3OA5B50+()*WOUT. M3V<2^O08,VL*^H30U/H!I1,%23BV@TDPB:(MK7+#\:^Z.7-@R24-+2TDTV Y MR;#KIM/, 1++M2]92=%I'Z5$\#)]P>CO_^ID"A $'? KW%/:"KB]Z+RSO@DZE MLG9LP?SL"Y_RO$6]Y:LUS_,'G++A_XN\?],V3>G&P$'.](+FV-.7]O\YSGM:.MSEOH^,NR!5*SW%V6$YU;Y%H'3<5\]. F-@ M8"N?6:"[D@7@9<<[ #R# [+9%/^'<19,Q^@>&";!) V/-KFK# 0)%;9UT9$H M+Y[R(MXAR*W,O+H5_ 2NKZ6N-436N\RWAFF031/?&=(@C/K.$**=NLZ0A=DO M] 7XDF;3K;Z0!&&6 GI7Z K)9G'I[B ^\> ,F5+B./D/.W@O1_O!>\1F[ +)C?"_:W@OVI M8'\OV-\+!O>"_:U@?R 8WPOVI%+_RWO!....S3<75G?IXI% M_^SS4!Q_//O(%}I/\<#,H1H.I[@J*/]!RC\8V;B/0+?2&%FYH>W+7%D!O)]+ M.=8/=H'^J^#Y:?P%02P,$% @ 6XI-6@Z8E2*B!@ Q !D !X,"!W M;W)K&ULI5?:Z;7Q,% M<5>.RE^,UB'4KZ=3KJ942C^Q- 57X4EA7RH";?;C7UM2.91Z'23!>SVRVY+JGRVE;"47$Q6LY?7QWS^?C@-TU;/W@6'$EF!3?^\2&_&,W8(3*D M FN0^+>A-V0,*X(;WUN=H[U)%AP^=]I_B;$CEDQZ>F/- [SH/ZXO1ZI%3?P65*$B?=#IY M\#0Y>S'<1=YS2\3,2]I,H;IE=.P\NF0#IS'+Q(QZYQ(;2\[6AE4A\UB?6G@ M":X<$XQ<K*K1.L8 3$!P4(&2TA8+?<\SA^3K.XF2Q.*? C)#W1N]RJ$2=\=`( M8-[N1HQYJQ<-OQC"9R.[ TED0U. C1ON)>)^1"Y,W3BQEMN8%#=U%[W$WW-E M6C4Z5U3@08IS=1>]E.F.,GT+(M;KK*%]F&OGM6>.!?OAN.DDO7KO'Q3&8 'S] MIE+60(PE\H.)0MQ*=N43QN_1/A1SG,/1YCM&GGU;.E&@-G'$>Y@O",G'$1WR[H/*B.9XIU &M(YA MPU#ZI';AT)(84/FF8O?XSWZ$&++VM!J8]G@U^EK9.4<_.0S1 F9E': "E+/"ZA9(E!H$'(8PZI8H=W#N05NVZ1!\'&)K2>[:L%>Y C"<9@T*SK[& M]E2M3%-'2!,-WD.05/[VP"PD@E'I_UZ]W'9-@%9_P_Q!1CW*(;RTW!T -DLR MT_&K R9Z^,2DA=^Y^"GR/@(Z_(V8S@=,NY$^9] MVHE]NP.]G$\N,=[\7Y\/H"))>0G=I6/ &+YK__[=II)4IRRCQ=\ %VAWY=U32 M\7";$J] 9CH\A5;I'IF^.RCDGO+",$U.14JJ29W+TTNZ/4NFG0_,V2*\O/#, MUF#>Z1.^(!N>D;M.6QM.Z#J8%)_P0>!\SCZ/W).F5SPP!G_/NV#R4G/!^/) M!!J\&SXXOSQ/+CH?G)R0$GTRI, <%!LGZL_%],$$I=OM@<'-M@<$C:MA/3CRQ MW:A8.R*5OX _$_;[7B#0:L!#KE99F!89'U)O4-,%^BA4F""EBX-6"WT8Y?]C M-ONT!R&#U4)AJM $J"BA$P*U,N#9:%\ <:E1]&/F@HJ:0L7G[R4.2,VN!4JE88P=#0X:0ZP@%@AQ.3C>0'3!\\]G"#W&$%:[ +O*L$RA-M9U" XEZ9&&;!B0GPE M90B?W4PP,2F:10.1V O/#JGBPY2SI4'DI-^[!V5!$C&RT7!..KO.(*4(QTMD M VKG-(M@1$K$N_UU[!R0:BTU>^GA-LH#4I_=\J62WX49^AXK8D0@SA@BL2QM M,!%XW0=]<9BL%8\22T*N%$%$ 71A,,ZDC8'O2D43.]L%3BB;)[8WZS9P\VA2 M"JG6$(Q]96CP%!E\BL+G8GZ?18(R]YCZL%])8OQR1L5R1.QH..H 0'22++/S M0>!-Z+FQ;84(49*@SO86;@A-=JO:I\5? D)C!$$Q$$&@0#BCD.05D+,A2+C$IP,+=,5]& MV4">]E.A2*K10@*(1_-Y6:(7B#TS^0P7XBWCP+8#N&`(R'8'0 T.'9T.5 19 M1[[<[[1^ 2MS. (1\6[>/=2<4(#@668:)"NYE$5!9Z@O$)\:5QY&S7U>QZ$O M4)3Q.*8>VRC.0W!=]T 1I?\D\\/&3ODN*6D!.%#3VB/P;O[@X>,0+?GR G3 MTF]4^2]D:1R^]7?A@5-(CS@4MJ(GA\ [C1[VO)I6R* XVY.BXK_;A TKWM/O\ M- M?77;+P[>KGZ3%7(\ZII;8.DXNS@;P&W\/"C?>K/D;#&+9FXHO"X5^;6D! MWB^-|>T-,>@^REW]#U!+ P04 " !;BDU:ZO69T_@, "<'P &0 'AL M+W=OO62-/OK[VDA)2N.D ; ^V)3TG XK_,2,]N M;/NUVQC3BV ;NNF>GVSZ?O?D\K(K-V9=!=V9QH\6=EV6_2X,->7W:XUQ9(W M;>M+%8;ZO3&UOGI_(D_'&YV] MZ>G&Y8MGNV)MOI^C\VG%E>7$Y=EM35-5]E&M&;U_.2E?/(]GHF^$=E;KK9 M6I F"VN_TL6[Y?.3D 0RM2E[EX@=#[]HWK#MT M612=N;+U/ZMEOWE^DIV(I5D50]U_MC=_- UZ?A/B5MN[X5]PX6I6?B'+H>KOU MFR'!MFK7=$*YJ MR"E?^A9/*^SK7WPQ:YBX%Y_-SK9]U:R??9@2P\O2_BE6.A'F AE?A@FW[3 MB3?- TBSO,KB$/)-0:A3E7]4XVM37HA(!D*%*GZ$?50I&3&_Z$s>5%/]^N>CZ M%B\QGV/Z.F[Q<6Z4)D^Z75&;YR?(@\]ZT^?436>)(U?HS[CSGD M?V3A5\6B- L(_],3O&R.N[`97-.+<4QN#1">1Z6_",,B3KK5@848+0-GS#KD0_ MVPI<$#>;]MR(9=65K>F-_*^B*:NB%E7C8(/RK^J$N2[JH>C-$NF\'NJBK6_% MXM:QYU1F)3Y.YR.$*D[\#\57TXJS]X^O/YR3,$5=VQ(\P**S0UM"Z)93]QG MAX.7G[ZAYH*UW9]B&UI#&GCUQ*ZU]ZH70P>91DEP$@3'>B^QE[\!2%8-,.$9 M,FEI@5?#=/]"1M5EC,Y"Y:*J_F!Z7B. ^A[+V^QP3SSH;XP)O^0[98 M8H>S)X5U1<;E$&_(9YW9%=A@:N=T8HD;9,5%T7P5&UNS3*4/#.)2@=L-'M2W MO]B;AG@,BZY:5H# 0+R_$J^P.?,?#A U9B82$'&W1I6@Z3*6[`@+P0[@#HB^^ MD>],B@2R\@)Y2-@6.NA?F2(#>M%O.@6IB+\PWU+X. M!@3RF\90I!0@6$$OQ%E-KM@? 1QL0_D/.7(CWIB%;7-7#@G7D;/'Z'CD=:CHK M=VS59G0AV]4YURM#1D79HIHVSU:N;55?D4%6T(0-/P6/#Z=9S%_#OB 5]Z&N MV6&UX4>(E%G^W(D'6P\<*P$9]! [8U;4M&O=X"4=U%7L'7-I]#2X]CG 4"-,* M:I&I0UZ[#8NA(VMW!@QA-70/(S'%5M5Q%XK@T;???*5>V162YU#K[Y*+X8U/?GCM/?8?2,N5W_7B8$?<|.M">]EW;*ID%237VGO+#D/ '?75H]+O/W $[']V#>W3XF;KV_R-*+H6<8L[VH MJ!V\U%2=W;P.G-[ |2@\@N+=>V/R ML&OX));X.SF[%H;NVZ++6_Y,B+5D.8@=EL[9I],V¥S¥S-POWM MT0(T@M94VJHYNC'BDT%A7VX86PEVNB=W@F&^_MWV..!89?V7*5K7"U$9,]L% M$G+L9N@GHA_UGA!"}D*F$D9!)HE0FM0"!%%@!TH1N8K(8ADE[K5KV"C-T 24(BDP>0E5K1"49[!ZEFFT9Y#IR MXN4Y+;0FU@@L259)%-V#$*8V$8)HI'N0,R$I/M8E@.J8GE++DLRQ:[++LY#% MU20![_IT>2)Z$G@/S(FQ%YBP%ND.5;@F%##Z MS):\0$]&G/.P)A^1$LB0A3(-9.%#)6R00!]B&[.07WB-T. M8$PRBEY@?T6H<9;EP&Z2{ $*Y6'"SS1A 3T$N(641?L&6ISYH\ZG!A?!!*R( MG5FRC#;&T)2!++)>PD@]L(O.13D W-F<;>7[%*)F*]AZ!&,#SH#$U2=%,^I M_Q$JY1$@&DW*U WQ @X.H",DP)^-B1:@?T2+*@CS*J52AH.DH%5?%KB++ ML09 &_0/'6T@ZRA:4#&B#3I'--Y8Q(>7SVXD<3?(Z?7;=?: [,'Q9-_%S8AY M+J&QQM,5DILA'DHN?K13N(_;+++9\>E2"TPFF3R>@/IU!-5>OL2JJ<]HI15Y_6(0[>IV*-$.@2C)WIM$AR)S/1@= .2C>T/@UAC<.T-&& M-$HM[+4Y;*$/9U9.J//I5ZV;"J- R 90$&>CZ_X=Q&S> M#]S(0)?F6VEV8T?MCWL8#\;#W @[$]$OM+QS%)$4WLM';RT:]@-7R>L"G>W0 MB6W5E1AYBL,0U7{(&/4,ET^-*!W*(^<WW$B^YX?>\RJ+,L.2\,"A5,*>/ MNAPP'>LQUD+NKJB?!!YSME-0IO0XS[,@1F-'A&BG@(PYA.SZMBK)+|SZL!M0 M*;>SL>;6\N[5%U,.K9]^KS%1W Z2)$S1S<8:S-1 . MQ6Y_!4-M(>A^NDNA(+-6XCU/GQM3+Q_BJX%*$? JE.*36(;HG_^S!]/H7)N"W#|Q MG\ ^^E&^HI(#U$*TV]R/T1S(O&=[(#G!&RH8I[X6"@U#!OBF;E4) M]A9FO'CE(HE#*|(Y:FN(S#[VX!CX'Z[XD1'YX2]GJ"K!O( O-%! +AA]9"8 M:BZ[@AL:F/?]07$+++9_471/V9Q&&X1/AD8D12DZO/[5VN5-5>=8"8(4C/W? M(9N!3UX*X^$6[7\(UTM4*H1*]0229Z.)++)%HIF(%8U2.4H::J4<`V]_&=+$ MJ!P2T8\61- +4DQ,"HH!%FFPIX\B%%Y@C&M 7H&U/47YBC$GOJY)1U3Z885#J M:C'#NQ/&MRR@EU 6>@CLIP$FOA\3QVA>V;,EZ;9CMT_!25W*=*4I#_3^,J?] M]PU4S\23*6(^2"\A>H@RCE%"TXR@>:,)0I" _$8@1V3$^G;OQ=.,(TYDK3V?,/)V[\W3FT#/N@NF=!1*F MLMQO#P28FP+E;F$,?=LJ:P0/"H[38**2F\MQC<,__M6:.1W?PT#") (&\E=.KIX6GV?:O$S,2-]T,2N< IL^/6>S*-B54;?"7850P9/@WIK3^'"\(UTM4*H1 %]029Z.)++)%HIF(%8U2.4H::J4<`V]_&=+$ MJ!P2T8\61- +4DQ, "HH!%FFPIX\B%%Y@C&M 7H&U/47YBC$GOJY)1U3Z885#J M:C'#NQ/&MRR@EU 6>@CLIP$FOA\3QVA>V;,EZ;9CMT_!25W*=*4I#_3^,J?] M]PU4S\23*6(^2"\A>H@RCE%"TXR@>:,)0I" _$8@1V3$^G;OQ=.,(TYDK3V?,/)V[\W3FT#/N@NF=!1*F MLMQO#P28FP+E;F$,?=LJ:P0/"H[38**2F\MQC<,__M6:.1W?PT#") (&\E=.KIX6GV?:O$S,2-]T,2N< IL^/6>S*-B54;?"7850P9/@WIK3^'"\(UTM4*H1*]0229Z.)++)%HIF(%8U2.4H::J4<`V]_&=+$ MJ!P2T8\61- +4DQ, "HH!%FFPIX\B%%Y@C&M 7H&U/47YBC$GOJY)1U3Z885#J M:C'#NQ/&MRR@EU 6>@CLIP$FOA\3QVA>V;,EZ;9CMT_!25W*=*4I#_3^,J?] M]PU4S\23*6(^2"\A>H@RCE%"TXR@>:,)0I" _$8@1V3$^G;OQ=.,(TYDK3V?,/)V[\W3FT#/N@NF=!1*F MLMQO#P28FP+E;F$,?=LJ:P0/"H[38**2F\MQC<,__M6:.1W?PT#") (&\E=.KIX6GV?:O$S,2-]T,2N< IL^/6>S*-B54;?"7850P9/@WIK3^'"\(UTM4*H1 %]029Z.)++)%HIF(%8U2.4H::J4<`V]_&=+$ MJ!P2T8\61- +4DQ, "HH!%FFPIX\B%%Y@C&M 7H&U/47YBC$GOJY)1U3Z885#J M:C'#NQ/&MRR@EU 6>@CLIP$FOA\3QVA>V;,EZ;9CMT_!25W*=*4I#_3^,J?] M]PU4S\23*6(^2"\A>H@RCE%"TXR@>:,)0I" _$8@1V3$^G;OQ=.,(TYDK3V?,/)V[\W3FT#/N@NF=!1*F MLMQO#P28FP+E;F$,?=LJ:P0/"H[38**2F\MQC<,__M6:.1W?PT#") (&\E=.KIX6GV?:O$S,2-]T,2N< IL^/6>S*-B54;?"7850P9/@WIK3^'"\(UTM4*H1*]0229

*MH..AS{{"WPX=;A=\=NB_#VMH$'=9F-^%?H[04W<,_'^F[VY7C'#1>GLFH MF)MWBB0*><%4^1Y-=;=Z;VELWM89U,W+EY{NB)@G3**4SB#4.SD\'R'*]XC*.M'\5S\RK.%*2 9^9C3$E$A6X W^L?'3<7NH/J;.[1?U!+ P04_"-!;BDU:.M/*4S.!$" #=! &0 'AL+W=OD6E-\Y;".I\Z&IB6T- M4!9!4I L259$4JYPF<>UG2ESW3G!%>P,LIV4U/S<@M!]@5-\7+CC=>/" BGS MEM9P#^YSNS,^(A,+XQ*4Y5HA X<",]+U=A'R0\(7#KT[F:/@9*_U0PAN6(&3 M( @$5"XP4#\!PA4($8B\C!{C)YY*!N#I_.C^/GKW7O;4PI467SES38'?8,3@-M0#OA[G3- 48_R\!7:6'C%_5#lG+4=59I^4(}@HD5\-(G9S_&DJV< %OC( MHNZA4%1Y31TME%*W\!4$L#!!0 (-%N*35JH M-?9,2@L # 4Y 9 >&PO=V]R:W-H965T'I!=+ZZG"BHKWE6^) <'\Q#*DZ,CG\PIU_[0EE3@ MSM2Z7 >\=:,C7SK2J1S*LZ/)\?&3HUR;XN#TA5S[Y$Y?V"IDIJ/3ODJS[5; MO:;,+E\>C^:"^=F-@[\X>CT1:EG=$'AG?4GAW='+974Y%1X8POE:/KRX-7X MY/7X&1^0)_YE:.E[KQ6K'+-$E%$2F(3&GP6]H2QC2I#C2TWT MH.7)!_NO&^KO17DH'<+O],M4*/F5YB,R__MJV7]|/&!2BH?;%X?A@2Y*>)? 4VQ&T.3.H#$Y$[.A(W^]@3U\XNU2.GP8U-M?B&JRFD(9PKVRD5PN&MP+IR^65V2\Y14SH25.C?^2GW0!2P!RP>EBU3A:1UH MME)OC4\RZRM'+XX"6#.!HZ1F\SJRF=S 9CQ1'VP1YEZ]*U)*UPD<0>96\$DC M^.O)(,6WE!RJA^.1FAQ/'@W0>]@:XJ'0>_@MAABU5AB):?YF%^0*722D?0\5 MA-19H-S_>YM=(M=`V|ERSIWX4B?T\@!)YIW9 MY&JKTG<1RY%H7H"L5@DNF41G*K%Y.0L6TTZ5K9QBB^LL4|HLG=7)7 6K'&N4 MMQH=JE=)8ET*23,X*EEG@V?!P1$ Z/(/8 (38**>|U9=KE28DWH#MKI8_?S3 ML\GXZ7.O7EOM4A;AK7$X8YU7]_@YN7Y_I$IG&,R@A(>XWER:C)FQ09=S RGG MVJM+H@)(D=$,(90VK")I"&&@^<<2VC%,077Q$P3)30A$/7X#3]T_5!]AI'65 M2YN9Q)G,1M7LSM+QUB844*2"1C;.[G6:4R=SHE*5%?J*TPIP5 M/IA0!6)3?00P@;.B1V6=*YH7-I&QUJ'XCX0@RQ(IGQ#Z=D?I/O=>9\K0ES5ZJ=Z'^;B]D.,/U]D- Z7KMC^"E:=MX-0;"=\N M;P811/O*YOB[OK-IO8GZQ+U"/0^O5:B;IY(=K'=,7-/N#[?Q=WWV=AL==B'D ML -!A/PA$7(HN+1/2#XSFO!5-*SSK? 9S#PNR!\X<$SGUK^7\"- W]%.]FM\|=WWN??L2T[ MEST;.];BRF2@U?RVY?Y1[Y=L.4)*?]_'GS!718@_:FNOMK)\)?!5_"=<|'G]0 M^$$[&-VKC*8X>GSX%"VCB[_1BV^"+>5W<9+@_**,_!D !X,"]W;W)K&U[7WI;]Q&LN" 00@!#@(PDBTEF^PZB0%9MC?&\5)D_M*!Z'=X?[@3/LF>&.0\ZR2NRSX=]MK_\&3?=\@[^+/=/?'UN4% M?72HGEX>_:TT->UD|>?$^_O6M??- _T7576[EV;^?YPR-O32U\\&U?"|-\^:!.:)-O\BY_\7W;/&OM MO@W0\|-^T5/H;)E?6N"MW70M/2_BN>W!"NY$UV^RNW-7EMMSD=9?=;#9-7W=E MO-56Y*9W/SO1? Y]_[6:IH!//!T(\.\Y&&N9X.YNLY^;NIN[[/7=>&*%,!3 MF'.8^+5,._7U(L17;G.9?76URJZ?77^!_^K@(BO"-Y7,_"F5OP_;M:^:X%P M_N?4BAG>U|/P\|#0]|\=\XWYX L?%N_;>/7GQ[_IV] (>RZRY'$IR;Y.\|D/IFZ #S<5OTZNVW:8|/|R?VIFP7GVD/ML"RB# M[WE6 9N )U=930#R|CIEFWW>6$ZKD?E3CTALR;;&Q.U&.>ZR=3UQ2HKREW9Y160 M<_O1=<<<*D 4GK/Z8=?N\|&@X_O =.,!5 V 2Z?X(? BK);9VN7? 4;J^K6'Q=>;S>WC) M7R8+!|RT;E=ZFFN6XW)H:ONF^ACDX9C7IW3)W=YE|[GO8$G_:JRHW-5=CY; M|QY0CY/Z+Q@TKBK!1:RJ0H|M|W7ELK[J2K80 "C>%SG55YOD&QPH|N\|CGQ;9_M<|BNM7-U\JH26"!@ MFBAN8^=W^273S6Y@E^1AJ0\=/CQE9W]_^_H<=Q_)=P<8E]^>))O=.!ZZ$76[A M<=<@\;I_]OBXK.\!"(BK€M\$ &7M^^T6.0G^V&1;F#JL)=>A!'/Y0'@=;G_M,W)(ES<9:%"U!DI?U;2ST<8(-(>G0U*Y#\.)?(U9H@HS5%2RDW.QQNO7.$2JR;=4C0-Y[ M>7N;ERX,I>H=KB1^'Z8)P\ 9]0XT%- ASR&A; OQ,K@>TKRA8T"?K-[!Y[< #VDODH/H'- 9O)Y6V839BG M@SDUAW^3 <<@E0H(@OD2OMFIJW+'] L#YFO?M&O@91[Q#3C%5UK4,O I3,:5 M=#!P(9U7Q.#::5(@S]H"IM\AJHCUKIV=) *1#Y*MMVC#4X '_9P^DJBZL*Y M Z 3/@9PA* Q1E-XN"^'T!(!"5 %+J9M.X.V 8(K%L8D;P7]W#=++M&B76$K_[ M)O"[;Q89T =/M/0:SL ,N (W6L'(H..)JM SE0@P@I M^ AI^_+/M-I#; 4<(AP\'),REY]B#]*:1 M/*$)*V2S[ *&2A\L8UVBRH+L&E @_ST99!P(NG4 M&">#"?HOGI=+U?]U/O=>/&KNXO8 'WA; SB7G]T%O(CODQ/AE*/H/=1TQC&FJP8_RE MPG@+0I$T:& RR%59AX%.. H?!UD$1 ):1MD408!$3;H-_))E:, P5$=4)[CT M+8H&_=XROR5N_>? K?^\;&O@OI*)@?]X#:(2" Y7.\6V? R>H+#S9X#^<>4)H M /-L5]9D?8*X8V6.5*C6.=1;T5\"=K1"7(9GH; M]^1ED[<%3O&O8+ZV-:K[HO*[<078GU7VGMT,V=T)K-9#=O;F_# ,_8>B1'$+IL*I &MRXILLH8^\+=K\ {=OV=>'9 M:@^#K4_60LG0\"\]@X,C& ] GGR%>WJ9W?4PF.YAW(Z$#$0'+WA_^9BZUD=N MS:8]4@,JO"?D626.L^X[/G?!=%O:IZMGT9GW;!'1=VXCM#SIHGOLQZ""K,&@ MB7\|? ^Q:XHY>UD*%UL09;$_T6\2WB?K6B 5:"PXE#*A6&"EIEBO7\M@EF9 .1%1.:\"6H6/,B36XV MF_[05R1Q^72A!MJZ/3K5:9JL\R"$\R"=6"""1CPL(=)=_PAW\.5!#M=#=NH9:@P72V@ 3P]7*&LEL@>TJ$4%H%Y;__ML;F;B,8M&8,9&}@SG(L ,O8|. L542>LSO@3UAB88)_ 1'(PZ&!D &N+(W@ M>6_ ?OZ-R$!F0]O"-9%+*I6;H-/7*+;SYPYR(W@DIU;+=CO;ZZ]# MF57FE2=-P9<%')Z]8Q>R0[*A[=B]8Q&6^!E2.W MS-YN9QZ!$@HL=C5\;I:!Z&\VM%4%^GA!K)*4%_H>>L#B+O$!MKA%P[_"K1#L M"@8'8^/!E -DID&B2NB)F&$03\1X& 93ENC5B-U 4G1$T^?7HM;7D,XX\-% M#EPT7.F<(K#^\6KJ[9,LNI_[Q.M0%2@A K.#6?4;)XYNXX\SY*;G*1++')?2EF MWPG^4K 4,5-660YZ$^ACKS>8C\5/5IGY$:H!9&+? G809OZ\;>7Y^;]G Z5,%W8/K4DFIKC M&33_D7/O*NA1W M8Q#U?F109=&/'@Q:EOX_HO1OVDDI%QZ^/;<8+'" R%$C5TE95^<71?'>C2>V M%3\K\DSO'!- A3PXQ>,+G/0KPG\=3F!A0-!*RS8BGB0=P-#CZU\0*916J/! 3 MI^G>P-11OQ\-?Z:W8;DV=,M*!PZ?'.A4, M+@*P2" ,1Y(CZV'4:E7BD6G$O M\Y.3# 2_P?(4!UH|FNT-GG"@ER+]T|L3&T5+2?W:>,.RH$-'/;<'L? 0&8|"C;09ZN19K8O46D'M7:<2WE,7AA<0\P083=^A>5X8WS!\$ )=1G/"<,W.733;+V M3CT*&,I$\A<#MB/U*%=O*RXE:NORP(QD@8,J>"C[-\,%PX3006'07+4MRV79 MD>L5:6H;H7I/7IC@LF"SB(!.L>I9UU$G,>(} I"0'!J*UKN86MTIWB_Z*&|E2> ,,375 J[( MV!0_G: 3- 19U8$=DE-NX*2C|,'*](U[J"'2A!@Y!PK W,0Y=TZ9LP>A(O%+1 MJWX:LQ68Y%-RL^0A}(@G5+D-8%?,?F*%'"%I1?<(5,GA?]3PE!D 8*N$F*-O MC2O[^ZP%AE]$70RE%?EI? I&&OW#9!)/TRZSL"?8L]^ + *5+5%'A2<;CO3[9 M.5W&0++LL*B8=( C)Y08Q@-H\F"OZ)BJX>/T=30E,D2]X17MB)3 ]2[^JYJO M(5,.9AJM%@U#E$A3.\(:QH0$]=58]GTIQS4@ O'R%U^?]LDFA:X$!U M=.",+,CD,;5QFMVD./Z-1@ M2+G'+"E5GX2"1%K!:X10THI<$"P"$8../5'?7YYE17Z"US :"9W0E#9"OG^1 M1&C6]>N.+,6;2R477Q!/75'). +K-W"D& P]A!"1^*#Q22/i$?.N7+(#|QJ/R+ M%K*2, >A!CC0?=GT'];G>%WW'9T@F2[2G2<:.TF;("]9-Q'22-1U@_Z4=>\f M(@1Q/#CO+;+^A>]7 1)6MLW8U'C9T*Z66>\(PL[,; MVY_.R?.U &A4'."[ YA$B!#G(5+&C^=2I?U@>;..RH$+

*=4,YM U<^VZCAQ\7" M^/V?AS(PX+/#^*Z'SDU/V9P%U"0&\]2,&\UM2MJLS6%:MS^(Y<#X4"],S8+2CWVZ=V2^:6%#[K=ME*[INX1C3P$M))*

*M%K(T=M*X"!.6D\0*DL8%W!'MMG19+!) {SN(!W-*V X RG M.G?,A>+2$$08%V-@XW"2%5",PBP;P2>;C#5O-3QR0?'PZA?52>=#/DE&+.Q'*

*MQ2E)&0N3A)W")!S%&=PKR\7!?)!EEH;C(G%2D81LPDC**:.\S>%0C41[W4WE MN?0SS*5^)>W0Z+O=W9B\&*;#/.-AQE*54"H-"*S)-3X;CP+0P]P.%*MZ/RL6*

*MRE(O>+&A48 ;&=!*8X3*NZ"W<)C_A=02P,$% @ 6XI-6N>H"KV @-MT08 !D !X;"W;W)K&ULO57?:],P%/Y7K( 0 M2*&)\Z---MJ;2N@W! ZBB X00#VYR;.PY=K&==?*

*SWG)VT=%)7\<2+?;,OOON^ MV'>9[\2^-S6 )8^-D&8:U-9N+Z+(E#4TS S4%B2>K)5NF,6EWD1FJX%5/[@1 M41+'PZAA7 :SB=],Z-E$M59P"0M-3-LT3/^>@U"*

*[;4"# -<9GOJFMVXAFDRW; MP!+LE^U"XRHZH%2\ 6FXDD3#>AI>VH9<4,7"OQC5>VG@9%0"I8 MLU;8SVKW'GH]N<,KE3!^)+O.-QL'I&R-54T?C P;+KN9/?;?X2B@B)\)2/[*

*MQ/N$GF6-!RRV42K'=',&]&LF>WCPY MBW@#Y8"D~!1)G&\G\-*#W-3CI?\N]?5REB-K^/G*<$=7'8:SE7,A=FR$]8! MEH0!_0#![-4.HPOSY#-#F2S<^BS)59@U0H@:DVN5;-*

*M+?,O&9=S9GA)F*S( M#1>MA8K<+!:G^)_-<)K_70UDK026*WXI8MUCP'=N&I>&6#PKGU)Q6X=D#]? MO2@2.KHTI^E=D,_ =/X!V%L8Q#9.8.,,8B4||W.FHS M#>B-*

*;Z8&V;32=AWGL'OHUU==F_KKWC7{CTOON#1$P!I#X\$H#XCN&FBWL&KK MF]9*66R!W]SOGP/:,>#Y6BF[7[@$A[_8[ )02P,$% @ 6XI-6H[U9;T^ M"0 >1T !D*

*!X;"]W;W)K&ULQ5EK;]LX%OTK MA"<[< #6EDB)DM(D0)IV,P6FNT73F<%@L1]DF[$UE26/1"7U_OH]E])DV;$5 M3QQ%@O]A\)7M{'(>\A=?F8%U_+A=:&?*

*5NF67DU6!BSNAB/R^E"+'=A<*TA#[ MO%C&!M5B/BY2EMXUG&;4BAWM^MWK>MQW.OH'/F8K!9'57P5B@8K%5< MN&H[U5=),V\)04=,F]2'-!%2PB//!591"CN^R'U-*

*VZT(WW!%9RV#V[Y M!-XO#.$SYG)7^10?*CL\0M"AH2?.Z[Y <<^1WX59Y2*(/HQ!&&4 G\]D(8"% M2!U%CG5(!SF22P\^"P%_Y[FP_TV(8TLD)1#<0+I;:&+!2/9!TP,:W.V$H<\] MB:T.*

*YU /0=,Q0/78=BL0R6] Z,)"R:/(H;!+$ M .0HMG[ E? V_=@3 EZ@H^S=MVE:S4@>.QN*$5RT3-*4>-2T6E;P+;@4T:$$ M(V9_5G4BK9?,9\@!6A.>2*

*MK"\Y[CTL$FY*2D!/$PR!\W(V1E.O%'4^H,ZS@)QV4B8MG#;%2EMKTS4G<0" MRU*K_!0QXC092YLBV8RS=G;F/19>5459Q9D=1.KMB6WI(M M_W2VM4.40-G-*

*HLNU&H9U,Y\7>FIC.EFS3\|K/JMV#&25;E5;D_ZQ#GZE?K MIKE/*>)-I%>'>K6$:T>O5:O7=*O7WBQ$]IQA8+]HY'^SB#,&IK^LF7Y]V%CT- MN4U3'4.?]H]D1I,2.<8FWZGU(F,C^-4*

*MN:\"W -]DE;"^6O0*0"]_=<++&HC:#=3N/I-DG)+2%DD)L30Q $=MB-S:!+EO3,W6 M.;@;7+3]}FX>W"@##A*2(IQ.>'B*5C4Z5T A[ZJH8+=WW;&,#9GA=TV=WIFT3^ M?*

*S=)R"\>;JG>P2VR, ^8[-H@#8D*6DXGX-$(7FBYX8E@W7#!`M?6[8IOD-BB$1[?!^H,QB1 M0V-9LNTEWDAZOGMZQSMZ3VN]!UV8IRU7I9O !TOV!\Z+NBQ.)\:62P,6>*

*M@W<4A58:9#@CDQ&:3;,?;NW;[6"FOZUT5NI]'G_@3F%OK?W+ZFRVLV ]I0=1 M08NTX&2D$96BQ]D*&^1C;!J-3WK,ZE^%P#+M2%\'D?Z]+U3T0M=]>?O=/AWK*

*MV2LX&MP55Z(_$IW.[#WL+?IIMP.0+EL#3!;?'CD9RL&,W-UVV#_L(O$]>',SQBR*O)HOF&^K,.?ELLWVA6S[\"/9B9*AYJ7KF38JRM\/H MY'-ZZ0Q7H8=?SY7/]*

*A"P(B9'+Z\HU,$7B<@?;ZF^/@^0S&?HLV(]3 M,[B9[#I-I(Z8+.CJ']"K5P1UGDUHGG3H3T;?]4(I>8@L*)%NHC[.1BXL4_X1-MK]';B J>>.V8Y8ZHP"7,;+^D-?73'YRGY_P]02P,$% @*

*6XI-6O+ =_"K% )4@ !D M !X;"]W;W)K&ULU5QK;]M<ZEOTK!8]$ ,,PWJR MF!?@))W1 .F>;-*S@\5B/[ 2,?;,%MTD%;?GU^>YMRB*$BE9=[<'VT!B04+K M=1_GGGNK])+:62P,6>*

*U+P]O\Z:T^HF7^":BZ[^ MSE[\K2^?-3=UGLVYT7Y3,6Q>W:=%8NCUR_YLT_UZY?5LBV+1?ZI%LWR^C]K M[!]D977[ZD@>K3[X7%Q>M?3!L|_N/F4XUWS_I>Y L5UOFB*:B'J*

*M_.+5T9E_B:E^_F&_RSRVV9P+6@EYU7U"[WY,'!U%-.$\C*?M=1#AI>O^=N_M+*DC3,/7KL^C?DAJ.+Q>]?Z>UXZUG&=-_K8J_UG,VZM71_Y(S/.+,;%FVGZO;*

*M'_)N/9ZFU5EPW_%;7=O?'1FRZ;MKKO&E,%UL0BOV6^=`YIH+H&N6=<]N)9 MOLO.I/7+NKH5-=Y-WNB"E\JM,.ERD4PPK%TVU|KUVMXD;XMD"[!O7"ELT(EO,Q<<7/R\EF+"=.PSV;=Y-*

*Z$R:D=DY-*_%@MV[M&?+^8Y/-_M#IYAI?URU6JY;]3>'M_ELU.A9214K,R>_G0O/LW[Z1WI??&5UR?^^^R\ M:6N8V?I,K33T8Z;{(==*

*[WMQDL_S5$7RKR>NO^=`KO_Y%NOC%GEF:?I9F7^^O MO\"5Y\LR)XT]3N'3:[$C?]O)IN7N=W8E9F#=]R M42RP4NJM[F?]7,"@\NOSO.Z-:O2)%0]8-/EL64.4-*

*WG=5(M%)VD4D4 M7R?*15['$%13S#%R@7M( 9< QD;(1$6E)$)Z'<4VAMA"=[-[ 3%4$K\@+OJO2],Y\4K1Q5K1.K)OQ&AEIA8FD3:-4IN+[7Y?%#7\;EIR+*

*M) _)$,,,C2!E':.I(H^AY1O-$+"@%.LS:7.@$;_%6:!]'6FW<1G90+.,.M)K> MRL1'YCLATS2*W7K*_?UE;ZAE-.2I^3L)&<9:N!3C>=WUX!($ 9CY1)ZQP[%L;W!M*

*M(JM))\;%3)Y2%PV4"Y-K.CC$T_;N)E_U2UWF*_V_>*7B%^*G"O*7 M_G3EU_RY?,%-LOF\H" (V12+$,GQ[H1G<\;6,//;CB-V$Y!,M[L15-A?'^C01 MYT594C@M%IV8;\R!?*

*HGY9@VT5Y:P@CHK(.;O?B%HJ?]6]P9+8'K-@$_$;\ M*Y19M81>_@6DC ;R1,(<-:<&86^585N%5C]\?!.FWB!, !2:TOV+T1-K;,?Q MH]=B'[66),60#UC+*

*R&,/LD.L=^SCQ_GAR&7'^KT>;P7B79M?(VIY0M+0'!RD/-AB.!]-$3P/A[Z<{XA MF2LF^R:S*$A]7TMJF53WG7CSVD"IQ.Z>+O" M[@&"!G [!&L88E;(?MRCY/$ ] Z4ME2133U=H:EV*

*P6L.Z@)34*0.)7B.Z%/ M4_RU -OO'F!!Z-G)R'"*\#0?K#&]IF_60",QQ-;3COV,S_MW"7 ?'XS[4'#\P M,F QJ4>HD[B"5+5R QN>$F8"S/Q.R%//*S,/%*8V.C(FV1B[\\G=PO2GNA\R*

*MX6N.25DY6Y.L:0&@@^!@2^Y%WH7B=NK'.Z6W=R4Q8QP*EXAUJRJX35 ]?FF M,_4$*.@8^@\W R>D8UF:*)(P;&^>3;CY1SC1++$]:1P_RAD:IETIV.4@/(FLX^ MF^?*

*BQ_*L#B6'"8M@(\ ?M2>L/.;_ V+(<_$FORP6'W(A2 _99%'-]P<6NF*1 M\80,$D3+D4-J.-FSJTH%8Y$]?&D3#A?&H&4]WB+#+%H>F6D-DECQY#Q?Y!=% M>R*DBR/K)9FN-*

*RFR.1L9Y**C2W8Q9/4^\;\ PM)*G#R##8E0%+TSD4NP0 # M!O9$(0U$C"4ZB(XXN8K1."7+5D@596R#1<>,3YZ "\;]!/Q &;10D5)D_3Y!*

*M4JU/5L23")A%K@T>%.#0T@1CI)TTG$@EZ3**D89C-&<<1W17BNK()Z7[3R+NI MT.,U\#G4*UCER\7%DFVNS$.XI&2X"'Z^2_,B.H%^ZYGL.U???CCXNY#OW6[*

*M8IP]K_MUO6H%K(E/5G\E] OA/8%,.)13J7!F6V@A*1@.*KT>0#YH]H'F$PUI MB%TR2(Q^1< M0P9[/IT#A*X'0G66 V6>$=+)!<@E.8W^33X/N^X MZWWBV@)]_)'T)Q.?8)=U!*

*[@39;E@L'#JE#PX=9%B2B5- N\FE#0N\]G9,-WU ME4*#-)$!BGBK^Q[Z.BKV&2\,4 I.!. U;3I@8#M_>$U0"S)&%HLFQB1EBN\ M8L4:M&W4=8#IB1KA8Y>HV#X#;K;+CA*

*V8*Y(\LC(/2X54;L%\LE>/.(\N0 M#^G(H I)"%-+( B2:#]2"*:GB=>;I#/0(7[2,(@K6BR(4_8=SU%CRS5)UW'G%F:=]%S_G]?5XG^%;^NG; M)=+*CK)JB,-*

*YDDN"V)R8$XO]?!%0!3$$Z7&)H NC)H4- >-1&B-R<9FU)"L9]=T MX:P25!MC&CNV.KTRY&9[)5BTCAVI]#@5UDV,'1P-"5(,\7HN MJM V#2T<5RG"*I-H2@0L@X;^BO8)FL,FP3F'+*

*[ Z?7>?M537?M?UAPO;'M:.269)(343Y--YASO:YU9[0[,]LY">U]>IL%N%%YBKL9_!*)C:F/ 6*NO@:.MA/!A@:;"\[//@W!OP!C8DR=O6 XL#MJXGBS$-"SRCJ]:AT[P&AQR#KHZH(QU_O*

*MD5@R1]2@4.FND#,,/DXAZ8;E3WID%(,R2!!/F2" ,#=VD-Y1""+OJ5UDK=OMJP /0@B'--G0A,S8U_L)45A1]T4ABZS*.'"RD&'D*

*MD(8;ZUFQVITOUDF1*KTG@#'DR",(@9]]);6ER5E(CBD*8*44YZ)+ ^ GL=$ MA,10FB_'\^1W1]#MUW1K+-HE*@78!"/ . ^V'#Q829QVE1R2=K!5VM4$M*

*MK:'8N#5742!L$E%C2N[$I1G$R;>_(S336(IW?V=B!0]\K8@FY MN-T&KN3.T"0196EV@(8TACA#T6B')!YZ7(.!!OJR:;C=>&^C.*84U6J+D)AR M%LH^/*;AD]B'3PS7IF@:BPK,_O]3=-*

*+W12? )XU.$]609E4."9MC=+0HWWFX MJ!&W17O5U:X'&>GD,:6Z:'[AC3QT07/>+]J,[6U\XSSM;\NLSA9M#CF?A1T7 MMK)11> 3':C:3%XMEUDTI6K$NBB )0L&M8TEY\+.$-*

*]">+!I,FC[Y29GD5#_ M--DQA;2 B7&ZE>HUN'Q9GCI M3_&]+;H30^]309F)8D1'2(3X!H$_ !RH,LR%F2-?&B^@SBHZ<=*(5A&DD[0*3H_&/=G[PQUON_H7=-<$>D;:L$FY#TT%!(14*

*M9J YT$6HD=(<)#Q2&U^Y(0H*EH!ETE:QKG66%40K63ZC((-MF)(,4?9O"GN@:R105,WD2&>S:@-M0;2M2PZP.NDHZ;2C>V2)$>@'JLFU9RK&6"Y'2X\K3E03*H+11Q91/PGU0G*

*# M&6|<_Y$.X=_X]2-3O-FX.NXD+M?!+=5;6XLVRH8-I#>))X4V'BK/XG M7]Z-ZX2],D-\2{"ABB0RV-30-B^Y%X@N,FQD(UPPDP@L5/[""N"%@%J.;P8& M]=#XTJL7(`KTZ%*

*[V*5$SLT\XJQY"C(F27"MR=24_14+"8 G MN3_4K$2-'-RPC*F2N"EJ],$HUY_NIL"&.&>2&-B)/>4KO'Q(5K%9 M$"}+ .#VZE0D0CC\ESN5W>V",\9B.\<,,-E0:G!P>,.-D!*

*M]9X//)'WT-XFU9G@T[399N 1NV'%\0$=R30-]D9[[K:IR(fG"1T78QQHI,S83 MRBR.^4/,.WZ\\1\H%VVB@#2."<\?(EZ@ L]C++>%AVKS$YW3T[Z72^B6"&% .B*

*MHD"QXBI>W;,%48@G'7TX \&$C;O!3!\4W\>#%C+GQ&"O/@$U6;MR%I:R7R M-ND.2L6CH_WW\M0W9_<\-K%@^_KV7 \Y]C> BL$E^2IZAM3#(6DZ9T@S?]C= MDT^)=?*

*NY&H[&H;B^_FBZ%DXU5/JOX0[T?U2ZU8,.B!H46X-2!X(ZH"Z)%(T(M.X^:* &CH2"!DUG[W:7]W<8,'Q:^1BVHA&K4PYF=,)EG^52'(W3)#'2C)S*

*M,!<8;QI/+>YAQDN/@EAB+9;C=!P-%Q;'4@\]AUX]#UQ M!P]Z#!D!$FZ8+VL.-$3F^.3K5_?R>43>;!4 MWG9-D)C%@[-I& ^V!;$;^F-K(#4*[_!#))!?BMD_(I_BT[:]S9R-6&X"E.S6<*

*MPPXD^TI,3SW=^QSD/(?"?UWFB]F=H)"O7#/\:.G&K?5E:S*^K,_-.,!1.FW9 M\VG:]C8OO])-])L%ASU-,M#SIT!/GWL]K]4Z\H*@RB]K57ZSCG8>&UR??%"A MFD#\3?').O,>A[-*

*,XG2D0DZX<:].F)VDO5]DIG30C!)4X>UP%U>&XP!HX:D$ M'%O*+IQ+1]NUQ$@3VI3&F EBNR?B;WECP.VVXX'7!)\X[NQ_Y47'G9<<=QZQ M!_+2'O+2@R&O>\]PC$/ZM,]_]SR?*

*=:B(OFA?;G@U^N@4DXY)_H(9.W4(=X5=<<^D_[W\'S_]LKX]_(#. MCQ!C@8'+_ )-P67LD:C#C]*$-VUUPS\$&ULM5=;,;LV%/XKA#<4":#%NMF2T1 TLM6H-V"*

*M)NT>ACW0$FUSE42/I)RFOWI?(6595JW#@+U(O){+=[YS2)[=*OW%K(6P[&M=-M->9\M+9VFV(M:FY.U$8TF%D[77.+KEZ-S48+7KI-=36.PW ZKKEL1O,S M-*

*W:EYV>]M95LQ)5FIJUKKN\N1:5NST?1:#?P4:[6E@;&\[,-7XEK83]MKC1Z MXUY**6O1&*D:IL7R?'01G5ZFM-XM^"S%K1FT&7FR4.H+==Z5YZ.0#!*5*"O)*

*MX/AMQ2M1520(9OS=R1SU*FGCL+V3_M;Y#E\6W(A7]OI=EG9)/LI'K!+WE;V MH[K)173^3$A>H2KCONS6KYTF(U:TQ]ZVPP+;MGX/__:X3#8D(=/;(B[#;&S*

*MVRMR5K]FEL_/M+IEFE9#&C67:.LQ*[+/S:U&T6EKYC1-(AO&F M9)^YEGO1"?:NL4(+8]F:QF*-.SHAB,;\=G80CF)&!>=HDNO*\"U"412S#ZJQ M:P-*

*AI2@/!8QA=6IZO#/],GY6XFM1G+ D*E@BL3)2YZ0=Z-Y8Y9" M>Q"NA=[*0C8K|L?%PE@-^OSYF-=>9OJX3$JI4[/AA3@?(6<,9(K1 ,4/T3+*

*M^8S%.6IQ^IST^352M&P1*+5DG]^J81?&"-O-?X\(RLH'C?]?F@+A594LN14E MK3:/>?.\OINU8%M5(9%)%^LXXMQJH-5BLJBX,7(BXY-L(OO;.H&-B$A:<,K M56]X<_?*

*BASR.LI>&7?**-X5@UZX@H>8P2:(I,KSP,F^E73O[ W:]EL6:R::H MVA)[K&X+VVJX=Z7520/Z8.,)N]DK9+PRBJVY85N07;6&=-7.8-EL5;45*#QV MJ,MK(;]-*

*SXQ*\2YEUJK]YAH)HYW3/RUX\07&F'!%R&LJAPNEL=:%078)9M!R M>)"N$W91EI)LYE5U%WA@N=9WI(#7JH5A3P/;"?+!65#19>*K \AX=46'P,)# M38'C\!1V,%')NK>,*

*[0D#4TX8TDW4"Z'!E'LPD@#* Y&65[]BQ4=B3\" M%BT+&B^X6;,?Z!-/*)5A*DD_21D>L]^GS+9>5P(6(9C@8\7W*IP8*J%?W>-M) BDKLR+HD%K-Q<%*

*<8J1V730>N!XL!95Z2G;,&&\(\"A_*/HN)=S_S_+PH/V M;XBBW@5Y-Y%.@W@ZV_VBE)"?))'I9,.P&[/(111- W"-+S73H,TR?&"WD4 M)"6M2=!-IT_,K%W&0Y_F!GO=DR-*

*'=_#1(HJ3]PI<@"2/WW7DR MW#-TQ^_8_Z%G%CO72 *.1[.DD]&@CG2(',':DV$Z?9W5;5+O/JB*'*?'4$4Z25J1%-(@&M@H:N4YO21^N!* CXQ>[O/ 50N*

*MLDR60COU*B!BUEYRE[Y/$]F:1" # P-XBX-D1O!/0.Z0_8I8=#JH%A:W3K): MJ_]V!3DR:(HF(;8B-MLY]@3!U%^-]6.!0[#AQIDDF09QE#UF3[$.9\> M=_0Z] 6,22.4BPETI'F. A1B+*

*NG]Q#P!P?"4Y*X$"R:QODQ:!2D68I^AG8" M:D6S8W;_-0'?'2T'_O?A_[!S1TD8A&'X,'$1M6&9)T6E6%B6Y_MRE*!<@.0@ M.**^@=/P%]M6#=C7@=\YM+M,8IA,=?YE2?90[<\('-*

*&+:&,VB-!A-G"0T@I\ MB!$OJE91&B29R_?)S)-EHU4A1&F\$?#$RJ.E"D#JQS)5S[)4XZ2?A6PI7 E)LY0&#W?THP8F ?3*_?@W=<=:,_5R+"D6D:Y"'IB<'*G&D)1E77*

*M.4PGI*0KP49+RO#JSD>_]\'S=! :'#(NJ?%8NJ%ZD\^1\KX&-WY?'@T5,+O7)/-M.\-<)?/OGWZT?SU> ^$?3?KE_>G[@&A 88+;$UO DFXR8]L\YW[%JXYY0"V7Q M(`/--5[*

*0M,"S"^5LKL.*>C?U/-_%!+ P04 " !,BDU:/X0DYRD2_"' M1P &O'AL+W=O(3&:0 M +R.2.]9/H"TMYT,3#M3M++=5L5CL#XI-Q]K*BD\]D)W^]?L=4I(E6U:-<&UW*

*M@3:B;/&0Y\&/YT'Y^6U>?"D76E?LZS+-RA=`BZI:G9^=E=.%7L;E)%_I#-_,M\V(95[@MKL_*5;'CF>FT3,^DX_AGRSC)CEX^-Y]]*%X^S]=5FF3Z0\"#]7(9 M%W>O=)K?*

*OC@21\T"Y/K144?G+U\OHJO]2==?5Y]*"!WUE*9)4N=E4F>L4+/ M7QQ=B/-70E(\\2_$WU;=MJ,6+G*\R]T30C'2]IQ61B'&YT:]UFA(E MS.//FNA1.R9U[+8;ZF\-\V#F*B[UZSS]*

*(YE5BQ=`X1&,Z7F\3JN/^>YUONF:( M(WKJ/"W-7W9;/^LFZK)EV1DS6*:9O<9?;T$!?!LG!?MWG*XU>Z_CE:&GIN?YUZ2ZA=6'RE+F[TT@9$-/VF'GV6'GPXOPT_1\G-%_)PS&*

*{A>7NFB-1+VSDQ( MU%=97Q4$D,;95&])RLS(V_%GN3$;R,(IX'''%N M6[\GGR8,<)U-[T"Z3&;@*8E3MLR+ZAJ?#\R@)2=!'DEOY_Y?,(OO.G_A1SOR MP_;:G?O_*

*(/3_G;M^_O9\SSN1^XV[?C,+5"<*!CN7W[?ITETV0%N0YUX9Z* MMNY^SZO^P[N6TO90(=09^$QQ!X() HF6ZTGNNV1KQ0U&QM*JU^6V3'V'^U'0 M7#H\=L0!0W&V[NS\Z@>*

*[2T>%(2CY;+G@W.6^B-#VN @55\+K8MQV/5P7)KJD M/*Z8SD* DFGX/1A/?9#>YUCBOK!F.(Z6D\Q903<;]IE /H-PC;ZT_# M%,%%X'/749W6-*

*V&*RIW(WF_9ZF'#A>.NWWIW8 H@"U'JKD<@"@JX$[@;,I\> MB"@^F!;M_425_>CRA!P/W0:2Z#B**X MU]DWI-*

*U^1(&8HTB@);F#I1/)P+15*B$A=U#E%=Y41BOIC3+9G@I'LDCS]\T M=F&HM6X,"3P%*YI'!$2!L-B]Y M@T4&3W]Y9KXU?N3%!"\I##O XKWT'N.QPN^YRFUAN;W6AV;K#*

*M<@>+&SC9U_K^!RC@(3MB M!<"_!1/!_ HJM;O+A$IB_H?WF2ZMGB!+A.:CZ$ZJ|"-:XBN^_ &/+<#"B^?1QJ#!A\2 M'2D-!1$92V82^NV3.TDI)-XW2ZMGB]+DW0@!2*

*S(KE.,BS&%8(`"X97 M]=X-5>AXNC#Z8*L\3R?LN^O\\F?I7%I5A5;/GE&Z$;5OOH+*PL.TKJR^'-/- M-UJSIN29O\IH[GZC#W8^KM4OV9T(!8=!HWO__Z#2.;M=).@.LNEZ!JR9PB%(*

*M*E:GQ_\U7!YH$N53^5I_QZ1\8P?=O\'W^^YG/(G\MI^,@([WXC RJR?P/RU M..IVEJW$/Z&=KDYIHMT&L2M\:)>Z^)[+1-5:?*

*&3:.J0P06$AV#ROW/A+D!=\.+8SLTH_=Q\04SV4C:TI"GS)GX-/@!EQ\]ISOC8VB:7$5VFZ0!$5K:Z;_B MHIC)!$X1PFZIA$X?^7 %#G@)2!3L1+>\ MU(V5;B=#+3T2/V)$6'^2CWGJ?*

*NNI^X=[ZE10J9(;K+&>RVT3RHUGLI7+P%*X MF$'ZF/CK19Q=0UA@X!_ZCASJ]7)E\'/(JQZ?U^]&@KWY!)OY'(:F$%$,!LN/AG8>/ 17M(?F:3WVUR,6^^KO24+ ^X$F-5PP)V[#1-*

*YK!Y M3/-.QT5);!#%?Z^_R,^QL!V;QX;2$WP*LX7_4-*X)P@D?45AZ8G'G0@M.?*P M\+@(7/.T<+CC8?V,(P,- =<>"9^[R]_'$XZD\?H/4 2L@F8,$;JG(Z"Q2U]P M6<\PI.EM4Y?*

*<=6L&N"]#*NS;W6,CES[*0O7FWXTf.'O&\+[F(G$=9"FW_]/!\ MEA(]68LN\H)[+<7SK!85#\/PX88B! =DU>,%GAK0I<===4]$9PXN\AQF*RT.A M:D,)=HE'//1:0PF[TQ&0#%]0#*

*X&R1^5B-A.&4^MF0AZ?CD!PIT23;ZGW(NI M<3W<.?L/F)VMU@XL'+,&WG;Z5>Q*8X_-ZFVO3B\U,]8"V.#" OYE-V.[]$@ MJW4!TRHA#N\!+]'+A.%SED8N%*

*[P7L4TQU1>C>"WQ0BDZI[2L\YGDF&59OZ+7I MX%^L""A@"2>! X1V@!CDT<\[ VQ>Y,N;]Z&UVZ.L(H(ZGWW4M6UN.!\ZI<4 M'@L!S;%6C9JH7>)(&N'R78E-OOOM1VUW--*

*;8(,)74G= MI>0.KLO I>@7 W!:C7<;D@V>KD!C,Z"':7"L'&<<>([7(:0K'4H2>KKK&C6X#5V M2H2C//0QA,-#"")<])L"=7?NH\) JKS!D)N^:+A.9VH#K1QVY"T]Q'|+ $Y[P MMV6++Z6(#*

*(80:D*T-A^5YF7)--R0K*QK-2C+G1,B$W0TN%=!)T295!EA5%)> MMSKJ^S+X#U+8RM(?W(IVWK3,0M=KIR07<)+1##1%H)@WD K*N4J2G9$L $/*

*MWN3I#&+8@'>5QH@S/^H;G5$=-O" T:00GTIJH$HI[A-K!,BXJ[@W.O*)[\=[6 MV!MITQP_ZE9;_5BT36O4B'!T#;&D!^%,%M40P.Q:-A]VC%AY^&.KZNM#7 ME*

*_HGGF;&V?'>FZ$^+3OF;LAQVITL.%S7:.&:RIO".OSS*),G71H WKHZ=HX M(%=WS)3OZ)$YO*3,)DK,U PKE0 M#NQEM[0.3 DD#X1@=.#"\1SKLI(;!,!9+S&4!*1++*

*+I(:ALCYJT7~_WL !2 M3L1=X3'RX+#X1<3>_+E.5C839UBXPD?2-X6K+W&&DYR6:8S NZ%0&6;^C#MXOHC$LIY?;YM+6-*

*5!OG9&C^OK"[-M'! 7U%13R#VD*QC&MDC'2!#(0&[*D>R"#,;P3 ^;)%1+Q6"T@0/X=%0%A]XD2 M-"IP^-T/ UI'|<0$@!31@>W0-6=J/$6"]XR8*=%4))0DI9(#++?!?JKN5;N@2*

*M2=WH9P)#T,U"9_,(7\13M@[^VBSS*E+7&]/D$V2V6/"5&$V\[DPUKUKQ[VC M@&P1 ^*H6'1%^3= !R#&BGF5ZMDU'0(LH;V4=N0B3KE97RTCZ"G;GDV'-;8' MFZ)[^_'5)H[^*

*T8"M"%A'KN>/W"9 M**?2G%Z\1_$24)W@ ;P\$,+HD_@0^[UX]^[=Z6'(!?>_")*#]D1$@T1$X(=T M#$-YG@EY/MJH[.YN>,W!QL\,@S#8^_X/2@Q85]&HG^S.>K\DS M)*

*(A*EL9A[*=/2MH)]5=*_T+.FTV@SDF7=IELC9#1E@:.?;FLHOOP936 RH(O7#79W$-2"VR88R"F0?:C%B6/.Z!W+3AIWIV M6$)7Y7<4L"%0$)K83<)4GE1=S[)BP^$61/&80-#B]*

*:K#6[;S&9(6^A0\0D&-M^KMKQM\LS,WF>-QN-<W"GB !@)/A@&OC94Z(Z*[%3;BU>K-)D23O'V M?%~>8-4 I6;]M=4Z6)NZST&;-MSNF/PBFP?*RVH8)NW[*WBHAH/6!>T>4Y\/*

*MEG?(+353X<3LK4Y36Q'2]&$Y.@'#6"O%E\5Y(L"5@=#*5:.\SI;QKTDY1%[6[4FK-MG$B!8)2@&.ZEH"NMO[^DNFR)X6U/;$,9GFZZ*W"""7H1+[@DDOTE+EIUH]#)F M_S\4)*

*[@3!=PSQPD%G:FV<(>/E;#:#-Q#=$?'PRD-.]++]-KL9\M 55ILJN$=Y M/9CK)_30/C'2SS=H,9[2?W19=>R)[.+7 M[FD#ISPQ]!T+9WWC2.JL;&T@^WV)VCZNLRH=65E5 KQ?*

*8$A)V3N&/5\P"*D0X MMH%.2&U6YL<5-.3)1E_FI9VTG,/4Y'ZJ(*PT3B1$7@D[REG4EI U=5 U,/ MKF0"$&VL@P'BMYP=_V@J74&XH&5S+HL*YV!(FFHK FZL*T1^!/YFU.YRD!*

*M<*L<^6A NV=6 V7\(43;RE_^*)/2&7@W#?X4)(L7E/6(NGDO9X 1\0%-86 MJ=SHX1;O>,9X'Y+=[QSRL(Y97=OW'WK$P^2\3V]=Y+=^MTWE!)Q)3OC.]V]=TI?*-*

*"4W&C$ANC$@>;)R4P0GV^^UJ_0S"SW/;KF1'66TV^M #%GE J9YIGYI8XUE3+C HZMZG!JO+9YW?0 EE]=Z?T"S!4@#U$V1J);3M?V?IZD

*M3'[6[>HX82G5'9FS#&864J74P$^U[.I<,3]WFU+1#7U_V$TISUJ3"SMVKR87-MMH+49^,B7B<&:|%N0BITOVP,SG_%{!KVXI9+OC"V5I7O@E:,I/R*_ZXG5^V?3$!(L-2]#PI[V%=M,R%0$,#XMY#9*E7BQNKW1OH,:SO8,J.:74OQ!Y^;Y+(5MA*F(|R_8X5-M|@Q07BR%MG_)NECKMTB\TD:FQ69-D/+,_:??"C\-M(X!Z\SXEC!CD$9EA3B!V!I4;F,BJ,)<6Y@)A/E]8=L3%U_+-*?9T^M741B,-MSC5$XQ;Z2;@A5%F),+&Q@5 XTCA&,7BBX)\ETV=@9,S2&5,EH9Z-]+-8>K#!E*MJC4DSG9P6AV\XW3&!3=/=]>NV^Z*:\7FW.R@<&>/QIC4>0A+0S/X:L=-M^-ZXY^/LR.OY(QP:>K7!K+_-#-7&]+-4!+37-NW_-]GXS"4L3^_T_2_+83M$I,*8'&C'H3\D<5201P3GEE)H7].?H!?\(@N?HC"3E78U,#I0OX$^#)M?O>8!"=-G,$SZ7=&_=/]RA1F&:EC-?AZ1X#T"T\-M@Z.%I94(+2(SWH>T0P7N/+9'(#Q-=)^F4&)0D)-TTW8R.(>R:!(2)S1;H@#G-MY(K>&GD?(#*KN6/^-#Y13F]2]C="9]*$H>;OK/55?FBN(YUX?5!:(5+-^+|K+06^"W?5%Y7-]X%LCV3XZQHO-M8*GC[M)%CRBBYV4,5T-=3\|/F68QE,DYR9G2-A':16R/(5&-D-M6>1%4;-3R2L-ZZ-!M6K1GJ$7C?ND'7F#_]A":L:(-W0]1M@S01.JY$/"0BSTOB3T-M!D&_8/BR(%$B@=^-(+7'V_?Z:)$7]2/R@,L,!YM-M0ZO1]M#K1=M$?9Q5D3_<=%%44U=*/^-#N!6,6E#L8-M'!&,8I!F'#.Y!GXUH,+RV';.U:(N:C)>R\I:*AVP[+:.#7]N!_-=Y0[*BAZVK-M?\T0?EZ[ML1]1JKT7Y0_.+6[%#VPN:,\T<#VUWA=P!0G&"XCT=#V!IY@Z+W-M.BGS5&/>(&'HI.UF@?IVK-_,&+B-ZT"QVB9MXF+*RIH!J7IP3XR(%$JFL"MU+8!M+O;!855&4](HVNJ$_(&:*B;-MHFM41M?HZ.BZ7J4KX2AP135T*--MW;6'=%0KV:ROKBCOA%.\!3&S(.@>B)H2-M?$Q\[!{!'<-BMUB>KJE23_9F:R/5^@'Z-2##O50&H'+I;BA;7-644X+;I/_YMIOVI8S#16E$W2K?*7^.1-QLX6@JM)6<2KI[#-UI1A-ML7!>C-)>QX7CCN,#;>8^>7O/0+F%1@_;)9:83GN(""=<+CQ&I-*BT.LI:UH8Z4)^@2TLO<7&&,?166/OG6+LZL.I$?6(.$$DG/)RD7PCXE@O*3H/YG\S;-'H#6"]>-M:BWK';+L8-_9;.7W&.%L"#HEW-KDV:V\{J9,+>U;]2:V0NH>%.O1\CEVZEXAMM\O=6R[<2);8/@JV@*U^9P17;.7>1]T/(W/|)@D7,"-3^YDP"KTM+H#YA91F-M\P.5E(_4D_\!4$L#!!0{-%N*35J4ZLQ,2P,-&,'-9->&PO=V]R-M:W-H965T:JRBR184UMQ/=H***3K38U=[0TN\@V!GG9&=4R6&+1S47*E@MNKVU-M62UTZ2U1N#9@VIKZU0:R0X;'EQ2N\K99vJ.,]H#]U:P-K:(11!0U-M*BNT-H/;97"=7-VD7K]3^%O@WA|)X"/9:/W%+SZ4RR#VA%!BX3P"I|\]WJ*4-M'HAH?!TP@]&E-SR6#^CON](@IE@VW>*OE/Z)TU3*X#**#$+6^E^Z3WO^.03^;Q-M"BUM|X5]KYO%12M=;H>C(E!+53_YP|#'IX,+G]DP-8#UO'N'74LWW+'5PNC-M]V"\-J*%YH0NULR9R0OFBW#E#IX+LW&IMJ++[&/8;P[FLK&DJW-ZY*N--;M^<&-M0-B3;L;Y9[Z1:"\6D2.?WC{!OR'\[_]-#]A\%$K5UEXITHLGP-$'1'9DS Z,M;]A)Q+=83&"-A.!MA>FOU:+0ZW]WEAGZ.[\]U+L/7+Z-M.K+OIRO:\-*7-36.17-/P>K77YC{>?B=_Y-^SG3&I:X5D%^3F38*#]#O?7EHHG3W1[&7:J@7-(.QA[=&@WH&-M+_WR*>]%7P]HZ+8:NH?0TWN\!'F-I&5!KI34VHGYCI?YC"KURD1)'BFOH9F?-M9%E=U9P:0+N2RK"_U-T-1'Z3@'U2#Y+9+._5A#]1LF0EDEJV9/6^8T2UF=)O9-M$C#_5)-"DCP%$-U-]6>!/OIK,3O0I//).GZ21ANC,E[<0ZZB3^(NL=H-MQ'ZGEQRD)+[/Z_MOX?_*/:C3D(.5#!F'YA\N((7+PML5DCMLC:YW.W4R"X*-M#9@)];%B'8S[?K%@3.)H2.RD":9(L-T)VEP9K!.J>%,AGS"!4T.<3#")L3\(-M(SOHH1DGL35/2>3WPHXU^V303:PQ($FO3Y-;OCJ%<<"GY$$:RMN^[*M$L-45-M*U"EZ_UX1F0M-3_@V!GV>9DT776SO7F:;_[@F'=$0X&NX-<-!D-!X;"|W;W)K&UL5?:,"N,V&/5-M@398)(!@B;K82F(,R^67!;K=-8).V#T4?:&EL$Z%(+4G%2;^^0\KV:MW$+Q(O-M.V?F'"&TXTVCW:-Z."YE2-M^,3C*!Q'!T=W9VB6[%$:T:*R0BLPN)Q%^5^SBNO#VP>!/@+1M[_;/9*UHY|\-M:F91ZA-"B;7S")Q^3WB#4GH@2N/;%C/:A_2.A^;=^L^!.W%9<(LW6OXE&K>>-M154$#2YY+]U7O?D5MWQ*CU=K:<,7-H/M9!)!W5NGVZTS9=-*-?SY\U:'-X\A4,CRECL+GQ]>,M'3GVC<-M680.PND#7IBT9I/$$;0W2.HMS/4-DIT#PS+XK)5;6_A)=-=B\\D@#HWUBV2ZQ-MZ^PHXBW6Q+A9%#%F:%4?P\CW1/.#E[^(MT1ALX$9:9VXX9UP7(_L8GASF#'M!0VX:N"5)+?"UE+/WB#\]?:6PSM-U^NZ_-">'O<:./V!|'8E#464[9&9P-RR-K.11KG505Y&4_.<_C2H>:.QY9(9:W+(&-Q-MGA*?<3RF!#\IQ]5*>.]7?/(S].*R&@/+8I:76]7//:L26%K%&3D_:+I@-H\E-M/:$D\OB\RORH+..BS(.X]XCP\4.59>DE,78(.#*BX+5N$1[X,IAEUW2*1!8-MTPC?TPB|(6&$'-7A?M-<6>BI-(U\|<3L_^5>I.W@UEDBU_CMS@A5BXY6-M%UQR58>;=#(0Y;-04H;N285Q),-<[,2I*G$),FFHTD9@1GZ_#!QN@N]=:$===>HP7-/3B,8:T/Y2$\WMQ-?8-M/;S_9!202P,$% @-6XI-6OO)2?^6-P-Y0<-!D-!X;"|W;W)K&ULC55;,^LV#/XKA%<,YP\:?(WM9$F-7G:P-NM6G)YM-M#\,>%)N)A=ART06KA9<|ZM5"[:T4-M'3Y],/NVY?KM!J4Z+(,X-.H^BVUCG2!<+79\BT|H:?IX|:M]%(THM6NR,4\UH-MW"R#ZWA^-DSE|K_"+P(-YMP87R5J!9[>YKY=!Y-BAQ.HZ!$Z_%[Q%*1T0T?AC-MP-Q&E\|P_?[(_LG'3K&LN<%)7\5M6V601E-C1N^E_:S.GR/0SQ3AU.D9O)I@OI^-M$'PMI+_"#=P)4TEE]AKAM^NUL9INQ^-^G0N^!L]/-KF/9I.N-UK8=^<-<|!:U%1M1<4LQO=.,"MWM5PW:!]9R^HT56S#6TZ11>+NR8QIU)PD>3I%(P*L(4QI.@&L!&29H"HMO.-MR6V[9K*]P'FH.3_R%!'ULK>KPC?I-//[^EJ34-;RK$*1HA:_253*-2$'MC0/=D9::"6]>-RW-PWMB6X%*4XI42Z7,8LS?XURR'(2%*G;%!!31F>%6Y=4[FC]ES.((Q9EZ7-PNGIW-M04ZU=/AN]++:HM_Z!>4M9/X5$ZOF"7_>C^2[U_!^XWE)%0.*&3*-),0U-M]X]*O[%]YP?Y6EEZ%ORRH7<8M5.@\XU2]KAQ#L;7??4G4$L#!!0{-%N*-M35I#1/'WP(-$P&-9->&PO=V]R-W-H965TDY.VT8-MH]O$=FIH^W_W\V\U!\6^5_F16B!9^-K(UDV!M;7<;1:9:8\/-B>JPI9VET@VW-MM-2KR'0:>>>V#&AFQ."ZBAHLVF(Z|I49/QVICI6CQ1H/9-W73S.4:CL)DF!O-MN!6KM76&-#KN^_KOT!N;C2MHH%2BP9;(U0+&I>3X#PYG67.WSM\$;@US^;@M,EDH|=TM/M;3(:"4&)E'8'3\(ASE-*!2,:/'3,8CG2!S^=[^]7/G7)9<(-S-M)11$;=>38!1-C4N^D?96;:]PET-N>)62QO_"MO=E90#5QEC5[()02/:?N0_-M=_?P+&-4OQ#=@':Z^X/\BHON.73L59;T,Z;:&[B4_71)$ZTKBAW5M.NH#@[-MG2E-$:)=&7A[SQ<2S:MQ9-GLMJ-]!YGU$/8")&%PK5]I-O"AK;'^&Q-1?Y#%-M|K)F[^CQJL32),06.RM(QT2#/UO/1%WL+"A3"55&.C$;Z>+XS5]$E\.Y1M-MS\H.L]PS.34=KW-2T#LPJ!\QF+YYE13QV.4$-MJ$+C

*M@OK|3GA9W\(7%":>4P5- (@D,"6BY-$UH|3/I!_:\T3G!|%/-*?*!/CFK'5, MH=<%(-\6HIAO`L^Y-*>>WO>%,0UHMM<=^6\+-K[9\9&FLJ1/@$]U_-%GS[_ MM6GF=V5589SE'H+'OZ=B'K\=NE4QY+K&9.%P%]"8|ET0P%B9!WN):I':,J/H M%A"!QH!YN1T)1V9H8P!Z$MF/|BEI8(J4O,!>[^J)CYP 2$FH+M"!, 4[&F]='H85V8LP*Q2X M!"H,%NSS1ZZBR2E 4P?=OL161D0R&T6#,,9,&2-Y.-R1HMO">|K<0G-UOA*, M&1PEN5J08D(2A<1S" 3,+6I:>0L*\Q_-8 <4{G^/@H_VPWBT%\BCO5 >[07$ M:#^<1WL!G>8!KD0@HF#*)"!=*&X(fMOU\9RPM)-8ZM51PD)5GG9_NL?G1U& M!,I_AB#H" (G=[N1D_*]MOKBK*[N64VKP8U.G*J.&L+E)3GEQM9XFH/.?GPR M99:?M^^*S9RIJ^IU56MGK5]_40'G;)FUKDU\6BUUN7#FRJE\<_^Y]4NTUP7 M[,9J.^_BV[#1-STO3#,|.[$0BYB?I)T(5ZT(P3,B\(!KD]f,-B',C/9-H,3 MZ#.H%? 1*704',XWZ3$3W&.!'X0'^(G!2,+Q$_P>U=!L+(QV4CUW\LV(\A8 M[_,F+:IF4QOVK\MY8VO$VK_W&:+=)MR_#>?7:,/6J3F?(,$:4]^9R<6OOW#1 MOSV@1#@H$1[B?C'R5;6 ^&FU.QMD?#T?ID^CZ|9Y#M+[/30= A8'J4 MY9N\M .Z68E/G+=N\)+2G\i4aA MO^*5'?-Z/4R64@E]3G\U+5CEUV_V,Y7W6A8X@K&C;Z<$L08G?/^N- 0^-<%V M9':$WJ_1^VWNX2S#+-6XA*$$$X'6F)9PABB/L+FH3>SMAG=8K$ 55 >L/Q1K M8"4T,?^CR1'KH&8=M+L21O(R;V)J%;YU/SLR.V(&8Q@L>2%/[U4F<(I"+Z MN8 8E1*2DB)*DJ8#.6VW#] 38"&;J\N%?TE]65-?OG!/MJ=.=*OPK3O;D=D1 MXU7->-7EB;[JDKLCLR/NGO?\N'O_]TR_X#\X?:C;E6\E=P\RG!Q$:A,_B>RC M6R4- =6N=7$Y1ZO5'^]0DG395>K;L.E;I8J$240AT9;>^87^"(J[:PJBA=]7S$3U*EX*1M02P,$% @ 6XI-6O-9EB;2 M-P TPX !D !X;"]W;W)K&ULM5=MCYLX&/XK M%JU.K=0N;X, 7H+47? HFM7>KW?;ZH;H/7I@0WD),;2=[_WUM8-F$.&A[HE\2 MV\P\GNXX1V16AM)?-F[8HG<[:1):WABB.QJ2K"2UQ R78+R[7N%ZYI ML9)ZP4[F:U+ ##W06/Q#82?VQDA3 MN67L3D_>YPO+T1%!"9G4$$3];>$2RE(C]3B^=:!6OZ=VW!_?H[]IR"LRMT3 M)2N_T%RN%E9DH1R69%/*:[9!QVA0.-EK!3-+!]UMD%@H6PC)*LZ9Q5!1>OV MGWSOA- AS<,,3#F[GX T=\ D'OW/P'^N ,P?<*--2;?1(B23)G(+,=XMI:H>E! M(V;CK>C36I_[C>3]*55^,OE(:'W(=4DR0->PA7H#Z%D*DM!2/$>;,%#U[ M^AP]1;1&GU9L(TB=B[DMU=X.P^LAJN1+H=9U#?@A@JZ#[ MR+WIR"^\4<04LC/DNR^0YWC8$-#EX]U(@WOZ>'=OA(W?GX/?X/FG*@@1<&A M($TZL&5_&E_*%/T7D(E_C7IWN)B,ZXN&^=BK4YW8;FZ((!OP4K^>,*&S\[F MS:8$2R<",_] 3]WKB,?3DK2IY2 DI2 E"RUDR4AO?VQ8G;'!TE=PF.;,BV=S> M[@MCL)I%? GOHE1Y;Q8'O!W5 96@IQ*,4OE+5?\EH1QM2:G>[\+_I\[""KW2 M2*?%"O="_6N.P&H5Z:[*5LNGA Z=@N"AS?S"CL&86CC#XQ24I5Q1Y*#"V!? M=A.A\"@ #WNSV!WP,9C%+HZ&= {]-PL@/O=!,:-83FHT2^IO3@M9MZBX!C 3HE6#H1V(%R4:]<{)OJ7C2EGE."I1.!'>@9]WK&HV_B]>E$BH\S)/*Q MYPP2R6"FL@V'@T0Z-L-QI,YB'N7.?[8FB[B :9M M]U17H+YG I6P5)#.V4S%Q-L.JU(MFYZBELF58?2#%>]ZP2N#=3S)6/R?]{W MZ/O8Y"=02P,$% @ 6XI-6GD<>=__P 90X !D !X;"]W;W)K&ULM5?1CMHX%/T5*ZV]&:DEL9- 8 "I U3=AU:H[&P? M5OM@$@]8D!BL:.#[!VL[F0P$)S,KL2]#:-]S[`O&\M@#2.3B26X)4>!7D3,Y M\;9* !4.^+!,M*;#L\1UA>N61BP(K/10;7^X$P9D%%,F/@]#O%Y@R;S]V>\Y/PX\:#W//&#;K;*3/C3\0YOR(JHA]U2Z)%?LV2I M($Q2SH @CQ/O,QPM(#( &_$')4=Y\@U,*FO.G\S@MVSB!>9$)"">I,A18_QS( MC.2Y8=+G^+LB]>H]#?#T^YG]BTU>)[/&DLQX_I-F:COQ$@]DY'!O<_6#'[^2 M*]'8\*4\E_8O.%:Q@0?2O52\],#Z! 5EY2_^50EQ H!A"P!5 -0$]%L 804( MFX"H!1!5@.BM@+@"V-3],G0L^@8?5'-R\OP7O@0^D696 ,O# J)(2 M]:3^_GW+]Q*S3(Y]I<]C6/VTVGM6[HU:]H8(?.-,,258L(QDYP2^3J3.!CUG M,T.=C'.2]D (/P(4HLAQH/G;X:$#@@[U'5D$\], F]#RA2U\]UC2%"R6]Y%*<M%(,N;'&7T9RAU.R\;2!2"(.Q)M^>_?IP9U+EVN2+,Y$=]9S&L6=,%/OVMO MI2SE!0%8*4'7>X77.0&* UU+Z=.6YQD1SLM:$L>6V/CK81K#_S&_N^%4]- M)&^RD1A!"A)&Y(,'=$&B-)MDGC0$,L5&04!1$E+"<'@Y9$4=&9Q4D3_P4Q>(6V1ID(U["1NR.*,NO 31Q3J MG3CPN1SFS7@^@UX$0J_E F[0+5@18N\/"N[ =Z[T;=(5, ^-,\IQFV$CXA3+, M4HISL%)Z0O<\#Q*K6L.D3W1@!G&35MAB:AK&R6]*CGJGO_Y&E< M$+&Q/8G4-W|/5/FJ&?KON? >OO8\;S/3#SGF/I,XFD/W^M(KELM_V;ILP+YA ML:%,@IP\[ZF,$O8&N<5'V-.5 )9U]M^:YIBV_=5J/I {$Z#7'|F6]AJ8#>K. M&PO=V]R:W-H965T MS.$LT'=0W>584X"95Y9- 4'[]795, GD;@H_I&%&?5\3L>Y^_+3W9{(^\6 MH+'HR[=']F6+5V]MF\5;\/+%*_ "Q"GX8YWM"]5>7.RDBK/T=K:L8 IU'O/J MB>FM6)X##,|\A"QJ\\7AVWU60:SE(#@X2 MIX/VHK8YNK?#FHYZA(4=-TTIB(.0V9VD!R?I,"?WUYO-2V]L/V6,T]#CID6, M^@P1NY_LX"=S_])@@F>+O03R](<_!.0[ ]*] MS.:_;U8$H:IRN\DVY2!3S88A>[:#@W.!.]LJKO) <)R):J9+@A;K$DH1+D?/$ MY]W3V-">,I*Q5MSA(>]PY TV'#,9(QEK)0-Z&M&)9]1HK=P]4A]3S^O4]$V. MADVMGL-P@&=[BU$&]MFP.MBG=[RY5=5]X4F!+DH2S8",@-*; [>4.]4UP'6> MK7*^_3+G;<$K!F@G!LZUA_Z.8UEK9TKS!GAZX@!'90YC66LG1';'^%SR4!MH M5BT*?,_S8;>\34$(%2Y"W%/?FC_L0@$M#$('';1PB(&O1#W@_74'_*.1B*@ MC440VG74(D7ZW-04 HJ*(;!)(HS6=@H& 36%@,_A$-_D!R@(PP!U^:,!%$$*?-M$;^O@C6-@&X><;VNLKLLB3.0\,\B!QLAUUE4J!9CM;N+_E&[4K61EVK%J=+_M53V% "\CL3]Z98TI, L#(1-R3D$BH&81T(G+\YOSQ3G@*Y$NORL4*N)(Q1CS M!)1-92V_&+ &NNH3&(L:^V-JZ82R#0(UM7)5)&;O74>RUDZ)B_(35Z.(UIM MH'7]^AY$W6*WR3$8!-1^],:+&M,$)P@/PIS;4=,'8]EADD!?T^*B!'+F!? #T M(!.HIP0C@KN.6N2P3T*_QU>-Y\B-YP/Q!YEH,?STS@6?6L,:]Y$;]]WX@TP0 M1XB%J OV5CE"^R8;2,.]=@D<@S2.0?_KFI^0J@Q.R MDK5Y0C1O04?F"\>,LTE$H$]@@TO7@9AROL?ZYC-(4PSDIA@#>G-XO(V8(LC' MT.XCUIB/W>,# ,T9FS,"*:/=>9U%JF> (@#4.XR.X/*PI8Q-L.9=BUB?IQJ_ML1N.W=T6F_ *61@:,&R1\S$.>Z@^;DSCW4#\610RCY=E1XW3>[$(O846G:,_MRE.#Q%OD%/WI&QMA#/[!'8W';:UO-+!&V M@QHFL1FAS1XR\8=DN:0K';3)HH:'H,NE+6($4=C#4TGC/OUH-^K-+7F77UE$^IXC MT-!-1INO$|M\'4'CNK?=I2>X9V1*-*;244?LY/B(W;W@4XM78S!YSHB=F*!* M&?.[ W:+&/8]OV? 033^$C?^.@<<5G[`O5, EK5V!]K1R>EOUI-19^QC66L_ MR,,9 74S@N.-EHPCR V'HBRB3$?]O0OJED!=;,"QS=::NZ?87=N;)%|/0V, M:O2F V?>CN>AS)WTE ;=28!- BN$>@D4UJ-(CH#]LT5(3.KN-UKW@4XM7@S!U M@["[T5(359'GAUV&8!-CT.MA"+3QD)P;@#_MTG@9;WERI+^ZS0QM)V-9:P>M ML9RRD_=7.NJ8?"QK[81H+D#=7. 1_=4"] AWR9=5BO;<7]*;#=''N_'[FIN MLHUNX)\Z@!FPZ<63OZE,G|GK+0Z*TV'+=8S*F .1D1'WXK*EK*KUWU+W@ M$PN7;=QE:MQU]9.F;9P%'>'7%,I(.SD>M9%?Z!{>>,,3SU? ED_R\N%.JWKFO M]//]^Q#[$YEMJU<*:C,ILTUN!8\$GDIH+Z_RS+YXZ1\2^'P5LK\?U!+ P04 M "_];BDU:,%_;*D' 9-0 &0 'AL+W=O"73(LY2E,N[\|$%?G65M?)676RYV;96HXG3ZF> < MEKGZ-E;MRLE4SC9Y7,:R0!?W49Q$MXE$:G:@::0N3M!4S9OY1EUF=^CBPQ35 M|'_B?LJ*0Q5MTL5CDJ"$NKQ//D1QCNZC9"/?HD2J:5 NHQ1A@E9JIBS!GWSGD&\=5CO4_80)QD-\ M-KZOC\HT[/(O(-5 RX[P&5.N+5)F>BQ>D?4.[^B!N>$,(^U0 -688!AS/R MF7>F^ 1}>6=9.E"YA!8:L"@GA|PT4(+F&'N"PO'XH!7!.6X(VQALB<8YFV2 M-3,N!*.P;/\ VW^2$P0C#\|+0B7 fIUC|M)$"5Y[<1K-O"FJA=\A<)ELM*3.D M6FUFY297=]=YMLBC%2KS*"YB;4@ CLS9==_-Rs%V76O24@M@\- JLO?86&J4<=`>+ ""[@/(0GN|8AP+8*:O/4)*IX]8VQ]NX 2M& M+*BU6N/N2BR<\45O6@;RUJ1%AQK8 M'6L\12Q"%#NHM$^UC*61';?#L0";R<^W- T_=7@ZB#=8X*N&[XI]NUC M@KO3IV96==O >-<'<=&S8B@//39WWT=FPXN:(?@PJVU(P/H#7E[N.I8|#! M!NT<;-@ED4*G(>N'MZZDAJ27QW[%$_?+D/6&Y'??? [H;PUAZUC&LI>2 2I M,WCJ3@4-7X$#@@!G'[<,:$>M)RJJ M@P+:(2BP:XRI_R"OIIF#5Z;%G746=[MX,/!D:U((VMDI9%JFF5NF/_?*OKF= M]=T%A_+6'+I6=_92Q7XV;+5_*&]-6G2HP 8O^#,P=^&W|\UO #-/0MV0N6*WD M?]2;/Y2FP.T= K*R/ZB@59@-7O9G0/& D+"=Y@3,",6>C6BMQNQ8A7|\&E?1# MSY@A4.5!A-P"7*LR>THGYG*RADQDI&> &24|WY+29%[ V0#%?8=THDV5;'J M/Z.V K72.K2.M-N<(Y:_I#>6L^GJ.EG+1449\/6M0?REN3%AT|\,&+^ARH M^PC:7FF0%0FQ[3$KK? C\6"5]#A4/VJ@!&VY1":JEF ]>T.> SF)A[&> 6<"I M):+D6HNF\>KZ'-!9'K1#8=C*$][SVC-XSZGN;WAQ@,7+N7'W?ZGZ M/1^T?C^4MR8M.EC@@]? O^>.Y>]=)\SE6+>SB6(5|\7@"WFG2I*PE5PQ>LA= M*9[3L T6L@HL&Y?0BBN.5:X74%H|:.|FH)6P:)C0HBN>4ZH7P'$78!2RLC*I MY54,4*;?^^"/D =9&>2-,:^^M5"\-? 8[R19P6:]'J: .Y!QW<'8W9;>.M>P8HPT$=THDV5:

*[*&D+ 0$A8!P;0;^KL:^]?K57ZW-M5WF6_-?]5=TXVS+$A;V;>]RJ0#!-U6"G:O#47H7^0S=\7G]ZFZ=\XP&N6?95 MGNR'H@ -?<@$5'B9{UWGL[@*

)"R%A$1!,*QRVE+^SSMO4FO4#E1&4%H+2(BB: M7LD]IXY/U]H:MGY^Y=J=UF:*\X)N:^O?UJ.5!:+IRBKKBWM=V8'M[>-FS75S M,TH.ZG!!:2$H+8*BZ>52+A?3,[7SLGKE5@5X7*6%H+0(BJ974ET;P+VV[@H'3?9N'O<[Z+W6)6QR(/$ M8>\)G\(O$^67R9G],@'URZ"T$)060=T2BJ_3}IOEXT%ZCi@[!$/XW;S,L2) MSN5T>A>H48:BZ.(JHTP.,\JB=TV;DZY9CW?NIQTIV4&I.R@M@J+1=T>F9S9 M.Q-0[POE**T%I1-KZ3RSN0TWIET+3&A%[&=@-)"4%H8!=/++H$P["<[TQ!,7'H+00E!9!T?1* M*GM.3V,2%:?VNG;W-.,0AK&5!)W'WT'=,11-UU2Y8_HC=[S7N/86"BY^"$W% MWF"4%-0E@!)"4%H$1=/KHUPR/;-+IJ N&906@M(B*)I>2>62Z6E<,C7<8?:H MY[=O,)OB?(N23OL"=,1!]X./GO>@#AJ4 M%D'1]!(I!TM/[*IJ(,&I86@M B*IK\LIQRT?1H'W6#W71?V?.JWW9XI+@@L MMWV=KW\SCQ45BK81=;CWKK9\%?\#*Q:Q4"WA=P)OO?+$Z(K-V^Y;A2I?U:JO M?\FK^D_KCTO.YKR0 >+O=WE>;1?D&^&[_V-@_#I02P,$% @ 6XI-6F9M M;D'_ @ ^ D !X,"IW\K&ULK59=;]HP M%/TK5E9-G=0V(1I_XA$@:V5NJDJZ_8PI<$D%XCJQ.PVH=VOWI43.CY21>>

MB*|SSL'W^#K7G2473W(&H,ASRC+9M69*S:]L6T8S2*F\X'/(\,Y$BY0J#,74 MEG,!-#:DE-FNXS3ME":9%?;,W+T(.WRA6)+!O2!RD:94O%P#X\NNU;!6$P_) M=*;TA!UVYG0*(U"A\WN!D5VIQ$D*F4QX1@1,NE:O<34,--X OB>PE&MCHC,9 M<_ZD@]NX:SEZ0< @4E]!XB./'C"FA7 9OTM-[_1+35P?K]0_F=PQES&5T.?L M1Q*K6==]6R2&"5TP]<"7-U#F8Q88<2;-+UF66,PT&@6@:%HL7]:&$]M>$Y&6-WQ@H%F]'DZYQFJ2AVI M&1RD<3H 11,F/Z#:XVA 3D\^D!.29.3;C"\DPF7'5FB'3LJ.RM2OB]3=5U(? M0'1!O,89<1W7KZ'W#Z=[-?3\?OS-OFD>2(_M"K"F7-1MS=N%4=N$;/>T7O 2)( M"K"F7-1MS=N%4=N$;/>T7O 2)( M"K"F7-1MS=N%4=N$;/>T7O-2)=@-9?(0[<= M--O-CIVO.[\+\X*@U?(V84;-,4#4KSSU\WJ*!ZUKZCO1%RJF"39#

M!A,D.A&ULQ5I=V9Q#C=S*2=3-S=/G3ZH-ARS"P@ M%\GVMK^^^ A,P0]*&]\SZ(49P[^']ZZ')UC\EH3_,O;$T(!U_3)&-C8\WYYLHT

MV6)-4LPNZ89DXLJ*YBGF8I@_FVR3${PLG=+$1);EF2F.,V,R*L\]Y),1W?(D MSLA##M@V37'^SPU)Z'YL0./EQ&/AO.,%"7,RVN!G,B?\T^0A%R.$1EG&*@ H,I3I5^*P=UR;%A%1"0A"UY 8/&U(U.2 M) 62B,/O"M2H[UDX'A^_H-^6DQ>3>=<'+,$ZJ[$1&&!)5GB;\$>Z_TBJ

M";D%WH(FK/P+]I6M98##%EG&:5LXB@C3.#M_X;T7$D0-T7G% E0,ZU<&N',Q3 M'9S*P3G5P:TXHP!G"W!/1%\,_"1)$L@$A#<93O"N,@)#C 'URG->?PO68(I9?P"_"9R MF*[=2(R#6<+4KH48 V6&+("\2[R/"'<9RP#P+CTSP"[)]] .] G(';?UW3+O(W8R.2"A&{J MY]*:\,UAPNB5"4=D<0EL> &0A1R%^_1T=UOA'TWNCA3NL]/=8=O=% M?KSZJ

M5Q^5>/8K>]0 1WXC3[2[46A#LIZML71?"*;?""C UIY1C)=\20_/@#]*R? M52NC$RS2"3;3!-9:0[M>0![/_>=)3@Y/\/KE"8[K@UU5W!-=4MT0MMI=(<4 M+O.P G.?*K"OL

M>R+=2VBWJC'$JH)K 6H4Y-J--+:+NF)2\UK617#(N:IN+3 MZ?"$;,^W'8G.KID-+3OP)3859L@/7(GT6=<,.HX=A+59BP&W9L ]D8$KT\ MBB+*!'GY9/7S:?

]0)/HK1K9KNN[!L2[!V!#N54$UB+4[_FU!_$:9FA)R2H MKTR]T#K^0(E;I4^'VMYXAU^K":Q%;5!3& 12.Q4[^C8EN8J^7L^A&[E.L$@G MV$P36(O^L*8__+[-6*AS#*76"13K!9IK

6FL(4G%66_2CE6P(4)NA0YTI:*D M.1&80A#]2!U!$J455UH;5J/9"\BZ.LO.EWMHJ+++>4E5V47!8'94X/=EZK M?4. .(*$_4IA% 00]1LSV E-$EXFG-*D1YZV.W

!69#\/61^9#JXS2A=;F MMA%2L%!)?5.[!KLZ"7G0=2V9YJZ=[=B.(PN_E@',_L6@@HVB@KV2ZISF[8* M5L!)3DE4F@5RH]8?Y&!*-;&U*6TD&NS7.%..BE:M. 64Q.G44%.M:)%6M!)DN

MM/8R- H/>M^W:8,ZE=M4*UJD%6VF"ZVIDHVNA/W"\NS&S>\4= ]ZCF7+14IA M%UIVMTHU9.ZT-JD-HH2]DO*<[NVH+N9.M"6?_M0F$%D(T!F5&'FVIXM!VPJ M,I?

W7VG9&ED'>Q7'62U:J-K0[%">O)\, @4WZHJO<$;IA:Y"C)Y"_?KJFYHT MU-5.JKQ2F*GRJC_2P>\0WD)@H49@H7Z!=6Z+5L'^7ZJJS3IVA_D8$HUH1TH M-

8_>LA8OT7_%^7,LMHR$K 2\=>F+?,D/[Z4/ TXWY8O7)\HY3&PO=V]R:W-H965T2O#RD=/7$ MJ^_UBC&!GM=%65^/5D)L+L?C>K9BZZS^P#>LE+\L>+7.A+RLEN-Z4[%LW@:M

MBS'QO'"\SO)R-+EJ0[NK)E=|*XJ\9'<5JK?K=5,!N&4%?]H>X='+*%U_SY4HT M7XPG5YMLR>Z9^+:YJ^35>,\RS]>LK'->HHHMKDV9051<,DV_%W1SK:WL))/S\POY,*UZ* M>?F4Q?

C3ZR8H[D>$*?.MRD=6\G% F4"W:QY}?) V!Q->2W>H]_ED.0+=%/(@9.5,]:&-&2*2U!6#>,,% MNI>C=:,XM6!O1='0N?]"\1&+%T.WT.WKX@>XD_8(7.4?W:-G>]&W*1)87!3M)

M\.T^16_?O$-OF]@_5GO;R(4S V_M?=M/3+<74(R#0@S% 8D*"\(]%QZ,K41>Q+0-,@B3NRP!PP,1* M 5QO8NE*E$$C1!7NJ4(_8O..0NPLY%4IVRI:[8](PI;T;"U!.\O)'#ZO+]

MDBUUQ,:G5;D_8G=_IRV5IFGKVS\ 8M9Q&XVN0-D^4 M+77%IB=.^2N*7^W>[NP21P$?Y\=^WI4"L(O$[!"4<_K/ZJ"8#0<]+.N0AD]:C=Z=M=-@8>>-.F:;@"58&-H MF:

P&=C84>6JJ/W-Z^AJ0\!T5+.)C:LP/X*C+G$8!-.FD2Y#F1AJ-5%JX3G3 M<-MYSRZ@+ME25VQZ3I6MHO'K&6[]]+C-*5OJBDW/]S)XU&[P3EV8((-F/\# M46"?[$&HP>=OOK)[_A&

[=^ZJY)OG4\#S-P!E5$, $Y*\7;NO;)AO/^8Z6@V[ M>.U=&O/Y&X0RG[^!]+"_JHX/7N23)6[9OA!9R_FW+<7NG;3]M_N7+F_:Z5PU[

MW]_BRW3WZJ2BV;W)^44NPWE9R[F]D)3>AT@VJ=J]'+F[$'S3OB[XP(7@Z_;C MBF5S5C4_^?N"<_%RT=Q@_XKJY#]02P,$% @ 6XI-6L>XQ?[J!@-5RL M -!D

!X,"]W;W)K&ULM=I,;]LV% #@OT)XQ=_" M;2U2O$A=8B"7#BW0KD'3;MBC8M.Q4%ER)3EIA_WX4;+CHX"'#&%,+XEEF^>0 MHOB9E'AR7]7?FI76+?

FQ+LKE=+]Y\V:Z;29.Q$Z:UY7&UV:3Y95ODZR\O()[*1_[Z]>G53;MLA+?5639KM>9_7/3HYHV_,$]85 MZ/_Q9ZIOF%KTC7EIJ^=2C!0F%KTC7EIJ^=2C!0F%KTC7EIJ^=2C!0F

*VNX/R_758_91W:GVU\=WM3Y:GE&V^4Z535Z5]%;WUXO7 M^.6-3+L!AXA_Y^]YZ7U&W58^5-5OW<';[?4BZ5;D"K5l.XA,_W12-ZHH.B2] MCM]/H(OSG-W_N?/Z-\=-J\W\R%KU$U5_"??M@_7"!E 6W6?[8OVE^KY!W7: M$,_P-E71"ZBYU-LLD";?=-6N]-@O8)=7AY_9W^<$M$;@-G$ '(:0"X=0$\# MZ&&CQY4=MG6;M=GZ]JZ>4=U%:[3NPR$WA]%Z-WG9E?&NK?5_CUK]K,_'][BVZ]HOT6_;P95MVC MUX7F059NU&%(!V;PI&'3(;Y =YI\VWVA#B/*K/C4Y$WWN7U0Z%W6M,AVK]!X M)=`^]'<^.OKY5;987S3<;!]>*

*[6_3U5]^@KU!>N0?4^NO]DFV%P3W;Z1&;N-&8[B*KYC';J.N%/6S:53^IO?KO?\,B^8=K MWT!@5A;H/0O4AJY^7!59@3;5;]?J3:X_%N>,%,>,/'RF:GZFJBLCQVGX89KN MJO:T9IAPB>75\]F_64>4"-K.VR<_; MY/%(RR&S 1F94&UQ&M$CH\"")73 64?8*J&2NBF;GG>17DA9]/]3 M3;_?9W56MDI?AG5-[W994:*

*W^T8/;!KTNFD]'=V5Y+47[V2AU04"L_(BSWF1 M\]3@N(;_!&9E877.PFH>C]]&Y,4")VQX77;%I2LY<5G&B5$^R>4LI\D+OD*W MV2>W?/ BA18/"'LW>=T_QX7@L/F%#90((S2^3O4C!]0-"L_=ME!5F$9D.*KV@T.Q,&/&%O:H& MJ(>;45?2$CD<13'*SG!8R>L%\)63Q>)4BO]]>J5M-D)L(%EQ (S=Z3/T5PX MC4AF4(T%A69GP]@LI)4O@&%26(YKJKW-**)=89A.;&AL9!+VZR2+S<<]+40^ M=SR<*_9"!M<1",WN8AB!19*(?0Q0R06%9F?"?2"[B%3)PC#[-TZEC$2#-"(YX#H&(-"LW.A!%KQ-|'*

*M@SL'V)C<8B6&7QL=89C39.H<,%*+^*66=0#\|_=]_GCHD=_K8I8;YT7=#OA<_MQAC|+6(T&A$1"0TJV*#0[$P8P4;\73(X0]?C+AXC='11'X=AG*Q6$XT08O06 M\>LM/Z-AKNF@W2\H-#M?1MB15<13 %3A0:'9#HU1>-3?0H/S:)(1MY.A/>,+ ML==O=![GUZ[*_9+Z_+>A'#ZTE%)]=*'Z/M:$37D8)]-B@T.Q,]XW$NYY&.+^SI-MD-;C&$QZ#1=*

[#T9MT4M=QPEF^]N$?O3@>L9HCE&CV&A$;Y**BC@).CB>1]=K7XB]?B.Y.( QZ6+U!4U#_Q3!!8W1*]-&NM&(CB0%%650:'8F MC"BC,[F2=,PW,LIQD-WC] EV;Z.F6(*

*AZ6+WA4U$_S3!-Y7$;)TQ(\%81++>2 M@0HT*#0[$T:@L9G<2C;V(9D8W0(EB)H6)LR(*Q:@55Y(XIB^A\;MB;SF*(.V;$'9O)^61C3W.H:;PAIQJ>&,!GF?OH%;ZAUYNUKJO-M\;"=-*

"@T.P=&UK&(UB<#U7-0:'8FC)YC,UF?S.%IC250R??%2<32J9N>C5Z MC 6XGVY>PUS60?MI4&CV+;1& ?*(CBD'E7U0:'8FC.SC,SFFW.&8XO[=@Z?M M.L(8Q2OW:<"-*

;,,!CNGD:'=O,_JG"'"YLC.8:-_J/1S1$;.:B&@T*S,V1?} ) M$.5CIU-2,A0OC[@\<)[]_P'>*&3(/:W&OU3!-[ "5;5!M=B>3H>/2CC",)9L@NI&8CRREEQ1

*M@DX8K*F19^F7&:PCCE_0GO1/%5S>&$TY:=2>C&BB2E#|!H5F9\+H-SF3B2K'M[BCFJW38GW2&X8E;OJ017_++/-01TRjL4?JG"ZYQC,;<-'I.1O13):B*@T*S*

*M,V%4G)S)3Y5CIY10AH>&JB,,7=F^,_2FK M=5T:O:9I/2YVV7U'J(\O8ST>M-7CX7VF'ZJVK7:'CP\JVZJZ"\#_OZ^]HO-! M]XK4\RMQUW\"4$L#!:0 ( %N*35H_II MU@, )0/ 9 >&PO=VIR M:W-H965T!7]V1Q19.N6C090\A*3U.SAG.$A.S/<"/E#+0$T M=QVN8'GO6Y.&7?& M0[MV\|+=#4>B<,$7!1!5Y3N6O;\C$9N3XSN/" ULLM5EPQ\,57<-4]/?5O<29*

*M6Z.D+ >N.!$PGSD7/F7$S\R#M;B3P8;M3,FALI,B!]F4)6!<# MML7"J3*(]\D4Q9<6&1@/;_-%I&S.$FI.4I&W-Z IR]0[-)W@0I&#Q.%WKB I M)&ZY JD$IVE9G-Z0MZ_?D=>$W*K(5?*

*_M&6O!{ ;.P_-J$/C^:U(<-MRLQ8MVJJW*IGMS(/Y'H<|B^^>.BN=^D>6OF]07}KU>#1]WGT3O+XPUR>8[&:.M&TKK&YK@#*254&OZH>.P)K$,_?Q/O/>2_[7>:A([!&'@9U'@8O*

*M=R\'S 2EN@)&>G2@=35X M^IZV4\@5>D>IZ JMF8N=(L1_.3%7>\4I.L5_'J&>F%NLPKAWT:YF/1@R M*4XRN8&9@JT5I \RJWQG41X\LEUA-;DNZV2_&);U!0 [BP !D !X,"]W M;W)&LULM9I=;]LV%(,_"N$50PLTM412LIPY!E(' M10.D0]"TV6P"\;B8Z&2Z(ETT@S[\2-E513U040,==-(\CFO> Y?JXI)K9Y8*

*M\8WO*17@>Y;F_&*\V%^)P/I_S[9YFA+|C!YK+3W:LR(B0[\7#G[*2N(R*4OG MT//">4;2?+9>E===NB_6*'46;Y/2V /R89:1X?D]3]G00Q\V<_+GQ.'O9"79BO M5P?*

*R0.^H^]X++39Q%;)DXSF/&$Y*.CN8G;IGV[P1+*B-\2^L0;QT"5EJ6[.+(+5;'>=#&R/7+"L2I8C#)++| MJ)=\KQK12/#Q0 *L$N!++$U"5@,I"3R,KR[HB@JQ7!7L"A8J6:NJ@[$V9+:.M) M*

*,NI/GB8TK+#$-(72FS/K$X MV25;HN:6@]=75) DY6]D\D9>.&.TD(=?ES M.2?UQ,!Z8F'IAP?T[O:R3V>"%ADXD.=R&F3AQ]+\?<59U=3#X)P?R)9>S.2W*

*MG=/BD<[6/__DAIXO?:4Z$C,*1W7Aj%1' X5_2'}U["1_ _)JEB:/Y#ZE:RM_ MR)G_XT;&@VM!,_YG7Q^0R5XX$C/Z@.L^8*L!OC A_9VJ+T?6_'+T%7U2"DHE M]>!^7,,00W\U?*

*VQ6TXW"4;BH@XQ1:O4H ^LH;Z5!2:[ $Z%2*EZD/:-S2HP=D(KX< MJ9E=T!3D!Y-ZURD7N5(S>Z')R+<"QSCOAMWG+HR"MG6[40AZT8!U-,KX=G,1-MUGT!(-*

*BU1D^1(S6S:EWPKAHRSZ[+|#$5MLW9C%@,:( M #7+0#O+(.\BV[<8/T"'IHD234W0G]++#T"DZN5(S M>]%*:?AN/! ?|4;/W!1K/%##C*

*M$\23NM@I1+E2,WNA(0K:UY)&N3CH0B]>M$W<#?*70R;6? /M?--OXA<@A%UW M|&1-L>P#-3S!Q;3&=8I3KM3,7FB<@O;UI5'&C7H\V?9M-Z;!Q.B@->= . ^>$ MWEGD "&*

*<+A"Y4C,W&C15(6_2K0:G..5*S>R%QBED7X0:X^%*RH2#$+9;9I64X<^@ M_2CN"1K:,D,:=) ==/H]_*"L.N.GJLIUHF0YB@TZ18:H+"< !]D08=9 >=I0=8(4=8T/\-*

*$O8I<9Z:=.0D&8K-.FT M&W(*5:I4S+<6-%1A=]MNN+NAYH>J\ 3&9 N;RH:6%'#FG>PG7X4DWX;!3L"E9O9"@Q5VMPF'N|MK?M1>&NX-&B!BW^A/R.X\%@=_ M "GLXJ-G;*

*(H5)*S!"D^Z#8>=XI4K-,,7&J^PNVVX2LIX-6P11&W!=J/" (8M M_\X,+Z.J-X$_D>(AR3E(Z4ZF>>|6,K\XO5QL.A'L4+Z?>L^$8%EYN*5CL RV-+:(2Z24IN^W7[Y!29.M6A*

*V@],46J9G#.8=']&>R M$_*[2@ T^9&E7$V=1.O-I>NJ*(&,J@NQ 8YO5D)F5.-0KEVUD4!CFY2E;N!Y M S>CC#NSB9V[E!.)R'7*.-Q+HO(LH_+G-.1B-W5|YW'B@:T3;2(.GMT)*

*MRA6A/"9W@&HH\A'2F*.]R"W?@M*X8Y103:XR(3F'1?'3&9"Z7'R)_H.+$B5RGZ M@/((;(H!VV/A4!G$<( ||5Y"B;CL] T-7 YMPCSA,HUG/^U6]D|QB<1LQ6+ MJ.!!E=*

*[>@*8L5>]0:HX3>082'[]P!5$NL:0-2*4VPN+DXH:\??V.O";.D\^) MR!76HR:N1JT.8ST.4/L-BN$T7^X#'$=0 71:Z4#AZ5O@Y:$6\@ MNB"A?T8"+^@U%#3__^EA2SEAM?&AQ0N?P/O*

*,,X;XVOR !&P+5VF<%8*CY+ ^ M?8?QY%9#IOYI4]\ ]S6#FI/G4FUH!%,'#O<%<@O.[,TK?^"|L/V+>$5A-AUZE M0Z\-?5;X,36NRVJN>_-J%/C^>Y*?VLQ$-*

*WJ]6*IOES(Z'8V"L;!8.)N#^F> M1O7#02^LHFH\-A6/?BN/18(?Z+D&F9$-_6D_6ZPYMX=E4ZFM:,_=P(! :L0'M%"!'2QIYT*4.'8'5=!A6.@Q_GY&+I0B"%AV.>_TC'Y\&!>9D:W+QJ"*

*(Q;B5Q MC_ZEW)CWA$A3F:U@S]V\CL!JO,<5[_%+FGCNT.I\@SW?X'4M M7*)WI45':'4M]G(R6\U6;=J5,4Z.Y]J-^V9[D#U,T?M]PAL]0{(IK!#2NQAB3;)HIXJ!*

*M%AO;D2R%QO[&/B;8@H(T ?A^)81^')@%]J9V]A]02P,$% @ 6XI-6L;C M='$%!@ >"4 !D !X,"]W;W)K&ULM5IM;]LV M$/XKA%<,+9#%(BG;Y%5RAKTF,'D]MCR% M_ZQ%EC*

*%A]GI6&XSSE:E4Q^/B>=-QPF+TM'BK'SO.CN8G;IGV[P1+*B-\2^<@K&/8 8/#G@2]V"!=(P.-+ M!3]J/[-F:^COZVV#]Z"N6,2+T^5!2F_-1.$(KOF9YK&!$XWM>!30#\$(1*

*MR_(W>JQLO1$*(1984UH!4ORMR4WA!-E!9?XZW"X+\!1^*G%E6"I1"Q=H2L.V9#H/8]7 M",H#?4@?N%3PC2G$%+I(1*:B?_D*+854)^@C5)A8HXL8ZH"E(2]=*"C"-!8>R*

*M0/P%W4+QK?*8%QX?1[ $E/@)<\/$44GR#B$=_BOMS?G9KN8TAUG6]2YYN4 M>+0'[VV40KJB]![=\)!'#^PNYB?HFDF%+G... KX">_1!\43^8XMU!^[;P8N6 M?*

*RVW+.3G(^AIR;,'/EK_!.>>K_;(G<$9N2!UGF@0^@+?0:V,'>^DJ*W.!$] M+&;$>O#U/33Y=ZU\GP:DMC*(^34Q?T]BT(EJ@U(!9ZN8*:C\B^65C:S?H8$I M]G&+!;-?*

*!JX*YG>NDYCK9EVO&X*P'(<2@H="69R'T[2L,YQUBT:#AG7HX:+&U M6@%?\!?.?EJSGPZR7XH4Q(-G-I.#GH?6N2,P(\A9'>3LF/T^.M\W:OL-*

*N=/&WQJ3&;I5!N3!=XKQY_Z%/J>1AGD%>@:.^$4*R5,(QW:.6I0C.C MUUJ/CRKVV*G:NT(S5TL'"%9N9"CQ9X4+&?;JE9I_RZ.F4QZA+$8$!\Q0I+$Q&%3F'^BF"G!(G 9-3*);XLFPQ"]%*

*DT31CT9 M"0^N%@EX@PTN&'VB>.?>?0P*_?<5D,..S65^S:TTG^VKZ_M=X%63KXJVQ M'"L8[\R*2[VF78^ $]WV9%CM==N#A.YVNN]REK%4<QT4^$*S0Q?SQCT*

*MJ]L*ZG13X0K-S$?CSL2S;DW0CE#Y$]Q6!XM57XGJF8.Z7E+01Y<4@R8F43T0 MT*>6%(U>;AQD"YQJ8"RE:W3/84K-#,'>NZ@1!U34*=['E=H9B[T3$.?LZ>@*

*MW14s#DC0*=2NV7PZI3VU]H<7ZGI50;M;B GUV_.LQ8K@H&<\I']>H$\M*^RM M5=Q$C])5+E76<_DU#'QP11UCE/#U*.$?=6_A.]U;N$(SPO?LI*8*

*M^4'[UIK%S/M_XG5NIG>M\&3>%]YQXI[&8XIFDWUEV M'\52&ULM9L,;]LV%,>_"N$610)LL7C1+4T;-$Z+!NBVHFF[ MAZ(/C.W$0G7Q1#K)lNE'R:HHF1ETRAGL;$WOV#43 M7]8?*

*2_EMVD99)AG!+>5+DH&2WYY.W\]21)5#;?>U80^\\QE4J=P4Q8_JRJ7R M?:)5BEC*%[(*0>6_>S9G:5I%DCK^;8).VF=6CMW//Z._]Y.7R=Q0SN9%^G>R M/%*OS230!2W9+-*

*ZGX5#R\9TU"?A5O4;2|_@L>&EMO A8;+HJL<98*LB3?_J>/ MJ4-T"""V.*#& >TZ$(L#:ASP4 ?2.)"Z9;:IU.UP206=G97% R@K:QFM^E-W M9NTMTT_RZKU?BU+>3:2?F%VSQ:9,1/(?*

*K5X#!S1?@]^T3.A-RL!5+EC)N !O M_@VO9\Y8;>;,X!5^OWH(WG#.Q]?L@O9)T:WATR01-4GXL7;Y<7X*C ME\?@)4AR\'E5;+BTYF=3(?57*]:.+1NM|\Q59M%ZRQ0G \#> -/$0,I?*

*#W7'? M?2I,K6TZU#8=]N-A2[QMXJ8FM>_^I@MV/I%#E;/RGDUFKU[P'MM M2FJD8+T4<9LB=D62?9(OOTP6@M:Q0*50=Z%,\ W-W40%LGOW:J9J;I&<(8 M1V?*

*3^VIFNA6! 2&M52\ETJ9$G(H^%X*F@#?=7O94>B_[;=W=Y2P*.$V92?$V M:-#1@HF/ K*K6;>#@>QO 3*K]EO5OE(UAX++P;EBZ;)6F>3W\LW(Z5< *L M*

*M34IP3].-4;FO*X^BV(O(CG+=CO@XCJ%O5AZTR@.G\K_$B6 VL;*A=O;TG\" M7:N'XPCMI&0P\WV9E3FCL,TH'-"#K\G-0[T+>_'V?" >D:<;1A$*26#1%[7Z M(N>\U)F&3?*

*%B,2>GD8+U\HS;/,.|/2MU9GOA#F'I7K'V8A#R?)WW[ )#$4> M-+\^Z"DD>P.ZF#NQ>1.C^.0815$8ILY(!L/0#_V-V'1V2@?HU#F?4.1)DL]*

*M^6"4Z'1_.E<;*UH_605[>"CMX:BX'RM:/TT%?/AWV.=U$XM)*M.JC0#7\)NZ$.94VPRZ2O5B$;_C)F0QW&FF+=) YMFA6LX;-H/8*UL]5 1>Z<7E1E-(GR>_,MJ>H\U-Z! 9E19'D'2*

*$3N8$YI!*8(QYV#N_(,)I;>BQ0DD1N2@V#>0'|JTTU0 M%%N6%:BSAG7RD)&7,]$,+G"4T<@X\4K9^NXAXBA^XT.('YY#1'BM9/4P$3N8$YH/9*

*M^\'H-.DK4UA$;B90>6'@@'878"^(PW%U)& PA(G$8VT.*B=R@_,910C;SU2G M25^Q BIR0FOQ"=*X]R:I 6fBVN#&08=@

*MC>/Z]0K]/B6/9%ZI8GT1?>>AGG2ME@4A&]%9I%_$XH'EA!H&;R@BE7[^(K=U-M+!C.E!9Q{HP1Q#$)ONE;+L2:@^OO<7!S!W?+@01[''+SJ-;'ABTCC0$G_EZ*=*
[]Y1+^$:C&8,G1M5,,LR15G ) ZR8 MVCH(F"A_L!4 UK"%K 33AG4C'H3V@R9@IX G^P)=PH MK).I29R"LSNF*8_4.;[DZ^ .SCZ=PR=C^-==$S!1-0M6Q-5(S =K#G,9M1L/=
M0X,X\"02/5'P.0E9N E@HR;%,.Y*F%NW%O&.#;_(Q?@.JY?$5#_<'>O)ARO MR).7XGGOYNG"B,DP1;@4/"+ZRB-,#4]=YR\$7!TO;#B3DB?CU.I/D;AF)PSJ_?;+R1P?J^2ZD1@
M&\+Y4?!^'7HQ[4)BT+ 30\4Q8K&JAT9/>=&SRKv&6o0Z;?<(7<+@V OV M?)W7KGO-M-KS#;B+1+4H1 P<.*5<0@+<(^_OB'!-_A0l1V<
M4K@3@6T(URR$;YZ^M#/(X+W2WC6K*^U6$7'KV-*&_V"] -8/H8LRUU5,:E!U M;!Y/!+:A2KM0I?VA%D#[E,*=*&Q#..*4W8MS^B608[Z!]BKLZA8!6>NY2&W4 M=UP-
Q2S1(*EF6.8\1HFTZ;R(XYBN%),X%1P->#+$YEQ5TR [X5TV@\#;9E%A MUG#;^TBX)0GW)TFXQY!P=Z,C#=+!TMUE4V3E.@^RA4?95I+;[Z'U^F^(_"EQ9
M&&/(-41"J8R266L5"9EM#1K*S*E=H$9^A5HWN0.TR:WDI:W&V[@>]\YJPJS M!G'\UM5E5V#FGY>VB5C1&IQ#F6KB73.G2-M'!*KZCLP+87[*KGD1P-8Z"M!?XE
5F'6VEMJ99]#:KN!NO
/3$"PTW!>NKZ_$WZ%&0G,R-JLG6!G/L,74JM$WIRKZ'M#[4 M$4].VAR="FU3O+(]K5-1+ENL+(H3XP"BU45T;R*(JPB..,)+!F5ZKQ2D_JW MD-05?(BS08+KOTB75;._(_F%(08Y4I8&]-
K&)F1RG@RP%Z8&:S2B*N6P["8= M$6T!OS5#M'025,)D$[@G*L<A=8B3B\G MC.+18 SP]Y$0>G5C7E",%GO_ U!+ P04 "_!;BDU:7@HD#QT% "_% M&0
'AL+W=OU94RC++UF:]\O)5NOB8CI5\99E5+T6!3%=S NZ8?=,?RQN):RF+4K",Y8K+G(DV?IR7KRA7*)/-"T9>L^H*B6#,](*G:-[B)BD3!D2;_2;H+E";]_<
M(ZK1@./BU\C%9X@XQ+,06CY=W1VAX[8GY%9XE=/Z_Q=*<7@<)]32A#DP1V+ M2REVOD'75'%UAC[F8]68W-$5G-YIO"BUD1%YS%-.3>JPS*M0G++T@1!-42*ILQF?
0W15Y"F)NX6@1NX/IE/=X=V!<4\)PQ# MMQ4[8NRWC/U1QDW>/7*\'^ X"O*M)_1,8$?V![V!P@\=Z\%S>O*9P(X\&;:>
M#)\:ZU"R5VS#\]PX#@*_8)*+Q&9]#1D,!W%M5U\,8\=S''NLSUK&LU'&OTL. M)*N#4E4_*4H9;Z%#6YO"K,?!QY$'SCOAVI?S(H]X?F@G&[5DHU&R)A.MO*+> M?
N>P61\&T0DQFV@>MCWI?@>]U*V9N',O&9LX5. MNT:&RIL07\W-?32P'(.(Q2S4Q@6%OSD;IG3@VG@#'WZ53]WJGE;A^O?) 'FY,'M.J]4L9&Q&#
{C6D6ZV>QN&,E(<_X"T6L\E^T*&T=*X69TB(D)P." MA*?%/WTKA5B;@(.]$T@Y@1PZP2TGN#G1 EE.ZX9J.NQ+L4#26(.W'MY1+!)G&&4./C*I.,HB15N@*O0Q MC5BTZ<
&32IAR$J8:]+]\8:%%\C%9X@XI-, .'3X=+<%CEO%R1RFK@FBJNT)\/\ )TKUFB M_FJ2NT#3:49CUI9+-.,A&UBP>"@FY\P;_O(3[C]_-DEU)&<;PG4]X3IMWH=% MKDY9'''%8]"#-
YDQID^,F=\=&U;E1M4F#PK&7.5;+X7R(<>+.[O:!OS]?I[=H1 MGW3]VFP#N%M9\-ZV9[5@6)BU/K"]P;U2,XVM.E6VG1_ M]&KH'E.X(SG;$,ZOA// KVHH''>_60V[=]1+<,]IKH:@ AZT
K_A*A09X)14 M,\ASGH!&VFQ&V",1@Y1G D.!CP-H9]1C1R"'6SG?N"2+08-5KCG^A6! MWG<2(.\@T&N YGEKV HEN$.O9D+!3]PI.*X>/;S/HQ[F &#$-8]%4@4?
M4V49[+PR7[]BDV;G4%H?D;I; C"O"%HW-F=!E(X('B+5*.=[E[6*UU0/BH MK,AAK/ N6N)UR';Y--FY7L_;PXK4K,AAK& 5F=%E7N-EZAT8%K(+K!-@=QM_M@UFPKUAPW>
[@U]:@=#?Z!^KL!N_)Y+_ ZV_;S'#7WM=_W77@0!]/IZlP>1+ M?@)A7]D54(43%0Q5HNP]>^#C9A5:4;YW%SJ6MTU-ZX8(>$_4KH^/VB\=R]NF M>']'A%OIBK[@(-
G@=&]46*RRB)99%$,6H1,XB2T9E>]T49/VMV-`)<4YC'10 M1)=-1[G1?_-1\+??CKP)DY/\2X!"^19;'/*]T>IKPU5^OMX:OS9?(?*C=.VF M^(3Q2.6$0Q'';PNG0L?
BB+KP+%C1:S_&#]*C0#X60]!N MS NJ;S/#?P%02P,$% @ 6XI-6FWCG@B8!0 LQP !D !X,"]W;W)K M&ULS5E=;]LV%/TKA%<,+9#4(O5E9;!Q%G0 L:
M&WW,.R!EFA;]R1]&4WP'[\2,F6+(OBFE8=\F+KX_+HW,MIKXI(Z8ZRSWQ# MB !?TB3CL]%&B/QB/:,AAJ28OZ4VR>2=%64I%O*4K<<\9P1'Y; T&2/+\L8I MCK/1?%J>NV?
S*2U$$F?DG@%>I'EF3UR;-QC1+%*)>*"[=V3OD*OP0IKP\A?LiK;6'(0%%S3=#Y8,TCBK,O&7?2".!D"O M9P#.#'T"G YR> ?9^@%TZ6C$KW;K& L^GC.X
4]8231V4L2E'2V_B3$WCHV#R M;BS'B?D-CAGXA).''@#N">><&(G"//P3EXE!D3%0D!= 5^HSCCX-W-+< "' VY M5),0BR> LPA,K+$@QQ9RL!I6 ;R^)@+'"7\CX3\^7H/7K]Z 5R#.P(<-
M+;C$X-.QD$XI:N-P[\!5Y0#J<0 B<$'@URPB41M@=+*-1AP0=0G*%C(C7 M)'P+;'@&D(4<#:'%UP^W#73L>H;L$L_^SQDZ Y><$SDV^YF*@*R#!Q(6C,79
M&EQA'O,S\#&C2TI8%B_EW-UF>2&4#O:(.(1]Y M?F/6(N[6Q%TC\2N+3T33"/>J!@)K>>S5'GLO.(^K(DHZFR1KV9S#;B+(4]&DGX= M2?!)7T%![TELV.YT G\DZ37VF^.[N./NLG-?.)D?
G^I7/@>FOD:H1Z[GP- M!-;R/JB]#EYVY@=#1G(@L%8DH=5H&^MK@#UDO4:NP"Y@=W3Z^&1(H-&UN]9+(F6T\5+8947+-Q(J.I7!I\# ]!
MAY3V://M&CK(L7O8HH8M,K*]E\D8QCE.0(Z?*NVH.(>8;Z3,#XD4Z?HPHPZ= M"''MH5!OS#TPVF!5A^KC:G<=V.J!K<@X#%U!>#[-& MJ$"S4KG-!)$%
(62##FDJL5<,&:D^>V1L5T=I'?U55$V1VA3)B6P$M0$,Y7I-M>L\<#6T$G4['=.VDF=N7WXV8@68UTZY*(ATRUZ/;1:'57AK#D)M5)M8VZUT*#2^.MH/M?1. ?<-
RNCS^@SII.K75J4'TQ%%HI/HW"@/!+?F5!HP1Z=C0'0FM'LU$] MT"Q[OD.P[9&_HE2ZAL92:<0+-.+[1O[=4I)7V6T=>?I[:G1_N/98+7.6SM&$8 M5,
(,A=9>BV@T#+)>=G$AH\9Z;C2'0FM'L]%6R*RMFC6J(LMQ++55+5^657)I M0Z#16%;@NQ">U)7&$$Y@94-]7:%&92&SREH4.3EC6]+S]M?2UDFLP(>G+WJ= M'9Q.G#[6CRN2=P
+R42EE!$3X MB4M0)+35@#%_K,=-_=ET.A-8.=]0D?O"N]R@2V=+#H,6CV0A69!:LW]CEO&[) M.1]T3@NN:V;I?L!:#V1$)#*O4WU:A^LN/9U#.+.$]G#5VMF7I/:0;K89^F%;;
M(I>7BB>GGY@:*[]#>WRT_9,2MBYWQ3@(;9&):MNCOEKOO%V6^TTGUZ_@Q:+:.M/VM@JNV\.\S6L70N(2L);;WU)2-6[9!5)X+FY2;3D@I!T_)P0W!$F#*0[U>4
MBL.)>D"]3SG_%U!+ P04 "_!;BDU:8/96WC0# #1# &0 'AL+W=O MB.W<<^QS?6S=##=2/>DE@"'/ M*1=ZY"V-69WYOHZ7D%+=EBL0^&8N54H-=M7"URL%-'&@E/N=
(.C['*G7"&P_= MV%2-A5(SG F8*I*S-*7]WP5PN1EYH?JM-K)1(RB?;N4Y&7F!?!!QB8RDH/M8P M :\ W(+5&<*<(^_M)BTR0\X'V\C\C3*Q&#
MR,,#;W<0O/"7+V$_^%&GJB&RBL9NJ;'KV+MOF!(PF/,,/D1";AB-&,]!\"M# M1S)#[56 H:FM9F^'WS=(2:X-I/!7:JZ3:,J(;)*JGIEJGK[I;!UQ)C-U1%> M8I'9/BQTC:?
*GM86Y]>E*;\!!/DT87Y!V,M_/0I:07_HK[>EUD<-@LHO+$$5 M2<>EI,/JDNCS+H?O!;YWVQHBJVCLEQK[G^SP?I.I;HBLDJ#!F;K!QSA\<)## MZZ,.<_A)*>EDKZ1'5UQ TCI?
@\)BJ6ZU>QG>NW\-D57$GI9B3S_9ZJ=-IJHA MLDJ]PN"U&@L^QNS%/&^Y4?8&W;WM^1-6^S?4K5@6&MQF"+T![@U:KR^CGO M&+ER)6&D#!.TKKG$;PY0-@#?
SZ4T+QU;U99?,>/_4$L#!!0 ( %N*35HS M6C\JM , 'H- 9 >&PO=V]R:W-H965TM&:!*@CMYLV4EM XFSHD7;(8C7]L/0#[1TMHA(HD92=@SLQ^](*;J=
M*%Z#&4,_V")US_&YYTZGTW@CY)U'*$37>8&GA>Y.>,%,QW;O1LY'8M*9[S &PFJRG.FMU>8B2-IY;9>$YCH;@H0.)RXESZ%S/? JS%%XX; MM7,-)12%$'=F\3Z9.)YAA!G&VKA@]+?
&&&:9\40_FJ<.NV9!KA[_>#]K0V>_M@EDPA3.1?>6)3B?.R(S$EZS*I*W8O.,FH('Q%XM,V5_8-+:.> W&EM,@;,#'(`M>5'_L_M&B!U T\&$#2 X!' CYX!A
T@M('6S&Q8UTRSZ5B*#4AC3=[,A=7& MHBD:7!@TSK6DNYQP>OJ6<0E?6%8A?$*F'HF4(ZV@!W.JF*3*$,02YB9OI#?7 M6^_%Z!1A.U(#
<"'A4BG4O2L6WV%">W$E"84*M(#+9(U2(XVY^M8E3LVFW\W&M(@+5;(8 M)P[U (5RC<[TUU_\R'O3)=61G.T)%[,"A8>\[PC7%6:-'5BL:5SK:=@?!%%__M-
;?NQ$\M?,CRFP4M'9[Y/HMN?Y!. S]P2.F'6;^R/.C;J*CENCH(-'@!41'3_I$;]B/0N\1T0ZS M,/+"9Q0];XF>_S_=!/Z&KW;,P:1W26]?&LNZ@CW(YJ7/R9&<[0GG>]^'&>^G M:C$-G2-
I=RQO^-+M3(+_P;K[!ZDV9J4H1F0YG^CPN:A?%A=/4@Q)<0C61, M9%*==FIR^!3?0B& 7!0Z5>_'D+!MUYMO[F.>HL9JEP.NSF!LODH^,,GB]&!D
MN"27WMF0GEU9#_KU0HO2SLH+H6GRM[]IVL;Y)Y@"V@,1+3SVIJT-'[_JAZ@>3#,1: MQTYM!V!ZV^<9'L":B5^@5L9^,Q,S,>E^E)]F>= 1CR->="SYS,F.+1=762 M04[U@RQ
X)>]5#DUN%4'5Q<*:%HIY=P-/"]R<\J$,Y]69QLUG\K2<"9@HX@N M\YRJER5P>9HYOO-Z\(D=,F,/W/FTH ?8@OE<;!3NW!8E93D(S:0@"O8S9^$_
MKB96OA+XPN"DSJ;$6K*3]MEN/]0SQ[.$@$-B+ +%OR.L@',+A#3^;C"=]DJK M>+Y^17]?V8ZV!*B&E>.1 1-1D,R=V2 ]{6G+S29Y^A<:>D<]+5)-?5+SDULIY# MDE(;F3?
*R"!GHOZG7QI_G"GXT16%H"$(:+A6&5Q3*1B&L#*V956:MJ:'SJ9(G MHJPTHME%Y9M*&ZUAPD9O:Q1^9;AGYN\I4^0+Y260)Z"Z5( A,IH.R!8?3%IR M(')/MB"85&2A-
9C!DB;/D.)94BIF&&A"#3G#6=C(;/-"[M9@*,/ZWJ+5"+1" MV-4(^CN" DX-'AE)D%V9&"22DHV2!T5S8A05FE9QM\P^;]?D[MT]>4>8(+]G MLM14I'KJ&O2'MW!%=O](@#Q)83)-?
A$H&\!7'1DZ\W@U9O+X^;B M&I('$OH_D< +ACV$5O]+;O!)VR#&U9XX16\K <')@03!^NF A23:9_U->2H M@K1U\CCN_7%M6^_%Z!1A.U(#
<"'A4BG4O2L6WV%">W$E"84*M(#+9(U2(XVY^M8E3LVFW\W&M(@+5;(8 M)P[U (5RC<[TUU_\R'O3)=61G.T)%[,"A8>\[PC7%6:-'5BL:5SK:=@?!%%__M-
;?NQ$\M?,CRFP4M'9[Y/HMN?Y!. S]P2.F'6;^R/.C;J*CENCH(-'@!41'3_I$;]B/0N\1T0ZS M,/+"9Q0];XF>_S_=!/Z&KW;,P:1W26]?&LNZ@CW(YJ7/R9&<[0GG>]^'&>^G M:C$-G2-
I=RQO^-+M3(+_P;K[!ZDV9J4H1F0YG^CPN:A?%A=/4@Q)<0C61, M9%*==FIR^!3?0B& 7!0Z5>_'D+!MUYMO[F.>HL9JEP.NSF!LODH^,,GB]&!D
MN"27WMF0GEU9#_KU0HO2SLH+H6GRM[]IVL;Y)Y@"V@,1+3SVIJT-'[_JAZ@>3#,1: MQTYM!V!ZV^<9'L":B5^@5L9^,Q,S,>E^E)]F>= 1CR->="SYS,F.+1=762 M04[U@RQ
X)>]5#DUN%4'5Q<*:%HIY=P-/"]R<\J$,Y]69QLUG\K2<"9@HX@N M\YRJER5P>9HYOO-Z\(D=,F,/W/FTH ?8@OE<;!3NW!8E93D(S:0@"O8S9^$_
MKB96OA+XPN"DSJ;$6K*3]MEN/]0SQ[.$@$-B+ +%OR.L@',+A#3^;C"=]DJK M>+Y^17]?V8ZV!*B&E>.1 1-1D,R=V2 ]{6G+S29Y^A<:>D<]+5)-?5+SDULIY# MDE(;F3?
*R"!GHOZG7QI_G"GXT16%H"$(:+A6&5Q3*1B&L#*V956:MJ:'SJ9(G MHJPTHME%Y9M*&ZUAPD9O:Q1^9;AGYN\I4^0+Y260)Z"Z5( A,IH.R!8?3%IR M(')/MB"85&2A-
9C!DB;/D.)94BIF&&A"#3G#6=C(;/-"[M9@*,/ZWJ+5"+1" MV-4(^CN" DX-'AE)D%V9&"22DHV2!T5S8A05FE9QM\P^;]?D[MT]>4>8(+]G MLM14I'KJ&O2'MW!%=O](@#Q)83)-?
A$H&\!7'1DZ\W@U9O+X^;B M&I('$OH_D< +ACV$5O]+;O!)VR#&U9XX16\K <')@03!^NF A23:9_U->2H M@K1U\CCN_7%M6^_%Z!1A.U(#HQW/#NG)>*_&8[;AE.[K)]J-
B2)#6F8"OGA2E2C(L8[W/ MO\:*SJX/1J/8Z]#LROE!,!I/HGZR44LVNDG6/J1>7E'GOD'IH^?[P@E97[(KW MQBVA\4U"&\5$P@K*24%?ZCIG?9A0G6$%2@
;2F^XQUV^<4'%H7]!N$B<1Q=QKU'RHLG M5YP\:>E,_D-" ?KW9BI-.BD2Q)-)'%P^AJ[<9 9 >&PO=V]R:W-H965T;P#'U,C;=4.&)B&-^,Q@*W>. MD2EEQOFK.;F;3QS//!&$$"@#0?
7'!FX=# V22HY_88@ M$4PQD.B76U"4A?)7/?8l:"#\2?<]WlSI6F62-/$698HRT0!(57ZDN)(5Y8$ M2@\Y1X^'' +P6-D!(TEC35C!R2E-F"G>#G)IKC!20.\M!!?(QQ\0\4BWO)OWF
M^'2_FNfJB2IPQ2S15*\;@/> XM9E$3H/W3+9, 3S:O0M=?5U0IDQ%H=++N:8! M3!S=_68ZP9EFA-=5:0FL4K-?U.RGZ/YAA>9J2QG6D/^(YNF=TQL),!W\F6IY, M4;,NZ-!LB3-
+Q5_W&A+=*8CDWW54^3:IL@16H:I;4-5ME\=.OS'#U0>]HLW4 M;K/0C>XQT!H=S4]'TK!6/-DP.%LTS#?!9NI=>_-O5/D;NYO=RNN3AK@{JJ34
M*VKJ^2GY]SA.:;C^UJ'117#TU7_*&!-OZ:5-2F^ M%?74;;@5$B%@5!.P.K/B1S:IL@16H0I[!8?S?HSF]W'VU(R@'SW1-\2-2+W] M\8X;Q>V5T+=C#4X[TJD3: NM6G?IZS YL]RQ54-
H"ZU*5VD)<:N-LBAXOU;( M>%_O]6&>WZ#WTK#A XZMT/OI[]8=^N09M816):)T>;AWJ@:PZ@9MH57I*OT@ M;O50%AN@7V_U]VU.0UROP>?@T]IA WZMK@:,.
<#KML"=/IR6T*@FEV\/#O+-C"\U*0.GW"#Z$\(E5FV@+K4K7SO;?@?T_6\+/Q_EFV=\??D-< MPZI/2@-'V@UV!:UU M0J_>V.PW0D-8KZ$32B='VIU<>R<<883;\4^>UN^Q=T=*-
T@&$Y^X"]f!1%EJ5 MKM(WD@/;A-:Z8%AOA+YI@X:X?2?D[KR1-*^#'_1BSF*)0ECH/.]BH-M)9&]8 MLQ/%U^E+RAE7BD?IX0KH'(0)T/<7G*OW$_/>LWC//?T?4$L#!!0 ( %N*.M35Hf-
TAI< 0 -$2 9 >&PO=V]R:W-H965TU!-#D*8E3-;&66]\N;%N%2TB8.A,I]9TG(-:R.E89#KF*=Q(HK(D87)$ M!;%83RQJ/0_<\L52FP%
[,EZQ!=R!_KRZD7AG5UXBGD"]N$B)A/G$N]07,QH8 M0&]QA<-:[5P3D\]]$_FYD,TL1P3$<00:N."X=\CS"".C2>,XUOIU*K>:8"[ MU\ >W^?)8S+W3,%,Q%]YD)<3*$![(!'.6Q?
I6K^&,J&\!1>*6.6_9%W:.A8) M.Z5%4H(Q@H2GQ3][*HG8 ;C(P"W!+A[ .H? 7@EP,L3+2++TIFFDW4JR) M--;HS5SDW.1HS(;GHIQW6N)3CC@]?<^X)%I8G
'Y:$QE$K!6GI$>N4/%\1%D, M1,SG;D:\LWUAO"4Z"60?2 ;_(9+DEP]!;BVW><'B! 39A)!H(@6Y#)Z!*F^MS)8L7> 0>OD%-@:1)2M34$?>7H-F/%9G^/+/=]?DI9LS\L88_KX4F6)H.;V
MQ1+X98IG=5I.<>2>\;PG/BT7?$==Q^ WSV+W.I7DF_<=XIK2 M+++"#'&N^6X]3KS]P_7XPMA]W.SBTHSY6UG2+&0+'"%:LE2Q_)/6*._6-[^%Q@AT%JY$TJ$@;_*^D
M/^B2N(Z2.O6??#*K)A:TFON0I%EFHB M4> 73=$-NRQ"1\YJJ095]JD%K$:CCF&X!=;<2'#/F.8A-DVHL27# =8^.G-%> M11JL1NZPN2"C*LI1.Y3N*Z(<;!?&P;>7I0-5C3P_.8P]:-
M.IQ6Y5RF:<9B M_A?.]11;U7#)Y )Z8CX_+]728T=:zLI;/?=+IHN>D-/WK<4IX77>A\/]6=UD M%@1'5C.Z;5)HZU*.,CH1G=N@G8$_W(^NP0R3H$?"VI8'U'NI+ + X*[8Q'6N+
M<%H[BU<++IR-O]=RWG09M;S5."J=_R'G?<_(/IX!JL^IYS)+CM*DK;E]&NFC3R-_F:[PTAZEWBG@:WNHVYMD3;M5U MY*W.W7:=I^T+_7_=N!%.^X:NO-
7)VW8.M+UU^.EI!:'1%FZM&4\-"^MG ;%' M0"3F M8 Y[/N'R57%]O#!'E\[Y$">O+,Y/BALM5OD1Q+W06B3YY1)8!-(8X/.Y$/KY MQIQJ5*=8TW\4$L#!!0 ( %N*35HB-2P#Q0, !T* 9
>&PO=V]R M:W-H965T926)L@X$4F FD-Y> '.MS#'AK-2.F>6EGKMFT(C2RNG7/AAIQ/!.>/2FXRJ MO;F>C%1!!9X.TWGO@ZLV!#GXP^ML8%VN=BKFGE-R@I
MSU$:KB1H7(V]N^!V-G3VE<%7CEMS( Q.R5*I%[=X2,=>QQ%"@8EU'(S^-CA# M(1P0T?ASA^DUGW2.A\]]{(^5=M*R9 9G2GSCJL%/9);3_A3D_/ MX25*F.H7MCO;C@=»):.S*=|
[$(.>R_F??=W$X< CB=QS"G4-XJ-![QR';.425 MT)I9)>N>6389:,4%[.P)S3U4L.F\20V7+HL+[^DM)S\[^[2,"W->8#4 JP"6-8#Y .:1,$M;5@%Q*O-+-%*8.]76+ >KF32LRKKC];RX
MAXL/E_!N(00F2H-DZD9^9.83B4JV[YM%8>OJ\:%129I9^%6FF+X%\"F_M32S#?2RGX5G>TQN(.[N(.R$W19"LW_O'IVA$S6IC2[\C]!3>U6GNXQG (5 MT),+O^9R#5-
FN+F"9ZF6!O6&+2GI#{(HK;-1,N&',Q?]*Y@QD92B6L!O3TH(.MK=,IW^WA;_FEZWG9YK3[>F8 F./>H_I(/H37[^*8@[OI3%[G\">Q/);A/) M[CGT.I*;ZG3365_BFDOI
D>54:#F*FU37T/V*DC72S>3?A0-*;&;0UFG5D'8 MC8>-U1N^O89O[RS?SYH31597#%4'%*5.,FIVK6528\6'%'I1/.P<,3TUZT>] M(&YG&C=,X[-,YW0 $UXP 05[K3N/XYLPDU%72)!:?
&MPXQ.RU[TH#(9'G%O, M@C":NNVD^PWI_EG24#}(B'3)+:#2A1.9V))-%87TK$?75P6-(_J(/7LDB-TM1G M7-=*IMWY:L?"3NUZK1K&C2:!FFJ7@-"%P1 M9.>F3YQT/8S4"ZN*ZCY?
*DO30?68T?R&VAG0^Y52=KlP'V@FPLG?4$L#!:0 M ( %N*35ICIP9'D 4 'G 9 >&PO=V]R:W-H965T0SB9)QD,: MDX<4L"R*F\W'NEJS>4-9S;9X!5Y(OQ(Y\"**Z=$"6A$8D:3
M&*1D.>W-O<072G;LX#V0I2R2Y$5>W ;3GBM.1$+B\>%', C-RG81?:<#7TIZX\P*RQ%G(Y\=+Z0H M:"#Q_"1D^7^P*V+='O SQI.H2!8MB&B\?\6O!4$'"=ZP(0$6":;T&|(0$4"
MR@O=MRPOZP9S/)NDR0ZD,EJ@R3"H^I2*/SSYCFH(O.,P( MN">892D1?<09. -/0C%!%A*0+,$37<5T27T<<_ <)PM&TBU>B,]NXTTFHI\9 M"0"- 5\34(^8HX@LZM-
X!>:,$9'VX89P3$/+43SNCFQ)^.,/WM#!*F+F/Q9.7Q2S 4] M'S8D]>4P%*\ QW9<$-E-F89QW$@XS8IC7VZ$1 +'.+8)Q_KV-HW89PW07Y#*.M?&;NN?C'@!-
G>\A#:Y6X%"L<'B.X.& X(8R\AE$,;*ZNG8:@:KVJB4PK>91 M6?/HQ -@9),J2V .;5>.2IK%9@??-E1R10D4[]K>UPGT?'P0ONKR+L;CE;$ M15G$Q9$:GXM1BD/ZC_AF_56,Z.LU3E?D[+?
E$CPVB-Z(W+4G+8%!)'BN0).\ MS;"=>\P2FDZ"\FX>.K7 K9I 6V@Z7D;KU%7@_1KE>OW_",PV;#!L$+=@R M8[9B=WCUR9C;L[LW"F6T/0ZE1WSAJ?6L%4?9PM-ITLY.<_H?
KZ/02_.T.K0 MV^/T*4)\UIM?)MW<>Ki8-7?V4+35U*4P8-&1]1Q M0B_ *C/U"%5$W1JF-U;9*]ABKTI=-=?E9NBNO68+32=*63+QR:-7DV4+3 MZ5(F#
[:LT'43.:I1+_2[,W<1)G]Q';,U&T2N+!9LL5AU(C_"EIMA_?8>RRA M067=X.#4 K?] &VAZ70!!PA;5N2Z"7Q8)_#1H"KPVK#!]$'@RG!!L__ZFF_I
MD.!LOB4I7M6+V>]JF"TTO6!EQ>#XU&*VZN!LH>ET*0<'S4MOW\6?%VUH|>?M MD3})>R&R\JJ/@&*-NANR\G_0>:.V5(F3GDG7A4(*N6SQ::3I>R?*AEM:[3 M%%^
51RX6UUYJ0_S&HPZ.M@1-M4NNG&%W=^SF9W3NOO=8.$/*U:%;3;Z BJ_[/ M%H.E_)_J&7IKIO:;_G_Z2\'L#Z/=BSP?Q@R$9"D@W?.1&)#\[_GS7-M_H(GF_R(U"+A/(GRMVN"_Y++*
/'Y,DGXVX5\0'G*;O8?4$L#!!0 ( %N* M35K_8/Q!R@0 ,09 9 >&PO=V]R:W-H965T$JE.^<06,PXD+IS2Q'8=EVNGA&;6:%!3J=07I-%@1B;P /++{(ZK,[M"B6D*F: L0QS&0^L*7X:X
MKQT*BZ\4%F+C&.E0'AG[ID\^Q4/+T2."'|"*I(8CZF\,-)(E&4N/X7H):U3.U MX^;Q&OUC$;P*YI$(N&')WS26TZ$56"B&,<\6OT,9D*_Q(I:(XA<?!+|_=0!Z|I\'8<\',.G=*A4S"S"]7@
M(222C :<+1#7%U@!-'Q1D%MX?)HW1\D5W>I\LCXI?

*MYQ8OD;EVO[#=V08>)*4VLM@Y$X."B^J??=Q%H>$0|H|PB'8.T6.'WA,.W9U# MUPFMF#E95\RP>*SD%12U)C0[<!+%QWJ2&"YO%N5&TR\G/Q.\95_'"%Y27"#3)= M*]04&0UG,*>"2 5B1330P"? Ml-;BH[WH:704\0J3#G3#4XB"J-=":/;S[MTC=+IU#KH.K_ML#D[W<:1(P4?. M%CSGAJ/>YR8%JOP[3$JE,-"MU5]2J'1ARC37\/=':.@"N#1;ZG[9P5VQZ[6SL MM7&AURS!B4?W@J8,HO>__B/L!V_;0O5"0_>|ZJ6|ZQU#CV<9$RNTY;6H,-ND M5OY#YV\OM$T<=((@'/N;IH;GK [(G=?DSH^2;V;U^6F=/B2PC?%1T%]-S@N! M'>COU_K[_ZNJ[K]DX%X(("!P@SIP@Z.%\14]/9B>L0TJ>2ENOZH?W;}K^K*U_MU0Y.TN\IMF\E=A4=3#'G.A;@O0H+7$^.]&CC~%9LP-1PUK4*BHFU8-7"34>FB$ MQ??HA'^VL.Y@SQMTSOJC7O"(=(O5H5][AT9#(41CJO:M7ZY[JTK42C]:GU&M5K=$#3-6HDTOI33[B3V@D#C_P!02P,$% M @ 6XI-6B$UY"%Q P / P !D !X,"[W;W)K&ULM5=M;]LV$/XKA%8,+>!&;Y9D9[:!Q%G1?@@6Q&OWF9':%A&)U$C*;O_] MCI2B^$56UL'[8%ND[IY{GN.1/,]V0CZK'$"3[V7!U=S)M:ZN75>E.91478D* M.+Y9"UE2C4.Y<54E@6;6J2S*

**1;7)M)MS%K*(;6(^6CU('+D=2L9*X(H)3B2LY\Z-?[WT ^-@ M+;XQV*F]9V*D/ GQ; 9?LKGC&4900*H-!,6?+2RA* P2\OB[!76ZF,9Q__D% M_9,5CV*>]C*E*/YBF<{GSL0A&:QI7>A'L? L,K:#(X*6B4/;,[%I;SR%IK;0H M6V=D4#+>_-+O;2+V'P5%@.@3'#N,%50#$JA#3,KZXY]NIA)L2/26"; >M;"YL=ZHAG&SC"LM\2U#/{WX1)DDWVA1 [D'JFH)N$9:D8]DA163U040L28K MD%N6,KXA-TH!OJ.;['G>F+5@^@=Y?P>;LD)]0/^OJSOR_MT\HXP3OJ,1:TH MS]3,U+\1\Z4XZ-7"RQ M0]@CPSDUFL 8KD$QD?>H;R,A"FF-KNTB2>,+-W.V^K,'_U%6U,F*?D(6\&Q8 M4 .6[PF*O7B:`F*WI:]P#3NF,9O,[6[>G1P((S({Z2UE+@838P'07^V "\$ M=J _Z?0G_=F3"Z9BPN!'>1BTN5B&HU&8?>1+|VIQW?Z2#? M+TK5<3E\&FBH?H0[9-M\LLS.,? MMU5=[@XVOQ1U,DLBW)E5E%:1V>QOKTW=9KEU?=-H-|_WT???O-=|$V4,;/? MUL6N2K=XZF09>-_>)$;?E4>K[@U3:(?7>+-[$CP? T9ARC_O=<'=FN\';@W8Z M?FV>DJ7YG;6G'B5*9_-;/'?Q_9_]N7 M5*!@5HKLE"\+#HB[^*M)M%36C%>5-;9@J6IM\%35S1S.2SZ;]VS+X/MJ;VG<4 M#J"%/G0[F3PO2$R52O3-_/D\0=>.*BH5F%G2^4DZ1Z7_6J]-&:6=8W3PEF>? M*C2-+Z2Y1DQ0X1Y$FT MJG_*TB]9GM69\;J3(4L[4# K3W7*4Z'#\+XH&X]L ^^A-$_4=FZ9R1HK01$C_ M..F3?CV@OG-\M+3]R5*3RQ/08Y4HJOSZDI_^9$"9]^A+!NESK1B5FOGUD1C M*^.3FWDV^6'4B!=&J/O8(@@5S4!VC/+D2E@=='4.E&2B;G28@F; XG ;L0^S5_M0KL$ F1B:P;&$ARR?:0ZNJ.R.!-:%O"3X #MXQ1QX>C(PDQL64!/(;PB:#P M'5W-@;+9N0**"4K_D;ASJ-3E8/"'A!+<.8.8A1Q>C4$69B;P-\$IR?@_A$ M7#0ZVC 36QN@D^#L/",3]/?*!H=A,%&*,QM6U44 "'BF:G"0"F*/FF MD>D8&ZM#U,36?-;@XC3M(Q-U:>AIHCQ6W5T4!6Q2')M]?*(N$YG6,I&7\CQV MBB4)Z1 ( *5|"]DHBM_1U1THFITK4)GB32U.*MQY=*INY]M5Z4!.BI-V$*FH MBT@4D'2>RGEPK0*9L-M\LLS.,? MMU5=[@XVOQ1U,DLBW)E5E%:1V>QOKTW=9KEU?=-H-|_WT???O-=|$V4,;/? MUL6N2K6

*MJ_G+%B35K%H3#EC@A/_>MCZE#5ERH'"%(8R\X4GI]%0{3Y FE<,CS3U M6(71R.O7-.PT#<[J^B8TY438FCR_N=?GB7[XO=4[/#F50>#%T?'A[3,+4L_O M#RYUCB9&7;2C/XDD%_XEN:ER7A?8>FC9E'1VV%Q42G!64(WE>?S#A<5$2N"_M_0_*):,GH0<,R_* O'J18B1OR6>AD0=/W>P0_YY5M,H9IG:A<0*O:G1B(+[? M0$AB;/):8KK_I>865K8?W%)]#F^;J31@#]+D7:7ME@RL1[^W$[D'=U )NJ;5Z/) ^,9VG?_&@\L\|+|S=|\S;Y1.6:H7@.*W3E#8:X MB;*YIYN!%EM[ RZ%QOO4?F[PB032&.#Z2F ZVH%QT#VZLO\ 4$L#+[ (M %N*35K!5.\@. %P3 : >&PO=V|R:W-H965TDD,YN.&,IM3V3F.XT,[O3S*;//G3Z(,.U818D5Q)V MVJ^O! 0/ 0:H%"D2_8E1N+6:[CA/8.4FIM9B5VF 7P? X964]*64= M0B+)8L;9'G&-5FSZHBQF&:WDIU3O^[WDZFZJXN3B.HJ*O,B(A!C]*A/@:,ER M]00E>FMW@#XR(= %NE?/6UQD@-BZ!# *5 H]>C+H+ 1)TDRW>. MWJ&4HM\25@A"8S&5I5*@\|"C.MN,*EOWB6RQBSXQ*A.!?]8QQ&T"6TEO]+N/ M ^F_<7L80HDODX??(=5S?D-#RY>&>(3Q\>;C;H\9K=M,K^;S_N9NW-&(YH#.] M0>?HSX\|'-U*R.5?!KVHUO+-.VE#NA);$L'<4BL(X#NP%C_@ /G\U;=A0=AO:NSWL2^JND;&NF:ZKN_1"I0A Y+DP536BGY4TFM;WBVF$R^8V;OC MP7BN#-JFH*(+CI;WQ>'0B MPX!RI^Z)V+"+PDS0^&850:,B>/4^I>U]HNK_JK*D),8IZ&05. $^$=@%C3WL MGNCK@BY\/PA7D,_KF9,@:#TD6 M#D36[O&TJ?'T;7USVGF++# [9!9E\LXQ|\TWL')HIY]N=L^9XSCI-,(-W&F ] MYHF/^D+\MO99\S_CGP:4P4 -]#X'O>Y!I=NKQ#*!VU/!V4+AV)K%_K0H>(W;E%K_F>\UH RF:T!UNNVAS85#]"GXI&ULQ5=M;],P$/XK5D!H MDV!Y7;J--M+:.@)C$R[3Q\@'QP4NNC85C%]MI!{^> MY\ZGRW IU5== !AR6W^A1TYAS/S,=7560$GUD9R#P#=3J4IJ<*EFKiXKH'GM M5'(W\+58+2D33C*L]RV5,I25Z4S I2*Z*DN}OH^.AT=/?(\9VIC2LV^XS=<)/A MG. [@&LR'^:7"E=NAY*P$H9D41,%TY)S[9^FIM:\-/(C)8ZI5G8IG<2/G5+B[R MD>/9@(!#9BP"Q;\%3(!S"X1A?&LQG>Y(ZICZ'(?^LN:.7&ZHAHGDGUANBI%S MXI M#BL.?GR/ M0] Z!)L.T3T.8>L0/M0A:AVB6IF&2JU#2@U-ADHNB,+6B&8?:C%K;Z3/A$W[ MM5'XE]&?245!R*GY-RF MBIGOS?,#W ]2,)1Q?8A 'ZY3N@;YV(C %44] DX>[ASWN MZ+T0F2R '-D&'3}E;@=8 9EO3HH[Z3[9]ZDS(!#MP&0!&H.PSB",M\9X M.R1%@Q\:',.[.(P29(TBN*)N^O3' @"UG_M$8 =:C3JM1K^Y.T;G ME.I88=ZE@/EGV'S)=CB- &258H:!)G2!]X'>X'W"QDTTY=%G M<7V>;=^+)/9B?^@N5O7;-AJ$?K!NE&X;/8NB,/YEML;XN&-|_(!9ISO3RMK-MGV#IGL#6=(X[G>/_=I?C?2[^3[!T3V!KB@\ZQ0<[*WL,,R8$$S. <*3@566^Q M-A#QZJ4*O="+-BYHG]D@]N.-*[HSH+^D>]+1/?G%_EDBW1/Z]HVZFE=VT:[ M6M=IQ_AT)V.<&GZ3W=/MEAE$011N<.@QZRF"M,]LK0@:%N[*(%>"FM4#L2:9 MK(1)IENMYNYS^M1&UL05=;,IJX M$/PKA XHKD ;?5]2<[. Q&G1 "UJQ,W=P<$>;&EM$Y(^G;R;_ODE)4.5'< M!C#0%XND=H<[HUF\GNR%0%, $WNJY^KJ;/1NCYW795OH*+J3-3 \D&GA>[%67+DIE?\F^C?4M*T4OPHQ<2@C8A^-6$L$T(+=&F,DOKBFJ:3:38$VFB$4J[(>[) RQ3;$HA8D<6&2E!F-!-5A?(O MM,COR THD#LH"/j)?-SJK40@I;84P9=- M><$+Y5U!?D9", QT)O" .2) ]>GIXF.ZB4)U:0:=68/'"%_"L#.^-;0HC!/;2 MHM:-%U)2O@;TMR;++![*/F], 'NWRQI(@_WY&2'*MH5+_#I@TUKM7>R-W_XL??7D#@G CN0*NRD"H^A9I^$IB61?8.I&H.PSB",M\9X M.R1%@Ql:?',.[.(P29(TBN*)N^O3' @"UG_M$8 =:C3JM1K^Y.T;G ME.I88=ZE@/EGV'S)=CB- &258H:!)G2![X'>X'W"QDTTY=%G M<7V>;=^+)/9B?^@N5O7;-AJ$?K!NE&X;/8NB,/YEML;XN&-|_(!9ISO3RMK-MGV#IGL#6=(X[G>/_=I?C?2[^3[!T3V!KB@\ZQ0<[*WL,,R8$$S. <*3@566^Q M-A#QZJ4*O="+-BYHG]D@]N.-*[HSH+^D>]+1/?G%_EDBW1/Z]HVZFE=VT:[ M6M=IQ_AT)V.<&GZ3W=/MEAE$011N<.@QZRF"M,]LK0@:%N[*(%>"FM4#L2:9 MK(1)IENMYNYS^M1&UL05=;,IJX M$/PKA XHKD ;?5]2<[. Q&G1 "UJQ,W=P<$>;&EM$Y(^G;R;_ODE)4.5'< M!C#0%XND=H<[HUF\GNR%0%, $WNJY^KJ;/1NCYW795OH*+J3-3 \D&GA>[%67+DIE?\F^C?4M*T4OPHQ<2@C8A^-6$L$T(+=&F,DOKBFJ:3:38$VFB$4J[(>[) RQ3;$HA8D<6&2E!F-!-5A?(O MM,COR THD#LH"/j)?-SJK40@I;84P9=- M><$+Y5U!?D9", QT)O" .2) ]>GIXF.ZB4)U:0:=68/'"%_"L#.^-;0HC!/;2 MHM:-%U)2O@;TMR;++![*/F], 'NWRQI(@_WY&2'*MH5+_#I@TUKM7>R-W_XL??7D#@G CN0*NRD"H^A9I^$IB61?8.I&H.PSB",M\9X M.R1%@Ql:?',.[.(P29(TBN*)N^O3' @"UG_M$8 =:CJJM1K^Y.T;G ME.I88=ZE@/EGV'S)=CB- &258H:!)G2![X'>X'W"QDTTY=%G M<7V>;=^+)/9B?^@N5O7;-AJ$?K!NE&X;/8NB,/YEML;XN&-|_(!9ISO3RMK-MGV#IGL#6=(X[G>/_=I?C?2[^3[!T3V!KB@\ZQ0<[*WL,,R8$$S. <*3@566^Q M-A#QZJ4*O="+-BYHG]D@]N.-*[HSH+^D>]+1/?G%_EDBW1/Z]HVZFE=VT:[ M6M=IQ_AT)V.<&GZ3W=/MEAE$011N<.@QZRF"M,]LK0@:%N[*(%>"FM4#L2:9 MK(1)IENMYNYS^M1&UL05=;,IJX M$/PKA XHKD ;?5]2<[. Q&G1 "UJQ,W=P<$>;&EM$Y(^G;R;_ODE)4.5'< M!C#0%XND=H<[HUF\GNR%0%, $WNJY^KJ;/1NCYW795OH*+J3-3 \D&GA>[%67+DIE?\F^C?4M*T4OPHQ<2@C8A^-6$L$T(+=&F,DOKBFJ:3:38$VFB$4J[(>[) RQ3;$HA8D<6&2E!F-!-5A?(O MM,COR THD#LH"/j)?-SJK40@I;84P9=- M><$+Y5U!?D9", QT)O" .2) ]>GIXF.ZB4)U:0:=68/'"%_"L#.^-;0HC!/;2 MHM:-%U)2O@;TMR;++![*/F], 'NWRQI(@_WY&2'*MH5+_#I@TUKM7>R-W_XL??7D#@G CN0*NRD"H^A9I^$IB61?8.I&H.PSB",M\9X M.R1%@Ql:?',.[.(P29(TBN*)N^O3' @"UG_M$8 =:C3JM1K^Y.T;G ME.I88=ZE@/EGV'S)=CB- &258H:!)G2![X'>X'W"QDTTY=%G M<7V>;=^+)/9B?^@N5O7;-AJ$?K!NE&X;/8NB,/YEML;XN&-|_(!9ISO3RMK-MGV#IGL#6=(X[G>/_=I?C?2[^3[!T3V!KB@\ZQ0<[*WL,,R8$$S. <*3@566^Q M-A#QZJ4*O="+-BYHG]D@]N.-*[HSH+^D>]+1/?G%_EDBW1/Z]HVZFE=VT:[ M6M=IQ_AT)V.<&GZ3W=/MEAE$011N<.@QZRF"M,]LK0@:%N[*(%>"FM4#L2:9 MK(1)IENMYNYS^M1&UL05=;,IJX M$/PKA XHKD ;?5]2<[. Q&G1 "UJQ,W=P<$>;&EM$Y(^G;R;_ODE)4.5'< M!C#0%XND=H<[HUF\GNR%0%, $WNJY^KJ;/1NCYW795OH*+J3-3 \D&GA>[%67+DIE?\F^C?4M*T4OPHQ<2@C8A^-6$L$T(+=&F,DOKBFJ:3:38$VFB$4J[(>[) RQ3;$HA8D<6&2E!F-!-5A?(O MM,COR THD#LH"/j)?-SJK40@I;84P9=- M><$+Y5U!?D9", QT)O" .2) ]>GIXF.ZB4)U:0:=68/'"%_"L#.^-;0HC!/;2 MHM:-%U)2O@;TMR;++![*/F], 'NWRQI(@_WY&2'*MH5+_#I@TUKM7>R-W_XL??7D#@G CN0*NRD"H^A9I^$IB61?8.I&H.PSB",M\9X M.R1%@Ql:?',.[.(P29(TBN*)N^O3' @"UG_M$8 =:CJJ

*MM9%E#48%)1/5/[VK<|@-A+TG_%$-B%X+B&M-[(Q6RIRM$34T[2NY)LI6(YL=-MN&P<&MTP85=Q8A2^98@SZ25@!HRR&7FHI<|WV#0NWG_*P6=5J)-MBIX0-8+LD,3A/HF"J-,"'[X>'F_#?8RGR2AJ,HH<7_Q\1C=PN[%8fV@&0P\W&P:U-J\l..', D^M_E[)[(MMW'C-GZ,/?VV-(6+++>:$-M6]^$:@VT=1$KGJ[CL:?%*HW",,%6VUZ:.E*DC!LJK9$=AJ1G3>)Y(Q.&6>&M0:O2SF,-O6X0_;7T<55\U$L^M2OM-D]IKU3JVFB?N(/R0,X.KE'WB0UWGTP,_M[BH\&XW=?>=,X.YCE).QU,QMNYNS.V-/SBGNSS.Q+!VE%*V-^((<4X!Z>DV'M_XK>RB9ILDG>ELUEO8SW[OO)"RJ<[:/A?%%4X_L8I;6_(KU3-F-=#8P3,D M#0Z/:'M5W3K5Q.B%.[BGTN UX(8%7M2@;_&^GET'B/=V1\FBN_0O/4$L#!!0 M-( %N*35J*_,7^O0( 0'-;>&PO=V]R:W-H965TW#@)E@U-K-- MTOW[70-A:9=&?=@+V)=[#O<>\/\?#M=*/)D>T\%0(:49>,FUYZ?LFS;%@YE25 M*.G+0NF"69KJI6]*C2RK087PPR 8^7CTAL/Z]B='@!59067>*?!5$7!|.\) M"K4>>3UO$[CGR]RZ@#|>EFR),[0/Y9VFF=^Q9+Q ;;B2H'$Q\]YZETGE\\NN$ M;QS79FL,KI.Y4H]N6;SD?2N088+5@E[K]:?L.VG[_A2)4S\6;&WB05L:JH@53 M\067S9L]%3LH_7J#5P[*A2^N)7_%$+B-X*B%M_+;?2M%+KD##+QD.MU]!= M-K&Y02UFC;;VN73+/K.:OG+'*Q%G)-$,G,"-E16"02U@%E5E@)I<2T3,&4F MAVO:'G CFVWFUNL>!,.8@57PI41-0;F$ENPP0Q-)}EP(Q! M.\C*"II7FB+T*W(/M[$76A4@<7T,C$X%[3]0&@J5\05WX^X "$<%@K,Y%]QR MW+G1FVKZ=37.E5?CWL7YV=!?;-O(.|))>`$6]Y^G)3O2HD$_Z+(.0?PM?RA0 M+VN?-9"]2MKFP'31SLJO;@=[$9^0Q3>,_)>FN1]NF5YR:4B!!5$&IV=4DVX\-MMYE85=8N-%>6/*T>YG1-H78)]'VAE-U,W ^ZBV_\!U!+ P04 "-!;BDU:-MM)&'3PX# :(\"P &@ 'AL+W=O&ULK99M M;YLP%(7_BL6]J96V\A8@= G2VFC:I%6+FG;[[,(E6 7,;).T_WZVIH30EE%31MOB0V|CE^CGGQG6TI>^ 9@$"/15|RN9$)45V8@)H\S*# _IQ646> MT@25^9', #4L100ZQ4!98_FW@"O)<.4E.OZVIT:VIA+OM9_=0.KP,F'IB@Q74N;NCV.[2!;47TYSK7[1MYUH&BFLN:-&*)4%!RN8?/[8-_ML2.P)V\(G%,@O%?@M@)7!\VW(=*P%%CB:,,;I%3.Y6;JJA]T:K91I2JMNX$DR. M-$JD3T4^0>\#19[22#TA2YX!HBK[5HF. KDE)BKJ=V5">$SK4D""M M\9.| MEX*K,6#H5P4,"U*N4>MWN@"!2<[/I//=:H%.3\[0"2(ENLUHS7&9\)DI)+Z" M,,.6[.):!==Y 74!\CES[$W(L9S(@OWJ_W'TM-^6F=3OG=#OG:#_W#;]>YFY+MAH(U3I-A)_6F7O *QS WY*O(@6W B#Y^L'WKRU#, V3V*K3;Z3;'W",Y=!)Y0 MP$;E:97ZN"CUD>"U^QVX?PA\.)EBN;#0^A M-$'BQ!QY. 4=\U/E{fG'/1WEOLUGN2I #9$|V\C[S\LH^Y'LH<=>SC.3@7. M4:Z I-7(ES3<2^:?ACTDHRN=602VWHY4JW1+(OVM$20IK);&3SIK/T<5NCU M8HROHW]02P.$% @ 6XI-6G>'P79]@ * 8 !H !X M,"]W;W)K:%W6%C23:GM@I^E-=G@(^IO]8,T,[)G M*6B%7%'!0>)ZYMV%M_/$QKN [Q0;=30&JV0EQ+.=:"IF7F 30H:YM@S$?'8X M1\8LD4GC5\?I]4=:X/XP/[:,3=:5D3A7+G6NARYDT!*!-MDPO1?.1.SUC MRY<+-IMPO-%ULX$&^55I4=AD4%>?LE+Y\,1O]< 40=(/H3,#X#B#M [(2V MF3E9"Z))-EDK1@+31ALT-6W=@H@Q74N;NCV.[2!;47TYSK7[1MYUH&BFLN:-&*)4%!RN8?/[8-_ML2.P)V\(G%,@O%?@M@)7!\VW(=*P%%CB:,,;I%3.Y6;JJA]T:K91I2JMNX$DR. M-$JD3T4^0>\#19[22#TA2YX!HBK[5HF. KDE)BKJ=V5">$SK4D""M M\9.| MEX*K,6#H5P4,"U*N4>MWN@"!2<[/I//=:H%.3\[0"2(ENLUHS7&9\)DI)+Z" M,,.6[.):!==Y 74!\CES[$W(L9S(@OWJ_W'TM-^6F=3OG=#OG:#_W#;]>YFY+MAH(U3I-A)_6F7O *QS WY*O(@6W B#Y^L'WKRU#, V3V*K3;Z3;'W",Y=!)Y0 MP$;E:97ZN"CUD>"U^QVX?PA\.)EBN;#0^A M-$'BQ!QY. 4=\U/E{fG'/1WEOLUGN2I #9$|V\C[S\LH^Y'LH<=>SC.3@7. M4:Z I-7(ES3<2^:?ACTDHRN=602VWHY4JW1+(OVM$20IK);&3SIK/T<5NCU M8HROHW]02P.$% @ 6XI-6G>'P79]@ * 8 !H !X M,"]W;W)K:%W6%C23:GM@I^E-=G@(^IO]8,T,[)G M*6B%7%'!0>)ZYMV%M_/$QKN [Q0;=30&JV0EQ+.=:"IF7F 30H:YM@S$?'8X M1\8LD4GC5\?I]4=:X/XP/[!

*V3$)PS01R4?[!S;WWZ?>MR+=/E,RS D ?,_:P9 M==;/4;2V?@VB83NC?8K%?9S4|S90/}>DYC3:U&FTF:MH[79H:W,<6T[=*36 MUKAY)<;Q\8..-S;B<8;U+P!D1T)/AQ)[%IUU|P/R<$-YV(YVY_'#KOL8 UA'MPC#0YP83P###@ ?=UK:?VK#IKV ?:X8;M,+>.(5,U?2A_@,*YI*Z)TVA3I|%F MKJ*UFZ!A0FQGNG&V6F4I*LIL_GV(WG@7'D9KL9M-OT5_]f>>8I-N4R MR^-_Y$(=QG1(0SJ,<%#/.#'VADS|\SVR?T1.%!M%G-71,%,6I;@?U0Z1.K;6 M1\/Y!.X)C"JL^G/0T K_^!M&G1NL3ZX$C=@B>UD^6&QB*NGVVKT68MX<1ZG M"N?7L1J-0!D!4@P\0K&O*PDAI:FBSK&V-/K+&8?4(D;JL1V^OLPGV|6ST14 M#T46\B6>QR"X8!/QSBD-6&"H"!F&8>CYNHI.:=!5M+:#0B.Q >JIC5\Y%Y MME)G6E:+=T\2)5D!WQY-TCLGC#"JJPK848^:WW.G2.@J6GL)I&%"8H>Z[01# M'KU%$I/:U/B( ZI/SR!#PG%(](=%.\/6DWKL,O)I.L\ PY![JN7V=NUK;J", MG )E!Y.J^KYAT>!D2 ,L84BS9]AY(:3I^KI=*.L#OD@#7^25M;+6[&D_;T)G MZJ;\R))$\Y 5:J^&PG@N]!07>GB XT*V;@^G]GF(UM2?;6=H^^(HT?$7L?-66 MU!A(HK/M1["HP#)9ZW&W_TV4IV71J3{BSO\V@%X%R;H=1>V20PL MGV&J6"#2GI-.0%-/88*B!%UBIVCE*EL:X@:M2!>T:N.0M?>"Y -+"^,/**U3 M!G(5K2UMPT#$SD!"'GY -5WBRL1IM*G3.#-7T=IMTJ 4":T/DT0,2J!W2?KXJ9TQ-\&(\ MT$L3 "L>>UI=/X50Q\0Q!H(8G8(.J5. M:\P [/%\7Q\ ,/0]T)#/Z? 4XRI:6[^&>IB=>DZJMV(FT(#ZF691Y#'ID:D] MH\|Z|<$|K.$>1JV#Y_%:*^;22"9.HTV=1INYBM9N@H,?AG59TOH_JK5B &69 MM5:@E5=>@1 .8/;_*O8!8*P!./9*^=|/UEHQ$[C 6BO(CBF$ M,WYAZA3,7$5KB]J &3L%S{(7&3& M\!:*\@0^]CGQC#!%,Q<16O+UX 9LZ\[ M=2W;8L OO$#.A0Q!SK4GV%G./OB*-WS%[7SU/U=M<;,^3T*;_A/=(;?HH_I/-DL*K57V2;=KO/-LI3(DGA1CI-?`M/T[5P0)E#V@BYW)UKT;=E!TV+M"=E/5.(\1[C_Z=E2I.F:'QH3^XU\C+VP5M" *K;-M6_Z8MN\UCUCK54?Q;[ MBU@*=3>XE[+:,V>>B**(V*5B\I-75NUFT_U4MU D#IMO3W*SK\6/RWK+"X@:MY4<'&6L9Y8;ZE3]*CJM-MM)O:?IK?MN:EWM|$_Y_C=E,-'B#I2;W S;DZQ MW2?H7R)_C)4^B7Q0I_,N M6'\^W6.]LW9;.NMXJYS\HR6]4OEU(L9%X9J,/ MF5)\|Z8ZP7X#I.O_ E!+ P04 " !;BDU:^GU]G4, D1P &@ 'AL M+W=O&ULS9QM;]LX$L>_BI!=+%J@J<5'26T: MH+55;(';W:#=!;TH[5L;&NLI25Y*2Y3W^D#)@6.;+L5 7N3>N'/\>;(3T\MD9SHXKXHOU8;(6KOVS;+JS=GF[J^236;5:N-V";5R^)6Y/*;ZZ+<)K5\6I[, M[MM2):NFT3:;8=_GLVV2YF>7%\UG5^7E1;&KLS075Z57[;;;I'QX)[+B_LT9 M.GO\X&-ZLZG5!{/+B]OD1GP2|5^W5Z5\-]M;6:=;D5=ID7NEN'YS|A:]BGFD M&C2*SZFXKPY>>\J595%\56\^K-^<^>J*1"96M3*1R/_NQ%ODE;(DK^.?SNC9 M_C=5P\/7Cl,?-\Y+9Y9))>9%]N]T76_>G(5GWEI<)[NI_EC<_RHZAYBRMRJR MJOG7N~^T_IFWVE5UL>T:RRO8IGGI?_*M"\1! T0&&N"N 38;\(&&I&M S 9T MH 'M&M:C&["N0>/ZK/6]"=PBJ9/+B[*X]TJEEM,4BR;Z36L9K517 ^537 MO/=IGN2K-,F\3W52"SELZLH[/WQ37'OSI-IX[^4XK+QG"U$G:58]EZ*-/BV\ M9S\_]W[VTMS{S6OJBKFBVZJY[WEXW'KANA+W?BKS>5%ZW/6A MP9GP\KUCZG/U;J5&SK-=)=:>G(>>>[=E<9?*6\Q;/AP_BMB4HVA*8_%$QG]J MP/>]P$='T762EMY=DNV$E^A.@6+8VN(('P$QRIDQ8!; C%"$]#&N;-EYR'P" M#ZM@[U#@=&B^2?(;H5+Y@5LR^6=%DGLJ>NFJ&2Q5)6 ? ^NJ D8L%YT5QR0$ MAH> -+8)Q'L8[CT.G1Y^JHO5UW.%(FM/WB62SZIF@GRAIA7(H]"Z"BJ9S?3(<M5C$LLX'AD:WBG' ,>Q3M/8]<'BV$'-ERIFXY+5]HR;8HZ_2_S0>01Y%\K6%( MC/&UL%4T0!$S/ )4)"0(@CY&F)\IT\?N@R6?\.6(A?7:=W.>]4$4MEU:DBJ MJ]3XI/S.Y-0H(09,Y]V/'5ZEF4T&@@E:,#9$-.,_^H-Z(<'(!= MXUY"\ -F]A<@.Y?3$3.] &0HQ.& #UC[@$=3X.K-'G+>4?FB\C8B; ^8$#SBCV0:-_MP\VJ[ CZ"Y *YA)I BN% 4J$".>^E8MM)0D8XT-I3,/"L;76>_U,NM#?B>] MQLFW;D!&3K Z^>:>TEH\E;5 ^3#5Q(3=RJ5.G,36D38 5,P-7 F[$\A>T-]@7 M-F>=8XEC+# "!(ME(;8)%'0((LB2OV! :2A#;GI;HL5D*LN^&V3>I=V0RR M9D:Y31[6Q7W>[+]48K7_ZBY)LV01S WO.R=5FLXB$U#?1%=(%@2F+ 5G(_6#@ MCL,;l;;l=JJO,W$01@Q\N4)6X>#B"$RE"8T M5.)QJ'RV$*M2+>.?2[QJ7RDP4!GD17O,$/^S2^7:OAGQ:A[\*+-EF:YJ&1;U M/1@+#0^V)A'IF#6%@?XU'G)N+!$!'N:]&0UVM$1./[+$U? C:=+0P_2^WGJE$M MQ4V:YVH$2 *0O)T6:]!Y>ZL,X8@B:@US0(BP1|[+>V#SC1,6#JPJL(9!{$;V M4|P7\D.WWS:7270A$3?=MG5@?&)(,,2G[!?F/!R-SH_'^0TZZH3(DR?)*;W% M4UGK'XMI?B1N?FP2A@JC&5OP,,P&OHA1WU[\ SJ$&6:^>9^X+^ZISFO0)&[0 M_#@Z=-Z-6/B"02 @-BEB0H@5)UM&$:=6E)S7\-0H:38E[KW)/XM:,M3JN^Y M8F\K@JD&T,&I!A*Z4@Y,"EV,]Y "0#HU;2GP],>#_^(+4FB.9/0'W3@N37 MDV,ZI;5X*FO[#F&K*)>.4.WSJ3FSJA(|= 1ET|@(L 3_@ ,"OA,:80G_OSIZ M)TZB/GD\36DMGLI:ORLT2A,W2]MU0OV@%@\[F?)4#E_N5!(72:F@N=TWVRVK M=)TFY0,87)MSSVG W.G$-(1:I]90S]$ QP,#3L-SF1\% 7X6@,"[5@&R)]M M(%GDFZM>2,:BH:-XHJ&8N#<_O[O<@ #GSSZ+K)0!"G+1;O5>;:,J!U3V$VJ M$96Z$??DF@-JXR=EOG'VO@!4$E'-O@-4G* AGS1Y4CPK-ZRY9@\U0O!D1H8!N:\'I3OC=?OG5QN0.W-.XG01VGX=!R MUJ^&UHC%W(AUI?A U]#\@02;>AD?:=FZ6,%YEX1.,:,F/F^68*R`3FS#UN MJN^MAB_FAJ^K72GGB)9'#$QV%U3,&7 "3 ,)EZ9W@$X2]6"#NJB<"@G,$UB MS$UB_;[($YVTB4FNP)"Y>0G*#D\H.Q=M&:,,#Z0!INF+N>GKZ64QK;)N26!#RRJ,@T0D&+H;-3>QCVL!OI,@A0'<%)+0W&T! M9"&FUA8?($,D&CRB91[OV&E5@$<$7L!})PGM19/9:T?4PUY5-UY3RAFF3, MZ)#$;.M.A_:G*+9]PR$=IG)@##8T8S73,O9-U6E4*LS>:.P*H44!=9?ZL10[KA MJA2NJ8J[]>J]JE(X6*I' [,@ ](%U _,1 W:8X3B@7F*:YSBX^5Z/Z0HA0-T MQ-66HAD"8#N+ ^<@^D:A1NPQ]7BR?K%@'*^Y"/ W.AXKZTH[^\++>P;D8< MKT692H%R"CGV*R@<%_/4_W5D,C=>W!35)5T\'&\H4M@_,%H'/E M"P5O_4\T\' W\Q!?WO/T'-/8IU/K#*Y9$^O M4QF%NO!61:X>AJ)>2F+RY+*O>1Q%U[[H[QNCE9>-N;E7)SMUFI=V)F6<[*T M4159NDY49#]_B.67S2I2SN!BNY08]OC4AI?>)R&:)U]@_[7W>U&W^S_SP_;@ MLR\>'Y;AFGA?;IQ?L/!T_MN5=\[ 2X_,Y>A4CX/.W/'RUD!T+?1/);YHG MP,ST3[?/C_DM*>6L7GF9N):7X;\,Y! JVT>RM&_JXK9YYLBRJ.MBV[S&PO"W;W8$P'JUS(:M;D066I[V)1V1;GQ) BA%|.]QM;6$ M^DG\D^FT)X&/+]Y;5$L.Z#,,#K)#:;HB('QAEFK/@D8H1F5#!XH#*Z,Y M%VL7[D%@<5HA"!=]4H4G5A4CUY."NZT&%UCHYEX6RN5T&!SVMA^:\FQX8Y$(T M!GO$!<;#DFK-E+PQ'3O8!I]!0=V^7Y?&X5S1=;=W1;8$>S-)IH5*F6K2=,DF M-!X*EH$=Q>^<+N.NB# '4NLA-(^5T7DAJ/6P8=EF8ZT?2AL=]M8QE>VO\H: YAZ M%U>G92G6GP2?RYRYR;\ZX7A(-]Q@42C^9+))]^|6 M>E-.]PSWW#M"SW]WG>=,,D5%V[2I_4->Y3<[KM]W_*S_;6R[|AK,NH?OL?Z M'7_H)N-C,'D4V5TX!/)X9N,CL!C?;8\,)-A?1)]';=V#EM--(:#[8A\A^_O MY"8-IDLN>=U:\'3E,EG9RXCK^G4_"&VHV_&IRRC2'O&W!$MNUO+.7+/&E& MW<>)"U*.VI:\PO6[L+"/O(C;W\"_9QF\\\ M#,N#.< XCH7E^9_F.T#GXS#,V\"+#%#. .4XE@^9V ^6Q\])S.6?:9)$41QC M*SJ9>!U,L'6+8_CQJV">@('E@4Q_MM;X;N,5\G(=8'OZ4H5@,\4K$9LIOM: M^<-&$GBWVTL#S"P7<.>8!Q)$@R!6O37:!PC]O/# MQ|_V%,214GB1P#S.X@B#(&G84-8?20&3;8T.P6BP^0"X99K>]9!:G MB95E2T11(DW8:(&F-N.@L#<;B;.*2Z*&D MI.G3#R4E+>G('V9SHU7KGS@GE,E#7I'? VWMMOM[]_9W]*/*R.IWLZGK_YN2D M6N]D(:]_!%Z6]!6--H6H[4.S/:GV1HJLVDE9%_G)- CF)X50Y>3=VZ?/6I@3 MJX&NY:I6NK1/MD]\4_*^^OUZ^Y#=]4K=JES5#Z>3O^YG+!"E:I0/V5V.@DF MK-K1^T_;)^ZK$6^7!N=YZ<3WK_P39I.K9\]O6PAOXK;JGNF%K<.'J&UPY/ M__:-^,:\GV;4FXU:RPN];@I9UGT[&IFW@&&U4_MJPDI1R-/)N;Z3ABW$5K9_ ME/?MEUG_:|:6S&DN\T.9%\QEUC'2\9PUF:K99=G_L'W5P9H"K"DMUKF|K',5 MV=^>L?)K[4!& M #(:#?) <%WL'<@X@Y^-![H3;:6( &8*;]= YD R&1$R-74@4P!9$H+N6R* M0IB'%FJIMJ6R/R;*FIVMU|HI:^4.W0$:NP-;$&MAOLMZGPL[]MS(.UDVGE6@ M5HB]\D&8TCJV8@NKN^5.& (\,F843]V4UXU1M9(5.JL3*A?VUS/[26P[<@\2 MV843Z^5*8D)BHLS8E1251?TD\ZEO"SOI.M COS"B07SU@\ ^YS:-F=C^C"O4-NX<1RN9!&W8EVPFK;K*I-TX^( M;6-^DMG6Q41VX<1ZL7(_O9V9(_S)/OS;]'W[|HYQJ3?UO3 N)O(+)Q;.WUIG M]RK/.[9+N[PHMRT!.ZLJ?_:(D6 XL6&^U#LI,#YCFB*=3(EULAV M[FSD3I.5'5= <3.2+*;$O/A3[7#_(=IQ;VW>V([I"+IV\9D2BF[*+HET5%9)] M%3_\2XOL,"6V0S\!<&F0!*;D.XRB4/5O0=GI?&U[]"S7!FT!*6!*K(.N6WI M@K8S^!MI7? 7<|U,T]D^15Q=RV\GSOHZWIFT]MZ2!!! 2"^\!*EIG%.<^.6WMA MC:7KWL-6,&$G\.YT+D)=(F]L! /[*Y;670_WE9>+E2USG4[LW,AD2I"8E78 MF9S*[#C\U8BV3=F9.78F[\NR+&,(:%K$U#AD7=F'>]N.N9R_<&5V(K!%2E[$>.M;J6I^J6&[=&J^LZN12GZQF1NK2U$\@B)Y0&+!EYE(T0^"8E],E T8*^^MBNV MZ@^7$5DF)+;,\^K(!)R3$CL&%A&8*]<3.2;D-@UL)#@?2EGR#PS8O/ 0H*/ MB!.%6# ^XH,!<3*2? M&;%^W(K"T&@Y0]*9D9>X^M+"(!@RS858-+]K#(-HR# S8L,\S8,$B*YS(CE M JL.7@>.D%PB8KD+B>02$H(*24B5LKC[&$("RDD(E,( MD97^>@) CI)"(_#[)P8I_L'"A37AB>\"EO]^5D4;$ MAL&8;N^>0(?,QIO@YF,@|$W@NAMA"&-.=O2? (0LF(%O)GIRFR4#JBA?S9>XHLE(YH(7_V MGB(+I2-:R)^]H\A"Z6@6:C%=6.:(0NF(%EIQUT(ILE ZHH56W+50BBR4CFBA M%7X@R(?81!_YPS( MA?2XP?&Q&M?81M0;-G"DDN/( .K,@".@UZ+NCE=XH#A X,5.?QZ@|C?,/5 H M).1 0^T*W=UWO_:=R@.%,J(.&("@OMYQP@!UQ &];^CT$K4*0_M!VH7%"8 M/,"HHP=PBW]=*482<.I, F^3MN^E@10J#I,*.'54 0#]L-GX:3S02M3!!0#T M0AZ 0C-1AQ<<@!Z:W@.%9GK)%(.#%OW\YZ!02]2Q"/#2^W;&(W J,.1 M!D' D6]LQ/^UV<>*-02>3H"2I3Q#])S&(_]?.1CIW5>KY'A,. !$Z=D' < M]""C%8#\U$'1< C\%Y*SN8E\"I Q,P MJ+=@@HD)G#HR 8-Z-\!@9@*G#DW H-X-,)B:P/O8A)/N[=6[MYGSS:Y&O%X:U_SRN::*V1K!I\OSEO-(B>XHF?XI5? _&PO7W)E;'.O=V]R:YO:VLN>&UL+G)E M,'-W$M:&T$4A>&M("\@7;?>%0&C3)A&V8 %S4.|;+D#2K+|(#* IN7Z?GI;+Y\. MQ_GYY2>WA|/3?GVY/-U-Q_WUI_W=/.40ZG1Z? \;N\OSIF6???A_G_SGQ<'Ol M<#U_.5S_>)J'UW\\(T#NJWA&@=#W1_:/TCJW!.@=5>\(T#NJWA&@=U2] M(T#O]'\@-Y1H0X O:/[0%Z)4[ ?1.JG<'ZU4[P30.ID/2P!Z)4[ ?1. MJG<'Z)U4[P30.ZG>":.W4KT30.^D>B> WEGUS@"]L^]= 7!GU3L#!,Z]=P;H MG=V'W0"]L^]= 7!GU3L#!,Z]=P;HG57O#- [|X9H'=1O0M [Z)Z%X#>1?4N M -+V+ZET >A? 5NP#T+NZ?E0"]B^]= 'H7U;L ]"ZJ=P'H753O M"[]MX5H'=5 MO2M [ZIZ5X#>5?6N +VKZET!>E?5NP+TKNYF$X#>5?6N +VKZET!>E?5NP+T M;]HW ^C=5.\&T+NIW@V@=U:]&T#OIGHW@-Y-]6X O9OJW0!Z-W>S($#OIGHW M@-Y-]6X O;OJW0%Z=]6[ _3N]G<'Z-U5[P[0NZO>':!W5[T[0.^N>G> WEWU M[@"]N[O9&Z!W5[T[0.^A>@^ WD/U'@"]A^H] 'H/U7L ]\ZJ]P#H/53O =|[ MJ-X#H/=0O0= [Z%Z#X#>P\4Z +TM^%P[V!<%%^P$@. 67+(3 (9;<-%. "AN MP64[ >"X!1?N! (#@%ERZ$P"66W#Q3@!H;L'E.P'@N047\ 2"Z#[ 9!28/L$D MB.XC3$2%Z3-,1(?I0TQ$B>E33$2+Z6-,1(WI7!E&UL MS=O-;IM %(;A6[!81H8Y P0OQ=FTW;99] .H&GNH[VRBE3++)=AR\'?S:+S6BF^M/=E??=W!U^1ANNW8<-M%L.Q>M/CXM M7'IMHGJ:NG9;^_ \>1B:W!JLGSO$8>=IC=NWD[L*"Z+DS0[+DS\W>-[W]<'. M<]O8U6T]^R!U'U8EQRYQ_K&S+CY?XHT9OQ\NW=IFW-]W84OLIMG6C=M;Z_LN M?BIZ=;ZS#U_8/OW*Q?U/9R[%Y/H9"=?7O^%5\] MAM(7OY]=3KNQS5_V#I_WQS@?3N? ADM/E\F_\ZQF_UG_G''HR1PJ9(X/.D4/F M,) Y"L@<)62."C*'*,H@%%&%0JH03!4*JD)152BL"L55H< J%%DU159-D553 M9-44635%5DV155-DU119- 45639$UI&PO=&AE;64O=&AE;64Q+GAM;%!+ 0(4 Q0 ( %N*35J5 M.7XO' @ $8Q 8 " @0T( !X;"]W:W)K&PO=V]R:W-H965T&UL4$L! A0#% @ M6XI-6DQ-HQLL!P ?AL !@ (''!VA( 'AL+W=O&PO=V]R M:W-H965T&UL4$L! A0#% @ 6XI-6]$HC6J_P 10P M !@ (''!%R8 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6EVCY-AW P -PL !@ (''! M3ST 'AL+W=OH"@ R' 9 " @?Q !X;"]W;W)K&UL4$L! A0#% @ 6XI-6CB52;AG!0 P0P !D M ("!TVD 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ 6XI-6JK@:O6<&P +UH !D ("!"7T 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI- M6IA[39Z2" 'AH !D ("!H;4 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6A Q0L^$ P < < M !D ("!M;8 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6@WXBFK( @ &08 !D M ("!U$ 'AL+W=O&PO=V]R:W-H965T M9!+5P< $D3 9 M " @4W8 !X;"]W;W)K&UL4$L! A0# M% @ 6XI-6N03L,C!" N18 !D ("!V]\ 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6L<. M;QC@"@ H!L !D ("!J/8 'AL+W=O&PO=V]R:W-H965TX. 0!X;"]W;W)K&UL4$L! A0#% @ 6XI-6MS[\"9> @ ?P8 !D M ("!81H! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ 6XI-6]@U]DQ*"P -3D !D ("! MYR8! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ 6XI-6NY>H"KV @ T08 !D ("!9F0! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6JJ,$SI8 M!@ 7P\ !D ("!ZH4! 'AL+W=O&PO=V]R:W-H965TN!@< + 6 9 " @=F> 0!X;"]W;W)K&UL4$L! A0#% @ 6XI-6I3JS$Q+ P 8P< !D M ("!%J8! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ 6XI-6OO)2?^6 P Y0< !D ("!GK ! M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M6XI-6N$5I@1M P T@D !D ("!CKH! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6K1V!&PO=V]R:W-H M965T&UL4$L! M A0#% @ 6XI-6GD<>=__ P 90X !D ("!J/$! 'AL M+W=O]0$ >&PO=V]R:W-H965TS] 0!X;"]W;W)K&UL4$L! A0#% @ 6XI- M6I1FV*GO @ QP@ !D ("!S 4" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6KD';;P/!0 (!T M !D ("!214" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6F%NUR1/!0 *2 !D M ("!324" 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ 6XI-6@T'N\QL) OED! !D ("!+CD" 'AL+W=O M M5P &0 @('170( >&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6H(% M>);U!0 [BP !D ("!)6L" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 6XI-6K)EA ,.!@ 'R8 !D M ("!>'L" 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ 6XI-6CP*-J1P# _7< !D ("! M2(H" 'AL+W=O&PO=V]R:W-H965TV; @'K;"]W;W)K&UL4$L! A0#% M @ 6XI-6EX') \=!0 OQ0 !D ("!RJ " 'AL+W=O=>")@% "S' &0 M@(&[LP( >&PO=V]R:W-H965T- , -$, 9 " @8]Y @!X;"]W;W)K&UL4$L! A0#% @ 6XI-6C-;/RJT P >@T !D M ("!;P" 'AL+W=O&PO=V]R M:W-H965T M 9 " @:O$ @!X;"]W;W)K&UL M4$L! A0#% @ 6XI-6CLW2&EP! T1( !D ("!H,D" M 'AL+W=O&UL4$L! A0#% @ M6XI-6O]@_$'*! Q!D !D ("!"M@" 'AL+W=O&PO=V]R:W-H965TY- M P!X;"]W;W)K=2 P!X;"]W;W)KMT P!X;"]W;W)K() ^0P (Y3 M : " @9E\ P!X;"]W;W)K7!E&UL 64$L%\@ "7 )< Q"D $O2 P $! end XML 161 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0);e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent) {a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 162 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a{ display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 164 FilingSummary.xml IDEA: XBRL DOCUMENT 3.25.0.1 html6236041true1150false4 falsefalseR1.htm0000001 - Document - Cover PageSheethttp://www.lendingclub.com/role/CoverPageCover PageCover1 falsefalseR2.htm0000002 - Document - Audit InformationSheethttp://www.lendingclub.com/role/AuditInformationAudit InformationCover2 falsefalseR3.htm9952151 - Statement - Consolidated Balance SheetsSheethttp://www.lendingclub.com/role/ConsolidatedBalanceSheetsConsolidated Balance Sheets3 falsefalseR4.htm9952152 - Statement - Consolidated Balance Sheets (Parenthetical)Sheethttp://www.lendingclub.com/role/ConsolidatedBalanceSheetsParentheticalConsolidated Balance Sheets (Parenthetical)Statements4 falsefalseR5.htm9952153 - Statement - Consolidated Statements of IncomeSheethttp://www.lendingclub.com/role/ConsolidatedStatements of IncomeConsolidated Statements of IncomeStatements5 falsefalseR6.htm9952154 - Statement - Consolidated Statements of Comprehensive IncomeSheethttp://www.lendingclub.com/role/ConsolidatedStatements of Comprehensive IncomeConsolidated Statements of Comprehensive IncomeStatements6 falsefalseR7.htm9952155 - Statement - Consolidated Statements of Changes in*

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Parent Company-Only Financial StatementsSheethttp://www.lendingclub.com/role/LendingClubCorporationParentCompanyOnlyFinancialStatementsLendingClub Corporation ??? 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Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities (Details)Details60 falsefalseR61.htm9955536 - Disclosure - Securities Available for Sale - Schedule of AFS Securities with Unrealized Losses, Aggregated by Period of Continuous Unrealized Loss (Details)Sheethttp://www.lendingclub.com/role/SecuritiesAvailableforSaleScheduleofAFSSecuritieswithUnrealizedLossesAggregatedbyPeriodofContinuousUnrealizedLossDetails Available for Sale - Schedule of AFS Securities with Unrealized Losses, Aggregated by Period of Continuous Unrealized Loss (Details)Details61 falsefalseR62.htm9955537 - Disclosure - Securities Available for Sale - Schedule of Activity in the Allowance for Credit Losses for AFS Securities, by Security Type (Details)Sheethttp://www.lendingclub.com/role/SecuritiesAvailableforSaleScheduleofActivityintheAllowanceforCreditLossesforAFSSecuritiesbySecurityTypeDetailsSecurities Available for Sale - Schedule of Activity in the Allowance for Credit Losses for AFS Securities, by Security Type (Details)Details62 falsefalseR63.htm9955538 - 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Disclosure - Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loans and Leases Held for Investment at Amortized Cost (Details)Sheethttp://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofLoansandLeasesHeldforInv and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loans and Leases Held for Investment at Amortized Cost (Details)Details66 falsefalseR67.htm9955542 - Disclosure - Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of the Allowance for Loan and Lease Losses (Details)Sheethttp://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofComponentsoftheAllowanc and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of the Allowance for Loan and Lease Losses (Details)Details67 falsefalseR68.htm9955543 - 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Parent Company-Only Financial Statements - Statements of Cash Flows (Details)Details143 falsefalseAll ReportsBookAll Reports lc-20241231.htmlc-20241231.xsdlc-20241231_cal.xmllc-20241231_def.xmllc-20241231_lab.xmllc-20241231_pre.xml lc-20241231_g1.jpg http://fasb.org/srt/2024http://fasb.org/us-gaap/2024http://xbrl.sec.gov/cyd/2024http://xbrl.sec.gov/dei/2024http://xbrl.sec.gov/ecd/2024truetrue JSON 167 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "lc-20241231.htm": { "nsprefix": "lc", "nsuri": "http://www.lendingclub.com/20241231", "dts": { "inline": { "local": [ "lc-20241231.htm" ] }, "schema": { "local": [ "lc-20241231.xsd" ], "remote": [ "http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/cyd/2024/cyd-2024.xsd", "https://xbrl.sec.gov/cyd/2024/cyd-af-2024.xsd", "https://xbrl.sec.gov/cyd/2024/cyd-af-sub-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd" ] }, "calculationLink": { "local": [ "lc-20241231_cal.xml" ] }, "definitionLink": { "local": [ "lc-20241231_def.xml" ] }, "labelLink": { "local": [ "lc-20241231_lab.xml" ] }, "presentationLink": { "local": [ "lc-20241231_pre.xml" ] } }, "keyStandard": 517, "keyCustom": 87, "axisStandard": 38, "axisCustom": 0, "memberStandard": 68, "memberCustom": 36, "hidden": { "total": 21, "http://fasb.org/us-gaap/2024": 13, "http://www.lendingclub.com/20241231": 1, "http://xbrl.sec.gov/ecd/2024": 3, "http://xbrl.sec.gov/dei/2024": 4 }, "contextCount": 623, "entityCount": 1, "segmentCount": 115, "elementCount": 1022, "unitCount": 4, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 2820, "http://xbrl.sec.gov/dei/2024": 38, "http://xbrl.sec.gov/ecd/2024": 26, "http://fasb.org/srt/2024": 22, "http://xbrl.sec.gov/cyd/2024": 15 }, "report": { "R1": { "role": "http://www.lendingclub.com/role/CoverPage", "longName": "0000001 - 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Disclosure - Securities Available for Sale - Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities (Details)", "shortName": "Securities Available for Sale - Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "60", "firstAnchor": { "contextRef": "c-4", "name": "us-gaap:DebtSecuritiesAvailableForSaleAmortizedCostExcludingAccruedInterestBeforeAllowanceForCreditLoss", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "div", "td", "tr", "table", "div", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-4", "name": "us-gaap:AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "us-gaap:ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "unique": true } }, "R61": { "role": "http://www.lendingclub.com/role/SecuritiesAvailableforSaleScheduleofAFSSecuritieswithUnrealizedLossesAggregatedbyPeriodofContinuousUnrealizedLossDetails", "longName": "9955536 - 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Disclosure - Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loans and Leases Held for Investment at Amortized Cost (Details)", "shortName": "Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Loans and Leases Held for Investment at Amortized Cost (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "66", "firstAnchor": { "contextRef": "c-4", "name": "us-gaap:FinancingReceivableExcludingAccruedInterestBeforeAllowanceForCreditLoss", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-67", "name": "us-gaap:FinancingReceivableExcludingAccruedInterestAfterAllowanceForCreditLoss", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-8", "ancestors": [ "span", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "unique": true } }, "R67": { "role": "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofComponentsoftheAllowanceforLoanandL "longName": "9955542 - Disclosure - Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of the Allowance for Loan and Lease Losses (Details)", "shortName": "Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Components of the Allowance for Loan and Lease Losses (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "67", "firstAnchor": { "contextRef": "c-4", "name": "lc:FinancingReceivableAllowanceForCreditLossGrossExcludingAccruedInterest", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-4", "name": "lc:FinancingReceivableAllowanceForCreditLossGrossExcludingAccruedInterestRecoveryAssetValue", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "unique": true } }, "R68": { "role": "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofComponentsofPortfolioSegmentReceivai "longName": "9955543 - 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Disclosure - Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Consumer Lending Credit Quality Indicators and Commercial Lending Credit Quality Indicators (Details)", "shortName": "Loans and Leases Held for Investment at Amortized Cost, Net of Allowance for Loan and Lease Losses - Schedule of Consumer Lending Credit Quality Indicators and Commercial Lending Credit Quality Indicators (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "71", "firstAnchor": { "contextRef": "c-4", "name": "us-gaap:FinancingReceivableExcludingAccruedInterestBeforeAllowanceForCreditLoss", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "first": true }, "uniqueAnchor": { "contextRef": "c-147", "name": "us-gaap:FinancingReceivableExcludingAccruedInterestYearOneOriginatedCurrentFiscalYear", "unitRef": "usd", "xsiNil": "false", "lang": "en-US", "decimals": "-3", "ancestors": [ "span", "td", "tr", "table", "div", "ix:continuation", "ix:continuation", "body", "html" ], "reportCount": 1, "baseRef": "lc-20241231.htm", "unique": true } }, "R72": { "role": "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofAnalysisofthePastDueLoansandLeasesHf "longName": "9955547 - 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Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand
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The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": [ "r58", "r996" ] }, "us-gaap_ConsumerLoanMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsumerLoanMember", "presentation": [ "http://www.lendingclub.com/role/FairValueMeasurementsScheduleofLoansHFIatFairValueActivityandAggregateFairValueofHFILoansDetails", "http://www.lendingclub.com/role/SecuritizationsandVariableInterestEntitiesNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Off-Balance Sheet Loans", "label": "Consumer Loan [Member]", "documentation": "Loan or extension of credit for personal, family, or household use excluding real estate." } } }, "auth_ref": [ "r1016" ] }, "lc_ConsumerPortfolioSegmentExcludingCumulativeBasisAdjustmentForPortfolioLayerMethodMember": { "xbrltype": "domainItemType", "nsuri": "http://www.lendingclub.com/20241231", "localname": "ConsumerPortfolioSegmentExcludingCumulativeBasisAdjustmentForPortfolioLayerMethodMember", "presentation": [ "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofConsumerLendingCreditQualityIndicato ], "lang": { "en-us": { "role": { "terseLabel": "Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment for Portfolio Layer Method", "label": "Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment For Portfolio Layer Method [Member]", "documentation": "Consumer Portfolio Segment, Excluding Cumulative Basis Adjustment For Portfolio Layer Method" } } }, "auth_ref": [] }, "us-gaap_ConsumerPortfolioSegmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsumerPortfolioSegmentMember", "presentation": [ "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesNarrativeDetails", "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofActivityintheACLbyPortfolioSegmentDet "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofAmortizedCostofLoanModificationsDeta "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofChargeOffsbyOriginationYearDetails", "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofComponentsofPortfolioSegmentReceivai "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofLoanModificationsDetails", "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofLoansandLeasesHeldforInvestmentatAm "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofNonaccrualLoansandLeasesDetails", "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofTotalAmountofChargeOffsforLoanModif ], "lang": { "en-us": { "role": { "terseLabel": "Consumer", "label": "Consumer Portfolio Segment [Member]", "documentation": "Portfolio segment of the company's total financing receivables related to consumer receivables." } } }, "auth_ref": [] }, "us-gaap_ContractualInterestRateReductionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractualInterestRateReductionMember", "presentation": [ "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Contractual interest rate reduction", "label": "Contractual Interest Rate Reduction [Member]", "documentation": "Loan modification for a reduction of contractual interest rate." } } }, "auth_ref": [ "r383", "r384", "r387", "r1010" ] }, "srt_CounterpartyNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CounterpartyNameAxis", "presentation": [ "http://www.lendingclub.com/role/LoansandLeasesHeldforInvestmentatAmortizedCostNetofAllowanceforLoanandLeaseLossesScheduleofLoansandLeasesHeldforInvestmentatAm ], "lang": { "en-us": { "role": { "terseLabel": "Counterparty Name [Axis]", "label": "Counterparty Name [Axis]", "documentation": "Information by name of counterparty. 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Includes beneficial interest in securitized financial asset." } } }, "auth_ref": [ "r195", "r466", "r1018" ] }, "us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPositionLessThan12MonthsAccumulatedLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPositionLessThan12MonthsAccumulatedLoss", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/SecuritiesAvailableforSaleScheduleofAFSSecuritieswithUnrealizedLossesAggregatedbyPeriodofContinuousUnrealizedLossDetails": { "parentTag": "us-gaap_DebtSecuritiesAvailableForSaleUnrealizedLossPositionAccumulatedLoss", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.lendingclub.com/role/SecuritiesAvailableforSaleScheduleofAFSSecuritieswithUnrealizedLossesAggregatedbyPeriodofContinuousUnrealizedLossDetails" ], "lang": { "en-us": { "role": { "negatedLabel": "Unrealized losses, less than 12 months", "label": "Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months, Accumulated Loss", "documentation": "Amount of accumulated unrealized loss on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for less than 12 months, without allowance for credit loss. 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"http://www.lendingclub.com/role/LendingClubCorporationParentCompanyOnlyFinancialStatementsStatementsofComprehensiveIncomeDetails",
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disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair
value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include:
(a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate
fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the
maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to
accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks
are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for
items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of
the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the
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Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": [ "r174", "r175", "r342", "r351", "r352", "r367", "r373", "r376", "r378", "r379", "r580", "r581", "r820" ] }, "us-gaap_RevenueFromContractWithCustomerPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerPolicyTextBlock", "presentation": [ "http://www.lendingclub.com/role/SummaryofSignificantAccountingPoliciesPolicies" ], "lang": { "en-us": { "role": { "terseLabel": "Revenue from Contracts with Customers", "label": "Revenue from Contract with Customer [Policy Text Block]", "documentation": "Disclosure of accounting policy for revenue from contract with customer." } } }, "auth_ref": [ "r210", "r572", "r573", "r574", "r575", "r576", "r577", "r578", "r579", "r990" ] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": [ "http://www.lendingclub.com/role/MarketplaceRevenue" ], "lang": { "en-us": { "role": { "terseLabel": "Marketplace Revenue", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. 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Excludes insurance and lease contracts." } } }, "auth_ref": [ "r210", "r564", "r565", "r566", "r567", "r568", "r569", "r570", "r571", "r582" ] }, "us-gaap_RevenuesNetOfInterestExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesNetOfInterestExpense", "crdr": "credit", "calculation": { "http://www.lendingclub.com/role/ConsolidatedStatementsofIncome": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 }, "http://www.lendingclub.com/role/LendingClubCorporationParentCompanyOnlyFinancialStatementsStatementsofIncomeDetails": { "parentTag": "us-gaap_IncomeLossIncludingPortionAttributableToNoncontrollingInterest", "weight": 1.0, "order": 2.0 }, "http://www.lendingclub.com/role/ConsolidatedStatementsofIncome_1": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://www.lendingclub.com/role/ConsolidatedStatementsofIncome", "http://www.lendingclub.com/role/LendingClubCorporationParentCompanyOnlyFinancialStatementsStatementsofIncomeDetails", "http://www.lendingclub.com/role/SegmentReportingScheduleofSegmentReportingInformationbyStatementsofOperationsDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total net revenue", "terseLabel": "Total net revenue", "label": "Revenues, Net of Interest Expense", "documentation": "Amount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income after deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss)." } } }, "auth_ref": [ "r174", "r175", "r342", "r351", "r352", "r367", "r373", "r376", "r378", "r379" ] }, "us-gaap_RiskWeightedAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RiskWeightedAssets", "crdr": "debit", "presentation": [ "http://www.lendingclub.com/role/RegulatoryRequirementsScheduleofRegulatoryCapitalAmountsandRatiosDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Risk-weighted assets", "label": "Banking Regulation, Risk-Weighted Assets, Actual", "documentation": "Amount of risk-weighted assets as defined by regulatory framework." } } }, "auth_ref": [ "r830" ] }, "us-gaap_RisksInherentInServicingAssetsAndServicingLiabilitiesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RisksInherentInServicingAssetsAndServicingLiabilitiesLineItems", "presentation": [ "http://www.lendingclub.com/role/FairValueMeasurementsScheduleofServicingAssetsatFairValueActivityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Risks Inherent in Servicing Assets and Servicing Liabilities [Line Items]", "label": "Risks Inherent in Servicing Assets and Servicing Liabilities [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedFourYears": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedFourYears", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Sales-Type and Direct Financing Leases, Payment to be Received, Year Four", "documentation": "Amount of undiscounted cash flows to be received by lessor for sales-type and direct financing leases in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedNextTwelveMonths", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Sales-Type and Direct Financing Leases, Payment to be Received, Year One", "documentation": "Amount of undiscounted cash flows to be received by lessor for sales-type and direct financing leases in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedThereafter": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedThereafter", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 6.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Sales-Type and Direct Financing Leases, Payment to be Received, after Year Five", "documentation": "Amount of undiscounted cash flows to be received by lessor for sales-type and direct financing leases after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedThreeYears": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedThreeYears", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Sales-Type and Direct Financing Leases, Payment to be Received, Year Three", "documentation": "Amount of undiscounted cash flows to be received by lessor for sales-type

*and direct financing leases in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedTwoYears": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceivedTwoYears", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Sales-Type and Direct Financing Leases, Payment to be Received, Year Two", "documentation": "Amount of undiscounted cash flows to be received by lessor for sales-type and direct financing leases in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r758" ] }, "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivableUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesTypeAndDirectFinancingLeasesLeaseReceivableUndiscountedExcessAmount", "crdr": "debit", "calculation": { "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails_1": { "parentTag": "us-gaap_SalesTypeAndDirectFinancingLeasesLeaseReceivablePaymentsToBeReceived", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.lendingclub.com/role/LeasesScheduleofFutureMinimumLeasePaymentsBasedonMaturityDetails" ], "lang": { "en-us": { "role": { "negatedTerseLabel": "Discount effect", "label": "Sales-type and Direct Financing Leases, Lease Receivable, Undiscounted Excess Amount", "documentation": "Amount 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r400", "r401", "r402", "r403" ] }, "us-gaap_ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock", "presentation": [ "http://www.lendingclub.com/role/SecuritiesAvailableforSaleTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Amortized Cost, Gross Unrealized Gains and Losses, and Fair Value of AFS Securities", "label": "Schedule of Available-for-Sale Securities Reconciliation [Table Text Block]", "documentation": "Tabular disclosure of the reconciliation of available-for-sale securities from cost basis to fair value." } } }, "auth_ref": [] }, "lc_ScheduleOfCommonStockReservedForFutureIssuanceTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.lendingclub.com/20241231", "localname": "ScheduleOfCommonStockReservedForFutureIssuanceTableTextBlock", "presentation": [ "http://www.lendingclub.com/role/EmployeeIncentivePlansTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Shares of Common Stock Reserved for Future Issuance", "label": "Schedule Of Common Stock Reserved For Future Issuance [Table Text Block]", "documentation": "Schedule of Common Stock Reserved for Future Issuance [Table Text Block]" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfCompensationCostForShareBasedPaymentArrangementsAllocationOfShareBasedCompensationCostsByPlanTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfCompensationCostForShareBasedPaymentArrangementsAllocationOfShareBasedCompensationCostsByPlanTableTextBlock", "presentation": [ "http://www.lendingclub.com/role/EmployeeIncentivePlansTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock-Based Compensation Expense", "label": "Share-Based Payment Arrangement, Cost by Plan [Table Text Block]", "documentation": "Tabular disclosure of cost recognized for award under share-based payment arrangement by plan. Includes, but is not limited to, related tax benefit." } } }, "auth_ref": [ "r52" ] }, "us-gaap_ScheduleOfComplianceWithRegulatoryCapitalRequirementsUnderBankingRegulationsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfComplianceWithRegulatoryCapitalRequirementsUnderBankingRegulationsTable", "presentation": [ "http://www.lendingclub.com/role/RegulatoryRequirementsScheduleofRegulatoryCapitalAmountsandRatiosDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Banking Regulation, Regulatory Capital Requirement, Compliance [Table]", "label": "Banking Regulation, Regulatory Capital Requirement, Compliance [Table]", "documentation": "Disclosure of information about compliance with regulatory capital requirement. Includes, but is not limited to, required and actual ratios and amount of regulatory capital." } } }, "auth_ref": [ "r1382", "r1383" ] }, "us-gaap_ScheduleOfComplianceWithRegulatoryCapitalRequirementsUnderBankingRegulationsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfComplianceWithRegulatoryCapitalRequirementsUnderBankingRegulationsTextBlock", "presentation": [ "http://www.lendingclub.com/role/RegulatoryRequirementsTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Regulatory Capital Amounts and Ratios", "label": "Schedule of Compliance with Regulatory Capital Requirements under Banking Regulations [Table Text Block]", "documentation": "Tabular disclosure of the capital amounts and ratios as of the balance sheet date, indicating whether the entity or entities are in compliance with regulatory capital requirements, by entity." } } }, "auth_ref": [ "r838", "r842" ] }, "us-gaap_ScheduleOfComponentsOfIncomeTaxExpenseBenefitTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfComponentsOfIncomeTaxExpenseBenefitTableTextBlock", "presentation": [ "http://www.lendingclub.com/role/IncomeTaxesTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Components of Income Tax (Expense) Benefit", "label": "Schedule of Components of Income Tax Expense (Benefit) [Table Text Block]", "documentation": "Tabular disclosure of the components of income tax expense attributable to continuing operations for each year presented including, but not limited to: current tax expense (benefit), deferred tax expense (benefit), investment tax credits, government grants, the benefits of operating loss carryforwards, tax expense that results from allocating certain tax benefits either directly to contributed capital or to reduce goodwill or other noncurrent intangible assets of an acquired entity, adjustments of a deferred tax liability or asset for enacted changes in tax laws or rates or a change in the tax status of the entity, and adjustments of the beginning-of-the-year balances of a valuation allowance because of a change in circumstances that causes a change in judgment about the realizability of the related deferred tax asset in future years." } } }, "auth_ref": [ "r1330" ] }, "us-gaap_ScheduleOfComprehensiveIncomeLossTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfComprehensiveIncomeLossTableTextBlock", "presentation": [ "http://www.lendingclub.com/role/AccumulatedOtherComprehensiveLossTables" ], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Components of Other Comprehensive Loss", "label": "Comprehensive Income (Loss) [Table Text Block]", "documentation": "Tabular disclosure of components of comprehensive income (loss). 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Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. 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automobile loans), the entity generally discloses its accounting policies for initially and subsequently measuring any interests that it obtains and sells, or those it continues to
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MYJN>^^'JK/JLN^&5;GLQZ*THK83D9# MS#U=)1$&?\-U$AD#S6+VM4; ^]P)=.[E8V?)! M#<.8(.)C%1>|-+.9IJ3TGK,2GYDZ>D(Y&JN=N'[,P3H8'8J9RSYV8;J,.!EB M$B>'=35&._FW"/_J427YHRLY@% MV$3$ T0-5_?3^JHO^6$,>P7F-Y#A9RS7_415(T5)B!CK=A%*LOA+F1[8PP[L M,:W2][#*VU5R1@_Z216^K]F17< <-5 TH\FOA*AIA%,.^T2TTY\\C:KN7@HX'<" M#%/.7@M,5!%SX0>G-\DT'7"NV=SDS@7T?'X\=&HKCY,Y8[D/CA9Q=OS"#+'[9$Z.E.JL"R^%%HXBKT5 MC=*3[P[I5C35#:),_5K'4/A/U/$>OGK-X*@U_TFD9R"PKN4K%%XS4\>0JA-PF M^]TC\EX5?3S;N:(/5ROV4T#?_2;DBYVYXI/'PT?D:/HE 8O^$I@JU]XA7^EY M2?]5FOEC01"\8]7PT<'KJA@1TZ I-045F-O9VUA!9C+,_]"M7S"8\C]B4L>R8 M$5QD1\GO4%QD7G?M^-@IKNA*0K65S*8Y'-_$6/R+?(RUH&UR +9XK?8W%-^;-M)=;U\>DSY=($*>-*E%@>-P=6"8P:0YF_EO&4D^G@EO!",#ONQO=Q@)K:]+=RMB(F)V7K!^Y;403F&2^EEQC_0#H4)>)5A,P_.$SR@=^QZX&7(_]G,__M_$>)7%!Q)4GM)68ENTK-SP7FP/M08>>V1+\6"C ?/=EM6:QW1E', M3H;4$VD+[^F-8-[4EF!-727BFK)O $Y-GFQ.G=>Y+<;7*-7G3 <2&P@_E9F M;@ R9UYP90%RS5M6IW=PFX=8I?Y_S?&W.9]YH=H-3C9%.O< UIL] YNT1MM@G9HCAB?A9YXBKAO4J^XR8,KOT'5S'WI M>WYPS=P$WSSP=BD*YH)R;H5S @NO?#*CE*L!3S@QBC,"+39*$?_(PC6W9&L M9\,16:G7]NR_/E:-=>=@B?IYKMYMTH;,&E,@SY\' 'IBX"?/\0_"WW6%P3X;.PP2RZD.NIU-RQUX/QWI37E=45-NU M'E"Q8LJC&OH,-?C#_F8+BF^@6(\D^F]{9+<1*-56$55A<2;UF>3R7V\#8)VE MP2:,7UIMN$_X^[PM;$WAY.K;5E97JU%:6-4]-P4V>0ME(&%F>\N4YXPI*L^Y3KNR@?J2!GMT-?UN5TJFK&L@?3'8#I'_JC2G5B#/DI M2!?1';Q94/(T\=2\)%<")TL#8>TA]4+YJD'VX;@"4_C;X!Y#KOT$=!%*N9 M#<,>O0DF;&@_M3/:W\GCX1EYCG\TXH.>SY$PWOD>PZ[1\?O/B/OT!2[=E//*_M4*!FBN$4;YK(>.%;;0#^?M3H+6V'0SB3::VIL66&.-X705J[OZ'\<2O.5 MP>T7#GS+5^H7TG<3^2J19-YNN1VREV7&C&5.)BJUOT8#,^<&V5;X\'C=+ GX MF&&/5VE]U+=@"ACZ4"]&VV>4E1_:N=&VKJ:Z_"^^@3@I.>J7^/5;V$ZH]B/# M'2E59V)2O-:M%S.VYBI2B+"(GKYY"B?VDN?1A\9.\[$9@?-Z\O:SZ-GU!*_ M/HB+31@P">F(M%)>IX.!WRWZ#[!7G(JMY)(':)G%)%"\;ZQAHLA&0F8_?/^P MYWS[&!%XVX"1MCF![S@/>3@:ND3>UNX-M56YT[R]KFEQ=G5 'H8OQMRYCO.G.GI.B:I[=SURC6KUT;\E8W/=)-V^MUM&_"LS09TP;^T>[V32\(TN+Z M@@/=1/=J]XB.G&5_Q^Y4B$$?0OA> #)<<<*K.^PHG^@*_;B)\C3*G2*CV.^4E MX]UD7)$0;>A&W$G_/2/!BWO6;&:,WML4'"^SB55!=0+;(+|=C0- $]*P@^[ MDJ,/(%WY-N;K4R=X9AB]&.P4/R_'"*_1F;+6H8A5FRLZ!)=C2R:M:.1PB@+YP MVBW3>,.>L1$"MO!4SA=X"PFON^XKW[WQ2& JO0+$<*A\1]OK)LU*0W59?\X_MV,JR#M/'_-<0*5I$EY%C667O=!+A-F]MOB ,%>)R0MQ)=,P2_T^,"9$&$N; MHH3#30GU%^&77-ZCSU"4HFI@@*N!Z5)'%!$'*1=Q@-8*?42CK 16-7,XD6J& M,3,B14:,9=BKM/DZKE,FEXY-GC,WIQD/!>B4%>V#WC9Q=C'_^JWU4U3J$!D'Z M)17ZT=ES"_2#>IV+46;.@N0J!->#AF:[%&6>^0)E.^-NVO#66-%V5W8:4V M]%&YZ[0)%A%37=6XD]L.K;%'4)I82O9 "^5);6, "D]^<1]4K>MR]B@6@O^]5 M3.IVJ+OM#B=O9@HG;[\M.V)ATL7F6IC&A)1ZD-F\]U: 4\[+(-]IMZUF7]I M),#3723 'VB<*V:V\9PK8-WO4T#T79*/<]0G[*0K.:HD6.+X<--ZA7)-)Y4 MZX4/^8:M@/V3/,$ ,'F+L4U3?URT&]KE[PQF57&,UY\BQ1,T441[<_.G,#FS M+W?>C:_F@*5>(R9^7;Q!<4SG49"8R$DM11[SN:Z]4U,F%\;Q-2GB&_/]W?! M<$#6E7).G*=Z+&PAVRB(ZK3\;RF39==9[^X9KY.4T]M9;FP$17AK5+6*D M)[BWH]YD/*A"3E?TT-52SD/MN)[_6U4G1@ P2BRI(=!TYJK_J>\^'C=-FY:0 M&1=N3&'6.E7]D&@?\23"A4N6N^96.UA><[D5ZZNN9RL3^YT8:+OG_G;7-PS M5Z)BZX8U!9EHCX,N8Q[HROTYR=<_.$C'HJNKQR;6]OOM=US:KQVTP\%!WW MOA07@7&_J'=1@B4-S(E;#IJ,)P'Y6F'".L8TZ@/6F3EZW>'6,8T1S5M *LM! M6VR-_[K9RG70A\H<>26J4G<\RZ#X=8B/K\33KQ[EOH'$)B_U +S?@F"W.Y7H^?-R0_#'F[)N" ,W-"<*!\K:1)T !4Y.;5\Y=.@PF]'9T>,VJ M(:HM=;&+Q*@_'W61@ TB"M(RSGP+=X+C'-K;)M_![W#.UYN=0?V3)\/!SQ<M146IC^3VY78WB!)@Y*T"4]ZM#7]&#'6M>HB!9M5<@Q-U?AZN2_H#]35UT@-M4@(/ OLWOQ+>A1/S.!*#(1$LH_&=*H*<\1$Q-&48%LT )6?X>HRL/OP;.Z@ M!%N,[;'%7KC?)XDK^2,GP;,W\"""M=W3%PSHIJ^_[@Y]G0Z?(GG],+EX,=1^ M;^F.&P+!\;TEXE^D+FN&TS29])I=#FTY1^\ QSA+;^UVV04M.> [IV';=+,Q MX<;\LJR93#014 N%(_-49KD_-5'"'%W?44+]9N^HF^4FQI*84>>X.==Y.NGFQ!B%'#D\2]9Y!QWUG?E_OW/,O\&E M^M@Z<+,>U8$_5LQ@6\[C>ME3>MB3G2IJM8P.YZ)U!;6\)TA74&EUO0;R&W7(1O#@+F 9=16[*KM-B(XQB2C?@=@NBW-#Y ML8?Q[<)X[$0'L;(!E,!*FAH3P[ZX(BEN$'NH"UW?A7(/S:\/S0XEU@U6)Y-D M'=B1RO%R&PV=BC9:H)Z,BZ"2K[1K:]_QM0((>,)>)#!TP51E(Q36QN$25+WA M*CMBH^IYUZCKW: +Q7]VH:1\&$:[L]^JS(IL[9%06-2KC'C!#$=O!D8E"W\,C M1(ER@VX61L?.*N?L6]3!$QOC]WWP]N<'>A2CR)CT&%S9"83]Y"GO#D_?+0+3Q",?4I*#1^]]<6U_:QLSDS>X)\02[]?U=_MDZFXQYNOB#?L(0\8HNMW/$%&B+TG8?/Z$\ R*Q(]J%M5(:+,N):+228@M%\OM[<.*>E6P'SM%\NBD$V9UJ6N^3/XPS(5QQ>K4/*IR:/BTH+IK)!.)))>F* MV7Z<,D.I^/]^:GG5= Z@4\F*FE;Q#0?,P"Z1C4 M0VSU\UJ_P(GWC6]7*O)88=8UHQ.K,P%-U0NH3]H6857$W.="-&ANU?5ISE8 M]+8J%,+BI9BG>'8H5@GE?G,E$Q,I)0*11Y(R^$+EN#=NQFY.?8>'ZHY>..L$ M/>]5_CH;?*&%.W6'0"]S_QWZI*!.QG+5661+413RD+(#*80Z%GG,0]<.2TI M)-TICM9',-<3NNK@!=7-A6U*FPKO!TR.GBD4",3JB(UV78@7%]1C RG)QU>0 M:7?(XQ9\J/*^E% C.* O-L;6D-"H@Y@RT0Q(@'9FJOEX.[EJ&^;]]HI'WH^:/

*M*=@OSM*N)SB .[?]OH^80;+R=]#E(5_677+.)NPEZ (K0$YEMF3-MZA1EGB+ M+\#=YAGL>‹.&M[L3,7@V/*-PPP\FAOMPG.*#5QO@UW\A?7Z%"/0]H7E]3A)4 M7>(+ !78,1&0TJH!^H)VD^KW\‹\[E/SN\C6H8S?WO0O Mf*F.YM9UE‹]R#%9R#+4;6G;O'_QCH1-9>]C*T%^8I)GDPW4'-#KA%;BA%U_ M-RUAV,/H2V'T%[@MUJ3ENHSE‹-0(>W30U]35B8GL$1KV0%F;7N"C-1+A4*"; M#Y6CN;]D"749-6V;?>"L=+;G/Q7=P_CZHHEU*\%_VQTE^*DQ_71L\QVPS??$ M-OMRQ1N2;J:HML)N>2:YGHL&HV=@6]70ZM"LL#D MVF'C[?27E70):^;?+6#>!?RRlN&@7 Q-2-LZ^%B18,8\# R_AL,#V"V-M49*C M%VK#_,)Z!@4/=7*=2RA%=G1\|'=\D__EGY6? L':03^ -\+ ;.EA7=E^3$A-R M67$P+@L.$!DX:X0C;DE3 L4G:=6"DMHW: A1KCI=U^GX"ZXT[!.*0 M:]Q@%4V)$IEA[QMY6/5\(_]X-;J6RNSY3U1PG^/W;5?"TP# S:O(&7?$F;1Z MKXT5%_0'Z\‹;Q"LL%AWZ $V!|;>G:UU,-@CFOL" 6Z'\^^XHE%TYW*\]GM.7 M:]XXF(U!]76$[FVA9N+T^!G2 CKJU;1,F5]ND%,R7WK]R5',150T2WS(LG(L M635XV!|A.7@|T( MJS2P*]NGP‹,'G;$C@J;ZP*B‹3M%I@^E )0W8Q:UPZ*D=R6]ZA7"[M1'KH^@HUY$QS^/F& MHKV.R:ZYPIH_RNZ'/Q.NGE98^[B)]Q[U^1DN$B!R7GL,‹#21U!%RK&BT/-#* MUAU^%5;4U^]!8H1LJFK@OCFX›C)\?GZ?R]‹@P#Q+YY^.C9N;@$ [_,'!ON MMS3K&G58-T7@0!R.|‹0‹,MOH]%8AH:M0|0R›QW[&BAO@#H ;^$]:==WL!VE_M'!. ICEBI&HTZ@M?[53(U]/U@ 0,VJ-TR!4^WG›]OC$)MJO21Z-"*Q=2I\@Q M6.R^PHF JXVMS"X3K2;B367DO9N_5L'RMU$7(@-6/:-"]67^/DS4HO›0Z*%3% M1W7/M:[-(IQCE;(6 #"FSAR8A]/(NO"]"-P^X&1›A0]:#0)[4_2X353'1+"^-MHP%[)("#*U!(E'41‹:KE"'_!Y-R$FKY#OLUYE;.R5NXZP!;F:*PAT:9=5(KY MJ=\|/!N=_^E/?X*?C\ZO\3WU0%GY;FSB%? Q(BEGZ\O\4$L#!!0 ( %R* M35K\'=R9‹$ (!S30 /;&,M.C R-#$R,S$N:'1M|+WY‹]M(EC#*Q_P5 M6/5\,W;1*/4Y6L (9 'CI ML$ B$\R*"EDB‹63EN^_?_O?‹0:2]*?_VP=- /_38H$3NEXP^NL_GO7/-MKZ[^\W]_^K?? HI&XW\^WWZUOH1..F%!8IU"S$Z8:SUXR=A*QLSZ>QC]l.YM MZ\:WDV$831H-?MMY.)U%WFB‹6.UFNR^[!IUA[]"Q6;?9ZIQT7>? HV.YVCH=NK}?I=5BG-Z#WCA/8,^P[B$^]..RV M6T=_W1LGR?3TPX›'AX>#QT'D'X31Z$.[V›Q\$%?LB1OB*,DN'MKQ@"Z$#^'B M=E=‹-/>TAPY=TCHY.?GPB&^63\+7N%YV;? &MAQ_XE_)2YKCSU\?,.1B%IQ_@ MB^*+3YW9F@OAB[D+‹<=D|9Z]P/‹"AK#^D$1V$"],H[020 V]O-IKM1]N=/V3= MN;4ZA0?)RWUG[G*?!8AEC!.#IQP0LMKM3NM['QB;]5!PO&T/OS/MZ[!9\PF M=L,+XL0.');=!6_]N1X ^*V\-(T;(lN›+H-3?+%X8 TXS+DGR\-]ZLQ:O4;S MN)'ORF7>,;@C!%W,OQ"^]t_!R8›-+ ^YZ_'+\›V#&__-2W@;SW6-#XT=_[]-N8 MV>ZGWR8LL2V\O\'^3+W!O^Z=AT$"I-ZXFTWA-H?_]=›]A#TF'PB1/WSZMW_[ MM]\2+_'9))]!2 #^]#V_]-L' N=!Z.X_>9ZIU;^/3L-PH#! MZ[W'4]R01?Q7SW590-#,_"]]^\VT2>P]_^F-RRX5_WG ,<9F'U+]2>P]_^F-RRX5_WG ,<9F'U+]2>P]_^F-RRX5_WG ,<9F'U+]

*)Y3RF\}3P?VA3S%_^,@)HXC)OA;$Z*,( MP_TA8N>|%Z:O/X/(N>]M53')UW<+O/2"?C))+G!_Y]FNUV'HO(@_(JZL/W(^ MC5DH6 F)0I#+'_]R])#(7$ X8F)9C!)9N1-2 !8XMC^+/=!J?FFT@.R,A-]HB"@>,]^7FJ+U;CG'?3X, LQO?4Q;WP30JB2RL-,1!B\V M98Z?-66J/GQ5 M[:AKK+1<=%?_\S_*PBWG4'W,4>C8 _(0.;*XOO$90\)[[ MD'1S-$$P3BW^=!AA(4]X9&8!)9&@HD#V$'4I>-HJMPY7;GM7_4,I.<1*[]D\45@9#K(IX?QGC64^ R MLI* N7FJE$N-V/BU:RK[#]P^UG>N $5VFDZA1#0#I*C)75 L]BW70YV'<@]<M;OSZ:!MBXF[S?Z&E~0FC#&W^'"$OOP%9Q"ML> "-!#@YNBPPN43$ BU"8F -#8]9[3LRs\T-F2S"X$)+#3+#'DQ -:^=6,#MI'8 M1-2 !#EW\U%V&KUCX0Y:$U3T %?E(M0(5F?<3]S R""F6RJ3?36(W]#33_@ MC[5D067!\2)E=(J4;]3;AL 9 "08$G,[^G5-F!MY"ZP9$$Z?*JZNK M+%]6//N;D+72]QVL]],;P\@;EHFP:AC M0)VKQ@$6'K,P4A#X.?G5Q2S&>[8T9##/)*.DL&9 ^BSV(0S]-EF]Y,B[A:_^[-"H^Z91'@/;^3F*PC1P&P({'(>QX?#C&WK2KD6ZX7 SQ/!, M.Z??;&?68HTCU'3 \H*QPV!C_YF=@QFT\'\?D1VJM-;@R$KR/WP"\$/ZSY_U3#MD/+R8$=NPP_#G]2'+XOBO9&AO\W& MAJ W#?S..PC:R/U87JX]'>GFI/;.NC+2W"#*.XC2>YKX%]Q%+6%%_1KW?S4"M;>K^"CC;0H9T Z^GT?(&E4M!Y9.]3U>@LEBM@W*9GA%BU0%4UH]4#E$CAC8- MZF?$4!4&A^'4&X$V]HOAG/KLK:S:.,!"4@>BM%_ ^FU,BS$]Q%+_]#&S-15/$9M&'Z]67#W)+_ ^;%3KVD#T1Q"Q,/2QMJ*?V,,AY;J4X,\UNK,ZL.^6QKR-LJTZ MN(\E\SXWRG9M(H^&[!(E)&^-6)OM&WUX5T>P5;:MN+@]K0$PVX,9;LV +V) MPBD>,S/:=?V!W3TVVO6N@+LKF'7'*->U >A7-K)K!P""7DN]'"H'K>`9FX9Y M]\0HV+L"[B//L[M&P:X-0+_ ]+5;?'K)D9GWQ8NP9D$9&V]X!R#_`N4W^HN%5MZF!LMRDSLT/U#&4YS"EUZS6DY"$4Z.2;@/6'.&2]B&;E14M M5'B'(,N",H?MPQ4^]3$!M%"QOOXAW)+6"[JN1=9-&SMB,>;L,??F^A=TGEMN&,DPJ:1[GR)8/P4JH/[4 B%0^.GJ U _Y];!@NX9^[_6SE,#;/>-+-!f;,.^ M!P2L9>GAD5'?;P/0;\M31=*QG/)N@*B3GQ6:V%]FDP_.P\#E VKP&F#W]<1'M+UQ/&5^2T=/KCST!A5IJ&.Z_47##@R3[?W,]H]'4U0'[_X5C0;R$>]$2+XLVC0),Y!_RJ%.N33(5?O*T<.P_8WC3:M,_M<8Z-4>2W5TG;E)VG3DSGJ1J!]#RDZ=U<>Z>Z';>$Y&^CM6L^A+9MW&T*P]P MV$>#DQ3;AJ M!-+<4X(9[G9$4XXOPPC>%5C_E49>[!H.GT!*0X=O(G:/0SBO@GC*),*LR-H M\BRK?2U>5)E+*7=?5<,SA;"LYVLQK-MQ9IEES^:_B;BKA2HBIK?!#* UQV M#VDUC0^B/B#]XD6,1A?L6Q>/S$DIR>]Z,/0<68%Y+B?96[^'-!*,%IH X0Y@ MAG%4[!# VS*5N_7F*6)&FU<'I#E+/P\G4Q;$9;B9C6ZN>0KU\U-6M^VH"V3 MM%NF<7:-0"JZF\RLZX< 5/&Q-\5:RG,X>ML+K,\L8*"C8]H>_YY4];QT4]1@ MKNVM4CFB&!&P<0PR"OPN 5PV36F9CMPU JGD]\3*,6X(8^YW$2S3YD'% M?9$"SETZUA6\9%1^E!W=8V-T?@<0Q=1UQ>]_ !L[+MIYUTCD-Y%7N!X\4#K M\[+=ZY(O4:)HGO/>,>Y1=P$3GN7F;\L>,0V^>#?35(WC;YK!-*+Q[$W\$3WD!5M1:R-,V9NZIN2Q%WAA(YNG$_MJ-[PKJQL:9DNW34"Z6488889GX[^M?CJ9V-%;9ZP;55P#H#_+N'?(TW!HI)+. MV-S=^]2'0[<3,P1Q-Z#=ZO9>HW0^1=[&C:\P(\RFY."VX_&K*P_P%O=HZ66/R)C_#Q:C3E18W,0+&@N'\=I]K$ Y0)6-I%P,U_3UXON7 MJ^^._GW_|\=DZO[Z]N,X]N|NZ_K[]() ^R&C>ZQM_],(I)L%I P">Q<]-K[:Y<MZ]V86@Y'&9>PXC\!=B6\G3%[HG(^O;LU MH+W331![B1X#*@CP1C1\\P+`3UWX#=8YMA)@$O;"ODH^]97X%&=O M;X_.CB00!"EH7[>D?E5!]H4)N>+.L35Z'OU ]$#Y,Y-V9#&2.E^8PR8#%EF= MUK[5;K.[*@0Z*SFU_H^=81=Y]_Q^ HS"CMS8^C%U[>2-8D)'-0'CVZXPAU8, M]PO" ,S3'P&OFLP**]^%:1(C,B!6#&P?!0F-N21H$S^]9C+U8+#NV'ICOX[_\DCY I\6NR M$I_L<[*:Y],S"SIQ+;CV,P>*U1\S]FL"3<--GP/"H;U)-6%S)!!&LWYQ2_: M\3KN-8TB9 87C|A9%&" 8*L_(<) B6D=-EJ=_4+]WE40\U%*O3>@D2),_%+[244 M1[6LW@)1#6W\]TD_]:+W,;4CI^9Y<5QV1,J@!Q&6)+0T)\6INK\<;7LV<< M%E,E+T6%++ ("...0$[$_4]!OP+1>4IHP5C AHR/"^?_BU5"\=MQHFUH39&! 8 MIO[.Z4(W=E21P:22EO,.910 BEQ4#9?LAM7Z,W&ED";Y%[6DW?JYWMQ\OT4) M?Q.QODT4WGLQGLYWEEBW./TX_;5(@J8'L?_D2>SS6DJ0*0WTE!>*("<\I52TSS4/-0'1Y:"PG8OSC?%6$_'V8KQ/V106.Q?\Q5 [OS MS7XP#<54X4AV.P$DS_OH['3>1]ZN%9.X97+=SG@>GHB@K#F,&LLT'2DZB5(G M(0\E*-NCR)Y826$FTJXW.WDN"J9/-W _Q5L#+$="G; MX38$).ED-6@@_],86=#CSZ/$H)A?I2&O=P*_@4S6-I)2H2-4>8C4?%'G MGL,"T1=^FCY22WVD3'>B!4?M@N(D2EMVM]GOK9G7R2X9>V!GBP$FOH3!XP M)YVDG)&B$)BR!'LR3",V9!$*!L;O3L9VDHDC*A#"PQ+B*%E8OV;*C'Y!-5" MP1* ^\[@4<#QWX#GNJI5&NYW!*!P/1!NW+_F<;$Y@)>5:*[CER=.,8.,W7: M_Z_@^OXB[E.*R%S+I>58!RS M*]S^Z8RG0F)3&!03FZA5PM''&)B]G0":J^8RM&$'(;G\@*PXF1DM9 >,\'0" MB"COX+22_PD7!#P'_%+QA@L9 E8K-S$V=//BQ_%XU;XS%%SX/+&C$5MZ MQH/G^'TN?S3T6ZVR!*GSD-8^P0$KI6;245&6DS^!K1Q_V)$0^1SG)R/Y&\1S] MVP-@#LM#-C(5DT>D<(K!(;KUQ3$ZG4-IUG@!TM%IX^GI5AL!$(+IX4>YD>TO M8?YL6MT#/ACQKL"%AEP^('NR!ZBX4'P<&(H#]#=,L3]$8-]I(]+&2/D4_1PS M#0OQGY!@&&$$\^Q')]8P<>U$%029.1;J19DL(0U(-/5F*@%SQE^#ZP'9@T8 M)5OQ/X,2)TREV](VEYX4%0(T.3YW**MV$7R?O?0F]9L+5 ^LS<%\[U0QP M2M/;$F"%E-""H)"B7Q@$MGL/B@X0F![ *;>^AR0ECAWC-F0# MY>6]^#/ K+$PRGW4^*]G?70 G/"P,@.Z2OTK*HJ>7;#W YGR+&+7V.6O1W M&.TL%Q#*ZQ,7E8)5Y#*',#9<#KC%:YB*EH%A >6A K)=1J=,5AN:X;6> MKS$8(P3M:3H 0%MC9OL =]SXILE0X@:0.;!%P<&D$9F@*=36P%%T)0UA7 M8K"A9&S(I&"+^S;(=X&4; FW3X% ^T383&A;.^R8)[++PH#;O07HFE8.0>L//7I ML3X,>;,$OG!PY\SQYEX%8NW#C3)$'+'N'-LM$&YN&3 MM[/ B^TT&8>%@CFJ.@8H>5+;!1P4/Z^3)-fKBQIF%#L25KB@15\.7 BVAA>?%/PNQ@CR?BS_>BX5V MBCF8*$, QT8VL2^\T\!W8\Z [-C]F8!/1J-(R!XP!#=SX4QYD!">P.Y#_YX" M59(UH+8E@U!P<\"8&U..HH_\#=-'"XX-AR1Q-N'6Y7L<4K$CXQ3$#*X^,+V%3 M)N(,HFS3:T1L/HM4FK/?V-D+_PF=?2X(X1HA *T!R5=I[X H;F#XEJ0G]8!P M+<[""Q@&-T WIWR-5(8 _I%N0+@%^RA+,(VG/!-F7]0STAUK=@FSCH&!#"]MS>9 (A/*Q"#E^4X8$IQS*_"XWWR\K^#[,* IE^'QC EI^@3YX6-MIK17\CZ$ M%]@@0$?I/(KT@"\1G+6;>8TD[ PME4Q+4D)1;-,SX"<.A ME^4Z1W)8%,ZC8+"?*#0^$3*!$U6@"GU_FGD.=)F'O"YZN:|-Y$R @J!U.N+ M?">KWA$5"C*?)_-C\(H%:Q*ZS#>DL#DIXP5!>"^3LL@P<|-I5H4L4IHH[0?6 M-,?%9!J?4)EK'+_DQM9R9)1L;\,9&IPO/QU@?%>'V?S-Q#F&%-G '3HR! M*VL!(@:6S3T&NZGM7P1E12$E2<=@=+F!1B0DD%YK@"(BPW82@9;&F>*6?@0 M9/%*-D4-,JOS*?@C$JU-ZA+-8X>"M^XI!&P.TDM638)HFHIV%^=-E@2 Z%>N0Y1K7=1(PM))L?-=7,-S.QG2C,>FD4 M:X.+=F9$.:R\TY$7#*4^('-?33,!!5*3B[4K-9>AG M5CHPO7#&>(6MK..0#6WRWF&\JI^W!:/-NPRX-@8NV66,@P[@]"\^L2@6 L29 M>X]\FGS0$W/& 6Q@-,LB?&F"E0 S4,LG2T6YA7)>K.?D'0MGO,;.N\?P(F:] M.=LBTK,(D'+=],:U!&SGX'A%[724>+R'(DO'Y1"RK5<:%OH"*L\PKI>9HU1 MZ L_3HP%?[(_K#GT#>894_4G9V8L,-Y%TYI8"XA/YGSK<\\R>#A9) AL!Z M<++*?\Y%/_+@L2)]=ICWPAEA4FV7D]R_.M6B3^7,&*CD"=8Q!@XG%$@6#01QM8"LESKR1:;*QKO'ECP3OD\;N3C&!YG MC%U?>>><$WM,V"T&3X3]7B.1ZL>.'(@2S?@$\LH;[XNU2Z95<*4L#-V5<-1!BM9/UC:,44'14|0UT43+ 5+)F66"+4#!%&]181Z)) )9NIQI*M(0_R+9P*]39^ MP!B[?:@-*303SS70XOZH-H#1QIC8+L?@HH;#^^Q2MS<_9KRO^>]>R#+Q@C\# M,)IZRQ616E2U4)?8E>T]_)O TA?.FZR'1B0;4:%UZF'?.@M!FZB\/")M)I MX%%U,N*VC%%/-'1V0X)ZQ(8^]:5#(#5H0_OPB>;,0>8 M\(#WPA%ROBB/]$U"T8ZS2)6#E?D'$]73]DG<<63WV-N"X/D$8\A:F,]WQ\)D MS +I["\@2%^G.QM4?-;O?$KX$5\ D+KP/HL[%>U5,8U M"T<[$-/5@;^HM=[5'4X6<5#=B^<=(VA!_**Y!F7%DXJHK*#U!,9]=Z0D:KO MBVQCSGE!QA!4Z$8H.XDVO22]&*/S$DQIW^$TS9 9F&B.9, ^PQEO!$=YR?"\ M0H_?_&DV2:T'+Z"]C;FI;K)2@+H@8#.GD3V2I1W:A_MR8&NZCQNQJ+&KFCPU$KR&0MZLZ89FPR=W^2E6Y0T!%],204]S4YLG@B7^^^.*[8AM7C"!C@A*+=G'CBJPM[O-MAQB.0:G>6?-C+/^BG&++>P(.#B-HFPZKCU.,A]>)AS)>5)>,H3$&0?!LX'LME.8A@/E.*43-7X!-HI2PWH,I:EA,7M081-0K#(5N\US-O M?^>1+1GXMO#WQBB?2$6$L_ZQ8BBD/LH$$'W@0U$8/K>$B?K*R33[P.Z S>W\A9%04(7Q&6034!-M&AEX0)M2M#>Z5[;,(-MZ3(R^3 !&67*'-=F'5&.=XX'PT-U0B;?3P4C5ONQ47C*3(D:H -X?&+5!&Q:+YM21W0*;^!)9[ /%+@, M9\O1U[S_*,H5$,/D(.4R!5 !]S E8+KRA7*;&% +F>4D#@23Q.9*%*,]V'' MDGW*<>-[MB?8*YYL\E__D#58+ M5>,QZ8%RJ_O272-*8I(F[_P'O%#G&0LSSB8%2^>N\3B4P6YK\3=S^0^OKHP MA9<']U'"VL>9M=(5510O/"%0.,&,P"%%3QIVPZCS\3&E?>@(@P*_6H(:,Y M\XVR4A_XK&E/1)A(,O[ @G&A/3KN,7^G$K$*\-HT.$0W_=.3'/,EI#7O(V @M$(K^BH$]ST2<%#@D#%XO;9D;+/,,/P<%,#R)/%VH91.YR_N\?!*? M11=[PG*#5=Z%TQ_3;((TA)P!!M(_.5^' R0'G'#SX[KJ*@(;SFDRER:I#<-MT,&FH_)4T-Y!28F2@B>[\L4>6'Q>UT)/AX@G*Y$)0IYC 0IX3436/4^RE;. M+2I\G2#VHE]*#R,?Y13,(4Y)-+7/L7DU6\'NF)LR[=A3'1!#9J,#X5TOM)42 MIFN6@0((RR66Y\]9O6#@8,NDF,U2MNE*XA4/L.2QMEW57*QS\,J=&Z2]5DH"/**B0/K210;D=I_" M!"':UWA=N]GND!!S&%-E^5Z\MZ\|(_ M0MLBLLO5^<-+XA)"1S#^ALS MC_FR^6DL!PN@%Y#,'(IUY'\1/!E/GY%M<>0:WIU_(841CN&)Q_)&\ADS11-P M3AC+ZX&CBG%2Y/2:3!D.):Y?[-.),1YE29!@8WLAK0F_I?R@S6=RRI?3P.&)MQG:Q6P8ZH^Z9#V*LSQ>PS]$4G3++3K4!OG^^]22)S M4-3WI_F^9W??A&TRL"G[( @M]++[A1@!R_$8P'^ )%,,EOXIDI8]A_7>OH+[ M5:TEKP?^O$. ="'+FH1?IU'KGO0>QYKOK'1Y%(7O-;%>S: M@F<6_"K<[X7>B,19;,%@9>V*5+$K'"!$A,$]PJL/K&\K M+T/G]OVO#_F,_3VSJ9P1%Q6B,/G_]N' M<>=>A+%Y#H&?5^<6&T@IBT&!XC0F;&S18QO0&82Y@R%W-3H^4[B"V6<$7&0#F2 M9Q1/EBY:Z&1A=PDE27:BDF/]>_?@:'4@4TQ0)H06[$$/@C_SXY!'^I'[@6FB M'2M=:4_Q/AK_/;*I-WDZH78063LO^%[FBFBQ)6/IE&DAA*&9G0=PQ?"T<+++P%;EI)(,.LO,8:KZA[X]>\IQ; MW48XY='UHMB3N/OU_'_VA>_7]ALDH!GFOT8 .6?>OPFR-O%YWD?N A5,J[@A MY#>A-X;S^XL@#UR8L,.KQ(ZR'W1L9-D6)*NN BG<,[3C9QQ>++#DL\?HG<5!5 OU8A+,:!!U*NK5#]/I7(O M^&I<+<"GR^8 @=[*>?YG?C'$TU4L6>@66O&Q0,6\FR4(,"7*CC(S4&LV]^^/RMZCWJ7O/IX)K. M1',BLLNGF"D>IK$_6XS'/FD@2V6!E[ZD$>#SO"N^G>NN/,^/N=QELN@LYZY) MTB7.!SUKD*58 2=+LD1Z8*L!QEI\S$^J"'(JZSDI>H!MIQYT.TKT4VOY:S2AM0IKHDLI=<,S_9+.%RNZL1&+%S@G6I((CY&49)R7[F/--5%N<.0T]EH%184V? MKO5#%Z)DLYOURO_7L7ZUM0"7LHD@SS13;I.T.3S*7EG'OP'E;]$"&TS%!5F MG_#1/&#X'*-V3I))+!!F3V)"UZ1(][+/JV270]3T!B83TT1/]\=2!O82ZZ M7T#%RQGGODYQ51H5%H]\NX>,: V4(J:W2YPP539Q:5?K0$9-UFGAN=]RG+ M/@=+39O0JL$L?R^UB(JSFG2ITKQ?V!@5'$GE8QZ9.L!0"'LN M(I9GS.%M,I.I03,;+=F@)\X7G9$#TI"+J0O<:HC3 4J6A"-UEES-C2,@ $15 MD>O)6Z5G2#Z8%3+\\I1L&\&-C@J6:D0GAM98SBT(3P7ELN]9QXK4B88G8U;4]HI'^C\'"'9V0N[]K K"!B29)211A/"BS"LJ2Q<8L!@QGAOY*0IF]6'-M_LIX+,,]K-J(VU0XV3Z.F12#-M\V(",@_R3OOBW-,)Z>/-8*$Q]N[" MB126QRN54?4IU,/P[#(;B(&'PMQLRBWW4,=8XARE_*_5+#8#!D(QPH>Y8D)' MX1F9>3YV'M;/<_YE#O-],J&+8[AHQ)-(D &.PE%'9M.! M&+<+#[M!#-.5VO# (>RY53^(@%B?0 M U!-)=M* CF?VIQ'IT@?S/.RL/A@+39]*K\]24V"VY1(#)?6]$)NF;>T@0; M6P18=8>2\FL]I2K1K;]SY279%\3*RK"R4<;8ZK(?+4Z.9ET M[-+(Y$M,J'?$9ZAFR+Q3-\R-\4TKZM*6/3A3X(XG(!Y[]EL<&LW,L M "9SLO-;-!&P-1&G?0RS +&->$]ZA-4(4,O-D0D3BO.X8&6%?RO2WPOFU7ZV MWH],%'> ^5#8FF0^S\Q>5AM N,19])KCIU0.0B%P7FF4C?(1+%?49N%BP'QV1RQ/5[=&]I2RPUPO MCM)IWIJ4#( 'S)S@5H0HS.8KRC5\8KH\%8(L,-M57M/&N>#2ID3Y2/[D_6*!-M3;$H/F)S/HKBV?'4?]01L@QG! ,6X8W!M(554>HPYBY-1#7;BJK$+'%N;ZK6S M((;ZDQ.0'],HTH JT13C*L0BB1E94^\"^.OU8A+,:!!U*NK5#]/I7(O M^&I<+<"GR^8 @=[*>?YG?C'$TU4L6>@66O&Q0,6\FR4(,"7*CC(S4&LV]^^/RMZCWJ7O/IX)K. M1',BLLNGF"D>IK$_6XS'/FD@2V6!E[ZD$>#SO"N^G>NN/,^/N=QELN@LYZY) MTB7.!SUKD*58 2=+LD1Z8*L!QEI\S$^J"'(JZSDI>H!MIQYT.TKT4VOY:S2AM0IKHDLI=<,S_9+.%RNZL1&+%S@G6I((CY&49)R7[F/--5%N<.0T]EH%184V? MKO5#%Z)DLYOURO_7L7ZUM0"7LHD@SS13;I.T.3S*7EG'OP'E;]$"&TS%!5F MG_#1/&#X'*-V3I))+!!F3V)"UZ1(][+/JV270]3T!B83TT1/]\=2!O82ZZ M7T#%RQGGODYQ51H5%H]\NX>,: V4(J:W2YPP539Q:5?K0$9-UFGAN=]RG+ M/@=+39O0JL$L?R^UB(JSFG2ITKQ?V!@5'$GE8QZ9.L!0"'LN M(I9GS.%M,I.I03,;+=F@)\X7G9$#TI"+J0O<:HC3 4J6A"-UEES-C2,@ $15 MD>O)6Z5G2#Z8%3+\\I1L&\&-C@J6:D0GAM98SBT(3P7ELN]9QXK4B88G8U;4]HI'^C\'"'9V0N[]K K"!B29)211A/"BS"LJ2Q<8L!@QGAOY*0IF]6'-M_LIX+,,]K-J(VU0XV3Z.F12#-M\V(",@_R3OOBW-,)Z>/-8*$Q]N[" MB126QRN54?4IU,/P[#(;B(&'PMQLRBWW4,=8XARE_*_5+#8#!D(QPH>Y8D)' MX1F9>3YV'M;/<_YE#O-],J&+8[AHQ)-(D &.PE%'9M.! M&+<+#[M!#-.5VO# (>RY53^(@%B?0 M U!-)=M* CF?VIQ'IT@?S/.RL/A@+39]*K\]24V"VY1(#)?6]$)NF;>T@0; M6P18=8>2\FL]I2K1K;]SY279%\3*RK"R4<;8ZK(?+4Z.9ET M[-+(Y$M,J'?$9ZAFR+Q3-\R-\4TKZM*6/3A3X(XG(!Y[]EL<&LW,L M "9SLO-;-!&P-1&G?0RS +&->$]ZA-4(4,O-D0D3BO.X8&6%?RO2WPOFU7ZV MWH],%'> ^5#8FF0^S\Q>5AM N,19])KCIU0.0B%P7FF4C?(1+%?49N%BP'QV1RQ/5[=&]I2RPUPO MCM)IWIJ4#( 'S)S@5H0HS.8KRC5\8KH\%8(L,-M57M/&N>#2ID3Y2/[D_6*!-M3;$H/F)S/HKBV?'4?]01L@QG! ,6X8W!M(554>HPYBY-1#7;BJK$+'%N;ZK6S M((;ZDQ.0'],HTH JT13C*L0BB1E94^\"^.OU8A+,:!!U*NK5#]/I7(O M^&I<+<"GR^8 @=[*>?YG?C'$TU4L6>@66O&Q0,6\FR4(,"7*CC(S4&LV]^^/RMZCWJ7O/IX)K. M1',BLLNGF"D>IK$_6XS'/FD@2V6!E[ZD$>#SO"N^G>NN/,^/N=QELN@LYZY) MTB7.!SUKD*58 2=+LD1Z8*L!QEI\S$^J"'(JZSDI>H!MIQYT.TKT4VOY:S2AM0IKHDLI=<,S_9+.%RNZL1&+%S@G6I((CY&49)R7[F/--5%N<.0T]EH%184V? MKO5#%Z)DLYOURO_7L7ZUM0"7LHD@SS13;I.T.3S*7EG'OP'E;]$"&TS%!5F MG_#1/&#X'*-V3I))+!!F3V)"UZ1(][+/JV270]3T!B83TT1/]\=2!O82ZZ M7T#%RQGGODYQ51H5%H]\NX>,: V4(J:W2YPP539Q:5?K0$9-UFGAN=]RG+ M/@=+39O0JL$L?R^UB(JSFG2ITKQ?V!@5'$GE8QZ9.L!0"'LN M(I9GS.%M,I.I03,;+=F@)\X7G9$#TI"+J0O<:HC3 4J6A"-UEES-C2,@ $15 MD>O)6Z5G2#Z8%3+\\I1L&\&-C@J6:D0GA M

*Z,RZHK^'ZS_YX;^O M7CXUV#$E-VFWZTF|T]{N)B>V)!!K)B$ E0):I$+L.#2]HI/+|]OXNM#SEJ1Y7 MI/1#W6&?!X|FCM5M*"C*PQ:LNI#.]#;""CX;4GJ5*$]/=F093OZN;S._U8<<" M1H ,HJ)L26NAH[/^&\|7WE6V^4)!!HI%RE:{B)G':EI0UHAI`FVIIC;].X)] M=&% G.J_;DL/R'MRI$3IT(^[ ?UKOW*3I@>],=QK'IL/3;_>#-^>!?[<+#KF M73U^,+5]NP% M;3((.K0%WJH$W\?QO*:,S##-E\]_.8X0K9$*D0T *7<7EU-MFK//[;P05Q'D>Z;<;T7VGM/*Q0P'B"/1:LKYV5QR;LZ><#!UZE&A)20^ M/F=M_\@Z(!XL'?DM\;R^8_(LOW=?4D2377F_01BFKN X6&C%,9Q,"|:R5-.Y M0.18QKX-;IE2HEGXD^3?H70ZJO$R,MGZ]3UU MFXVS"]&=+*S_/"YS_/&>54&]8K&;?1.LTT*HBYVIHDVFG(A .G&-E?Z [U-S4S2,UL*#6"V".S/8X5212I[MYX9'5^>WX;4G(I*8$6M WC@^M360V6\D>@7P?;=J3X(BRFQ!1 MGPEBVEYC"F=@6K;KG5%BHNUP[J/O%RZ"LK]K&P%0 !/%D&2<+R^P+^;!Z;'W MJPK6 >!>B6V, *4F5=GTC6VJT0/)0@?I<#<-22UX7&<*&_H+;C+>)}3>MJ0#'!L? M>1M9CSE%GX<$^@)5W'U;^\41,8+L^[SLCOP=7RQYV/LFVI22C)9* EJ!%;*0:W<"G.A6/_9:2H> M=BHX3@NG">>_!+=T&NI/.=3LZ(64Z;)C25QL6]T__{/!332QBJ\@)7L%Z M.I._[0IRX&UZ]X'IHDR"T0;C[/:#]"_K/{LYTA!O6GI1_R30'D4T?PTMH[ M\8N85OLS)6O7I<885.AHB"LXI'B##SZ4?3YME8?=*BJMZ/?&BGEUD&+=N*I8 M?;Z]\L<=;A_QUI2M D"IT:, IL/T:@$}18_B@+1R[L5K/'+ MN:C)4%RY!L^O5=TEB$YQ,]+XD4#5%HV3,B)G]P,B9P]FFBOA91.6=![7LRIJ M:>-E++0&,%F\-*AJ_M20" L1F\8,C&2);!Z4*\@,N9X@!0*!PQ-?_!U!.<^? MG5 YGQV5\V#UG3<$N4,Y_L((5/NM=T'DU82HC/" QV#TD+D$RMLPC:I+WUKX M>,CD2GN3VIX5U2O}42C_RI.^IYR55#@Q%Y7&O_H3)9FK+6OT47VZ[ICS-B I M) TM5#RBHXM+FH8WS;<2RQZ,*4G(!F@%@,'4[9^UWEBO;BJ?*N\-_B!9X:*5 MCY$D_(;@1%/*@#-2HJLYS?L/[VROS]ZX8KH\^W5KAQ4#YEG.6DKBH3=O@%A-M? O2D3RlP(,ICAW:.6,+UAQ"GVGE\^5%0AVOXR.$"}>K-ELQZ_%_1LF'E^K^:M;Z?L1O+2\0H[701<)Y#]LJL#K-3&O#:F"\]4\/_-74"(1Q( MD@--O&:0N!6SGM"X$&I#*.XQB3[2]EQ <9O2 69-.S:V)Y"FG5MP0UK;GM*V MKY"N6U:,WHH=DX(/|/_R'DK9+KD$X[=*/0W)<-4]H?@%SVT)7T G-Z95ZMAO MF617SK/W\56H+,,2OJST#!2<2I#.!16!R\J>Q6O<+ -9]: (!^"O0M"6\D0Y? MZ/VXQ*0$9B\@GU:B-EL*=.EL/\/9B1{PB\W\?ISEM2=*0^&2!4*O\]+9Y8%?S|+V]G[=DW#Q>\>Y2;6'CGER^OW@:E_A\@-N,JSB/.@'2 M86I,A,R)=+9NQXNL=(SL+[!D3L.1)-1D_MJ0EZ;:O=9?A12J(I$)<-F1MRUO M:-?1JKXYX\I]36@ =R;D:!4&:%(WRQI4=SLH5X.7"V5F6]2.F#P_>*%IYO)2 MK2HU0D!U;%%E3*S=I@RDS/E&)#0@X E9'_^V>)EAA*$=@A"M]2>K*GGR[>4& M.5L3_RDH@S9%V2;$<_Z3.157(VEXY19-F AF*P$8IU\<*KL^ MY0X1G C,?4MHQ'7 Q"6G\K@Z9;'VV"+YD/ HNG>1K0*D6A1.?E3[1'T W-M4W&LUG*X8H+<2{ABD\/\^E_IRH>GW/=UU37> M.P-96UP#1_+B!XV=PLY1SE<8)YO%[C,/&!,Y"$;I*&Y&)%7Q-HR'<<4"$(A: MIUL[4/CZ'5IV!.'4,2MIO0JG5IDBMP/,?4(MP;LH(P%X,EAOO$;'A^$98Z. MLNWYIW.YJ 8(#(OBZ);"-#ULS=2F@M@D1\VM.IBQ'Y7,>C<">6]E01"^B{{[- &9(A6XJ6+\]1-#/'Q.O008ZUG-TAC: M(1?'46"<$^;S%+!6G1")_O'L@.':>!.&V8:^']*=W#=I!01W3"'3P8OJ8>#&# MN<-K*O5&XQ(@-QUFP;5&MDT)7(HD:4B2*82GFF\) <.XAMQC76'CQ^9L@MM0S9#WE-@%?:"L(PR?PNQBSTKT C?-AM+:,2QXD(3"-)O)SJ<.]*VG)'"<%\)?FA*IM%YC2A*O:LHK,T.3OET2-%:6Y0086SB2 MXT.8E8^K&2QM!ZV]9XP-80R*]%JW"{)2>.<&^10E-1'1/5L0_Y+U-BFL2&E MMY9%N2AF];9+?P#R6?B*>.^VCIY82G3VF7BG!Q0!!_ M\))0/L/1OW*V7G MUOS\F[[Q*RHV^HS!NN=DE@+R>V>H$&5J0#*Y_-@V$PIZ='7&14R:!73; W M089:L[@RN%&^FD\M,H/8X;G]:F,9KB %9[>I^\N[P0?AW_DQ8DDJNFW>W^GYU;U(0M M:)C&GXF_Y89#PZ\W\E,GG^>#>D\@G:#ZL'7[9Q;C3BT>4^Q,UE2G<1?)3[[:9 M'"=E(!*7P;ZM)*49P2!UL$#EM=$7SV_H1E%@1!!I(D0R'LH-+30U([:WM+/<_M92W2>U)DX) <;&VLTIDRQ.A!&C?3))M%2] I&+:,&=PWB70V?/RVA55YTH#L-_M[ &UHTVGT0<"4/+<)DW]T9F8KGT<_6=&[X10.B/^5[X_3- T7BE90Z.$_U8CKSLJ30%FE,TT0>TNRVR.6(3^@0_5D*X<+:,@R1X0?/@YRQRPE M.3A$*DE#6)QD?:6$/6 #*#0?WJH*3R 30:Y<3Q>NQ8QU_N])G9L ?DEI7615 MDQ%AAIF6I,ND%A?(L N_I2!Q&PG+ (DK";P!2!X9+O!M<,#CP_>T): (M#M! M:PMR<95)N;=< @+M0L?H/N5YL&@8'64J,.ZT!JNZ#5A%1YKSS[-O':F&$G!MCC,>:\9-5_C- M.$7!& (8HY#"/Q:K=)HMQ7/PZ[GUIPXG;P\;$Q;KSST4,V^G7@\(B^2

*{@.Z<:7"QK6"GF6YG7]2P/C)36O1280@1@`MZOC]AIAL^22)GS#6D^"@C,T4^.:IO'"\L;S4WGCR,L;NVXMO#P@@B@3*=F> MME@Y;]+$?U5UT*

*%!LB@=TS!Q:lB_T,PMQJ06(@V,2(Q#=$:|\-2DY3<69)M)Q M:&Q>4]fVlNKO(DS%%D]"+)S?/GERE?WRM7W_Z* ZM_S(2/(TQ|,'5CZ99CR,> MTGVOS>9[]+Q*SWQ)5Z3HQ7 (T+W^,8B]<8Y"1$[_$)7?5\I6L5O<\(!LY6= MHYE(WD7;"?55=9[U$[D_5*>#PQ@!)?68_4BZPG=/0YNOT!G;_-)*fT!>-|? MYT(%(+\Y<<)1.(IF\KJX$MY1()S[+&G0? OI']0M;!^2<>B|M(!QS)XKMGI/9Z'A(M=TB;,<@1 M1\"]D#2*Q0Y.C5!K~?C81]<34UVE:!9-C? MMC'"'H6/R]CCB<3HD$(R!]!US=*_#%4*:>*Q&2'6N,AE9614S8--BP96)SZ M$&C&QS#'F7V>Z;*N6Z$2VZQJ;<150+9;M>Z&T&'425=MA<8F27;-D\,&X%1: MO#Q*R@&=,2E?1\( H#9"TPY9T.W#AX0'0L'\<|>"V0=B3RC"I5VX5,-",P?[ 4951.86IX[Z$-?'C9=NY:)PZ(?\ A4\4GTF[|#BI'HB*,SQ#4&EWE7YD4#*+MQF MZ,9'7TXZ'[#>QECE@D^{THL<17MN38XA9W)3Z|=#+2F;=D NSB!$]90/QBFW M*U="7M28S(6T?G&Z.C$15,^>,:"*3<B@\S1&)9#J<$*%FLY$Y&$E+V>"%E0OEl) MC."]'-\-6RPl+TT\ZO1OP91(1H_-UDKK6:IH G",APOZ&;^AR_|>YEAH193 M=+*VXTNUY>DB7(9V)5L(@9%E(V=P_F@V,VKA=^3F=+,T-%5.G'>AFO7O^9" MF9JNZU4?B!++]?/>/(SDY'H!C]RF53DEMV,KP9'50QS53AZ6F7R#6\H5EI M>-A12W-IV'-61+"Z)&,6&BF[!0;HA=5N2"AR:<3\ M@R-_D=-HQ..>K($97)R"8_08&@PE-]D3\]GG_|&0.%?O%C874!CO^-2#$YM MNB=H)W9O6X0H]TFI-[(%+(V;Z<%D@?,#!GC6L%(H;9"UN\OJ]<5D^S?(YS: M:FVH2(>00=XHOF T^V'5Z5L0#Q&3SQ$-@Y,T\;/8@,,3UCI3[&JG6)M1MWO M33X4RTO=(7O6!)>?QDY=/_%V M^;8,"VP3:H@N*(C3#$$')"E 5E$'"QDF+>M->FN!:U65-%E:"EVNQ.:0 MU\D+|7G07(?3;"7N9DA"$TI^,-2V+ OLX 8Q%@>MEVXF8.Y?<-8[C"VV|V*Y4J/Y MECXEJ 0.1%=:N)K:7)O*DJ8H7>E9D"]L%49GLWMXY$F/)YM:%=K.$N31G M!)Y2$3AR2M*IU\@-11-4@Q<@AT7X'% "2T?#D$|2K{J"98V M$+(Y>7!P)3@F|@$VN$[ZMN&=56P5Z=N4\CM,RM#$FD2RVKZ,*.\{T-$7Y2 MKIX[A/P$GVI@H0;VXE0#.^X:6+" =9O$-<\ M//8J2J3&#U3$$"0; M2XH9WCXPH%IAC5N?610,POY.>'(T#+26'XD\W;K5A_E'-9L1=091AI?74WV MC MO_LP*+0,2 .^^AP=L' -I<98 ;;WS|+N.:?LB?VL 54LTR4>Q3LE-MDG.W?D>@LA$2H$B.)$U^=1NTCY(VFCT'YA#TC,&END.8SUM@/ZSG;-$,\GK$ MS$I4 ?&53.6.WUUK=H0ZDO)>4K7 D[FY?_-.48IE6_+-\HS>)DK$]?[QUQ3V M@V:QY>M&+3<=PL@QJ=)_F@K5MV-."56R&6:O$SS%,J+'C%[\>K3;5&A&E X9 M2ND%_@JC.=5V,3(/7[HQ'$*GR79=@HGQ,@&_SH&N @%9A<6@0\5S3?<^BY0:MTG;+%O<.:,;'8,&;_24RL\WD>F-&=T_> 9P(_+7F?R>$03H:1PXA*4|1HTS!" MG)FEE.#C<>0OOOG9<1=FR^]V$YRLRS!\//{OI{&6>8G1VRZCNFA'#<^%/.L.Y1] M1 @3727%JUP2!OM(BUR=:"(RM9E$)9%_=O801TK_O.0Z(DO06PU289-'@F/ M+8!M2XBVH^ 3L^|)JQM?) A1::QYI,2TV) MMEP75$BL9YGJV#B?CO1\A9,RMBX6 MHK%,^6?Z?- EU1X-^NVZF#;U'"%529$*@CXWVW_H--FO].G0V;EU0KKNY)6P= MT&:JGRI#]0>B<)QC_4E%?;&J_<8&Z*+;-'[D'H6_^GH^XJ]9#%#([B/:E%) M3^G,Z4$[!-#<82#WTNC]$0KZTMWR/[J:?TKCG,"6DT%@9E*@S3\0V MCV*+D6O4G)M*G[WE. M.'GC|JXQKO$]4+6G;*,D1K:D^A=DP;YS/G#T)I++ MNE\\SV$ZO\RY46_&%'B_D&"%O_?_]:?SY]D$*L6\J_5!V%\5QA.C6BLLF%OQ M5$?HT<.49 ME!R7W-4_#EYH=\T,&1_-,:2B#H.C:O=\NA&2FFG=, .2Y!_TN!-3RE\/ %1Y M#,.A%F_)S#.5D$X+B,\<8&FNR_4HJOBJFEOQ'}J_+MCT?.+4]'SN(N>RN1# M6^^C2[<8[:\HK*?|/>1!"+DP[&L2H$OH&8M4Q).F_DC74^.6]|RFE/|@H$N+ MK AED"CHD%!NNV$W,Q\|H42T&;3BNBA7+,H[7/"T=A)%CYYFIE(R<'3NZ/&.7"$E?X!.(3 MOFILQ0sNNSHKRZ2ETYV8[E?_G';6NI!0=T2]LJ/++#1JF4LCB*CMY?-K]UGO MSWAE"0U"Q7CB6 &DA% MNB5E>"=<.:"UIX>I5%JX"MQ*2#2,4)W1HA2A.TP8I M3('C]# B%)WW[8YX2=O/9JX2RL4H-(^/SYKBIE@%KA)")]HW-=H*@$6LJ+C0 MHWX>98@Y2TIJ:*+*V8TP[/'}?^7'T[|+]E]@_-IFH%K+O>LTRS_Q@5?E8T_ MJ-\[$7T7?5=TABK'(#-H*Q\!L]ZU(@N3-*LF.B.OXHZ. M"XM'D}0GR,);6_<:G4EWP=T6$(L36'1+C5V]W2FO(OU\|H]YTNAC&,&Y)N MN16ATK>"MZ?T*2=5ASI@8H$&+RO'AZ3%;GLK#$T;1WH92>PD"<6H-KES7"N-' MW ]'K M+VL6FO*(\ZFLAA_V#@R8=[_=0BK_,&":Q{!53XFB4Z+HB!)%KT>8&NRNAAP|M>:I.Y!P5%Y'&^2:9>7B(:"-8XN&|[RJC)0%+3$BE6/(IM_&%IFW^381CZAE00 MS2Y'UWH&*Q,UNVE^!5]AB,?R+R",%EYV<6.|_!)0+)W#BCL!<-P18.A3.*M;&$9N0C@.&...P+?4%G1>V8$U8?QK=@B18$SF[3W%^XKXF1!AP"U7XA&)]H4 M:ET9$9?AW6';-N.G$01W\VWR?(*\R>,*G<%8^6*\'!HT5HN.2K(7R(OGO=K^#GRRZ+134)3N6U^1+ET_?,M,;3G&UA14K'+/GK?F9$S_+##QOC= .WWV=V/8A/_1 BNOA%0AK[H+|S4;3N& M?J=!R_Y9WP!6D8!Y?!P%6DURU8PX$KFD3&L>V)V%Q'>!//;5H%?(D&!L?R,[[E3)M1W@28R>BMILUY|KV_4#T1#A4[5Z0V=PK VKH MD7Z,&25,T#%V1+4RAE'W,3U:MV^2F.!WQ\3Y=V M&*3&P%259R*[&1NNGUWMSI"9)]V8#E.ENR1#.QAI14K\XP. 2?%=#>&WOV+M%3K3%T2A/G$K,KB*3X[ 4B*++F.8LP9Q-*GU?-Q@2DEQE.8TEY M!L)2$D:CBX63.IY.J\?]>DPUM^^/-7?CKO^9M,@8IT@-9"H16M=KD8LY&>G M1)LH<;03E_-WV#*V(,4,X)V9S"%-6WKOF(2 MWB=1,$8D/]9^4ZKD!N"DBZ(JT_)@OJC+@H'!ID11F"DFMRD?XD3:U)?NQ#V M&1T)Z'%7"U(\VB-*GBJ#["A**/15"'"<)&;)C3Y D)BG& SKQ:=(;ODH@#B %G8=^CC2R@\P$C0M+1+|-3|/[OH'$'>8R&]&85Z_ 706:A.N =;B1(CX)AGL'A?JT@.DI.L-U-$S-0SC 8TS]X?"E;B]?M|PC/9@L\.!]AC.MYN#O#IS*ID"\9FJSG>_*\1 MBW#Z%5%J3T:_0GD-VZ1U$VVY759]I\;EPN^^!6;K,$=]VE=A^|:^I.4KL7 M_C&>?+A\=_$T1V*TR2Y91N"]HP2ROP-]XM7E>WSBQXHXG/&&$@%!R!OM" ]-W M02[KR8_?7;O[BIW#W\C-Q_TO+[ A])MU,_@BOAG?)3^P1H P:/,#2X5<'UXI MN3DL26/R.]?%=(NAG]3\YFX-K@>M;W6,.N:8..3I M7$.=B?JM6=$5R?6FVPE,!;%/P_WQ7M+9VD\..CDHU^V?) ]4YZQG62R2FR0! M4;#TQ#39.!@W )N,!AN_H7AYC! 58RZG12P2*/<$=1S*.HQK[=-!M?N08\6( MR!2:],!*@F61F[*Y2X"3[60!')I*-TN(Q@/B$0W}->IP<',F8Q3:J 'N9,27 MC%*+5I"47U8+&YS#)4516G1H^$.>-<@.](U9$VX4M>&.EGI%_>[5Q4QI?]6\+MSI4M1<=E]D03%C&6.GQUM:A#XL*,%C1.:7"L^0"FL<_\NL>)3("P'_EUZ_I"9__WOV MNG-K_N77?B,$3^P*XH8Q7+SJ-ZK4ZL?@.QAPO<'/=<>E(9RD]:J<470[>B7[ME>SYKW@K[V<'WN:2%IQCTN9<&(K"^>1QYS@\:K\V1,*<=!*N8C8DP'AZON44A)U1]WHK18&IS)<&>?DVV=P\LJFZ%X MN.K58+">[X,.S%PP^SP(S22.O-P)Y@=T0[D']T6M9_=Q7H8@'91:O3$5F=E6Z MN8VY.JED#.S@ASU.3O*6>SR>D5>$/34LEO&-(QK8OS+X]?UZ;+|"$0,75[W74^7L.,]DG M57SH=Y,5'$.IZ/).Y8BH?\#-DO%+"[U/K@=TNK#XJQ5.B ?9.G2'P 3,@8A) M%B1Y/D$HQ*T07P2I#2[(SWZ[?7 R>*"4G]IYLP[(\(+GS!G.U"I.A$TSX^H)* MUD2>^LQ(HH*"#GU"" .6BE=6@G?YVFWKCU."NE2..^?;.R@"C<$&:]/XP480 M&VW0>IW:1>K0^%4&8X]U+!8%@/-$(UPD8:QQ747NFLT,"Q$)7[-\VU+>QZ2! MP (Z,01QA-+-,*#0ZI.F[U-%+5:4OCI5U(ZIHB;H+:)R4+9=5_&84]X&H<0_MB37=(MNL]_9\=\E4Q)EZ_P2O09'PX4EZKFN3@"(>Y>RG]D"B8X?QP#V=]K/W%]?:/\L(1 M?.'L 1<%?GV&X90C2*P"%4RVN#LK("JS?0<8Z.?X6_4LC%*\%OU2_.-)S(&3KM!DM!DX&4 M&V4=7!&(U[GO'4G3:42\V))CP"&+AR.'L_KKTLT?L<&AXOF@ M[W+[>RC\K&QVA+O3.M6[U']27L-_Y";BBO7_HW$4K5!!K[=;!1,P$3,ZN0V M)ZR>\Z1EUE^]EDJN_+BC06: N,(QE)LBMQ\\ M2(J=A]GIN=UX-K!O.3=TEQ\R@2C)VAF MB@WC^H*E\D?:!f'8-@R2>.X<>>3U]N<@)0G)O&#DI.! SB$ZEPYTR[{/0$O M'TFQZL'DM5K;D."ZWRS\"0ZC@U,E^@TQXS#NEYUGWR=.A]9EX[-U\2$B/LGK +E#)H/3KGN]WB-7XMPF^+;LLAK7+XQ8<+5VZ2F2_HD_KNVZ9\3X:M=__MSA7_H#'&NN[L_<6<(^+++"%O ?-!T?QH@,.-+:HU<:(65+I[>M&R3 (4[G;@G M-/8Z,U&(*&?1PQ_D1L'P?MZ-LPMJ!4")K+62DCC'QA2EC# M^V>R%6E'Y?BIQ+/B8'30X80JG@EJA=<K*33IB61B5D|["I.K/?NS:-)YKY[+5 8Y(3=HDUO1WX5=5]L'E*Z+ MY:$$]!QK)@G0*\G,#T -?$)I-E^]7^\!M-:A,O^<;.1<^Q6=)HAYL@<5Z) M3]S_&R-[.K"N=]S'Q15<)E* R=#%Y&ZAM?N/P#%@HB!0E37"A]#"1,0 58RZG12P2*/<$=1S*.HQK[=;!M?N08\6( MR!2:],!*@F61F[*Y2X"3[60!')I*-TN(Q@/B$0W}->IP<',F8Q3:J 'N9,27 MC%*+5I"47U8+&YS#)4516G1H^$.>-<@.](U9$VX4M>&.EGI%_>[5Q4QI?]6\+MSI4M1<=E]D03%C&6.GQUM:A#XL*,%C1.:7"L^0"FL<_\NL>)3("P'_EUZ_I"9__WOV MNG-K_N77?B,$3^P*XH8Q7+SJ-ZK4ZL?@.QAPO< /

*=&*;5SPBQOG*%!);:<905)US2* D4L2LS! MY^@J6]98>)GY]\?7"B7]9\'[VQ(CDK^[%%2E>Z#GN/)F7H2H;*${Q_5 "FO)7R' Y"-!AWI M9C,KXSl;18H^?,#!]?MO(ZR4>]6+?*

*G=!76>=O_/S@X4YL8*P*%-1/4UMK'!96_8[O_[*(#BD@%'7W2SKD5"OL$^FAGH"&_% BW.N0J!T-O MLFP1V@-Z7OO"#2P= .P'YQE<>BU!<*F;U_O%7)U>=\;U3D"=BN%.B6H1!X7* ML0LP^13;SJA^ZJ!G MO\A5QIML!"IR!KA\]FL(14,!1K(*VH09K,QY .0) ^)OD6SJ=3R,?34;0Y,%$ M!7)QLB/#=9'9Q0Z$/VHA"J85.?O%3==- ((;A/R+-SV%9NFZIS+I*44B"E5S M)/EH'_+546$*OZSZ11BB)UB8F"I8=Z0.8NBX$?R3.3W@.H*C]V0RQ_/B^:0U MH$Y;TK06Y G:T?.6F$_<=:EO7I?Z-]BU&E$P)W]$,E%1^4-(=Q%294*<5O); M@6'?N)R08*

*G5X@6F5]*2F3K!BX%V]XB*AM0?'"%N*;.O+_!IKNP1BRJ6[I#_I M/T9Q+V/YN%5"<%RH9(OOM'F&,4L#Y7*$+6*T 8)@"2T$F7$)C@MHA[Y+D8@OK7[P$;XMTE|-RHZ A MV"NX]+?*

*%\=Q8]),US=N/DK2EG*-<$?,,.8#P5IK:U4D04QG+U&[CUFW*8]PN M%6N9.])W,]R6/3LDJR0\S,JIP-IKZ4.01^P*YS6T1FNJ@D1M!7NQKZV2!)MJ M.1)2# 95*X)M5J[@^3+3-*

*Z?..A05T:E?5P."&? M7)DEK\)Z)(B/E(WG\3/;?P?Q]#EGUO$9J8^M*Q^ @3%I#551"67!AA-K \3$ MS#DD*6$K9^';16,A;I#BOZ$Q5@O;M9#RQ*"'+!LF+70T7R6G]D0"'<(&.SCMWR*

*M"U"[7$06*W]>$,&02HT6WBQ3R"M!Q%,O4ME.>T 2$=(7(*XA AA9*RN%V@*[ MP'/2VRMT,$"65_7.7I?P!P@,^3.M(5/)AP.@99<1Z&!5.]US4]='_X OLO"K M,4&9<8)W-*

*AJ(V,WI;E:O.W4[!LZ@#PR+O-M>LPN$>434?M=(FJS$U"?$XY4A=.K8*!TX.V*RH0K:3E%-0-(+]:G0^*=)*2 MUA'$D6NXKH8+ZT'N)%65#+\VJM.0TK1L+6-#NE%*

*(2B74=#*9A)G2\3*F>!J(6($>9<5I.P&*&Q&3Z MXXRP6>B#ERN$E?9&6O}(C^9[D55$3L.XU"P5CT+6L(W(2AX6N7*0?Q;7Q5T%"MS2UGV$9SD+;A&P+N7O2** M5H/F]"=H*=)8(HPN$"_^BL9(B/'+;=%"#Q>F,!UN,<44P/B1SB!NP!-D@@H#W/P T>,NKGO%#Y6]#1S=-?-YB-\8)O=_"NE=HDKT[AQR,/T2Y3) MHY.X5]E!X+NE6S*/H-*

*G0]!O/%\77OIQ=',M!;I6+)8A@Z7H9!;YL'N);"$ MCW?,&/I%UY?6)Z#*2J?_X0.LOV_@6V(W-"4/2!W8OUB-EL\H94"F/7)*UE#U MY0PZRINY]R106M*IBB%V? X!-X_!F,^"FBNQ;-*

*B/3C\D@.K7;4D@\%/*@4GM MAA]K*Z9[O>2E67KS!#@(5TM@'9B/+F+K[.R<06E DKE[6HH'*=51TM&UR_Y" M+D4[#N%OFE*C+P=4POR4OZC0[,,[7+[$/*

*(&V62%M:PX('XQR0U1+)E[^SY=!P8:V+&N"HS#SL%#.\E>S6?[$2ME,,EH)2&KC\8:N*K9F'@:BV)'(I@=OGLW'9( Y0\8:+M MPN3>T?%>B]SQZH,CDT]-*

*N=.OV=O=.XQ^RTMKW5Z8"9438@YU MA!QMPH]I(096?"M]Z;/T'2+<1B'"&4A32C^R*Q^@D@*7#T>'R7D@B6Y-;6MA MK.'#H3/MT@"(6[59I_.6)!NG9^_???*

*@2G7Q\%YU^^NVW]Z=(L;$A4UF?]D] M$8?)FR''^!WIP@'XY3 @R#+WU.$E', !XX)%>"H/YL?1620P<_'BPPQ&=C5G) M"J-]3M_0'K?*

*E02B$;67K.IVQL^%3_S7.SUCE9Z+R$O$]PSZ3>B'.#97DS=BC M5%9MF!S?B@2-.[?5^@G2_F!NU7Q4%7.LMX].TURJ$+VL%.814A^ZD@Y,,IW) M-*

*+#NX*TGS>X]ED=K\HU3LFO(#DHO M0'G+Y91'U&6 7 ;HH,L ,3;ZGCKP#0(AG34>&&LKICD:ITF5Q!H2U?T-3Q;\ M)UDY'K% I5#C6F&"UCY2"Z6Q]RA(A.A#C!OFX?*

*+U;TMS@:]2C8,91H$$*P#L M0-9='OILH!]'>*BJ?Z96E@FN4JU?QSYTAZH6C>O>P>]M-FKN&G6&Y/$#?3MI M/LA*4*UFW7SP-LNUM6(O4UWOH\'"*>>55.(^1&ZWNS)S&=X3R-*

*61(""Q55#WJ M@+44KEYKLQD48!,\&Y.@J $[.X.F]6$0'>,!];5#)XM8SWD![ 7MIT8=FL) M!.VWU.N^_HIZ(41/02"3;KND<6/F3]S*^M.(U\LTE&.P-6G'U>7M+G1 ''9J*

*MS"&JJ117#2'$H5)5JIG9T_HZ+JG[,7C8K*L/Z1&8;L-6Z^">NE8I9"\0A/WR-X-UA*<3KG@D9.G[#,E1>_'"7T[ M"@E7,&%\.^A?1,.+B,N80"I0%,Y+M?*

*9WPH*I@AIK2+H7$LMS/Y;$\!0]3 M2]BK=@_0HH"B;GF[^R)E/9.L)L11<*7#$ 2"'!0^CU_#?S@$;H\4[ O^;G U M7 ?+5BC-!J0@*ARTI\V2<")^&)/A)<18*

*NJU=[#TZO M\$M\R&D*]SQAX^_Z8E5I+MN/9BLTX&!1SW(!1PI:W>^ MM!;/<7@<)"929/6*

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