

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

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

|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person*<br><u>Li Tiezheng</u><br><br>(Last) (First) (Middle)<br><u>BUILDING G1, 999 DANGUI ROAD</u><br><br>(Street)<br><u>SHANGHAI F4 201203</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>FinVolution Group [ FINV ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chief Executive Officer</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/01/2026</u>            |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |   |

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

| 1. Title of Security (Instr. 3)        | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |        | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|---|
|  |                                      |  | Code                           | V | Amount  | (A) or (D) | Price  |   |  |   |
| Class A Ordinary Shares <sup>(1)</sup> | 06/01/2026                           |  | M                              |   | 697,070 <sup>(2)</sup>  | A          | \$0.00 | 4,945,440   | D  |   |
| Class A Ordinary Shares <sup>(1)</sup> | 06/02/2026                           |  | F                              |   | 328,770 <sup>(3)</sup>  | D          | \$1.05 | 4,616,670   | D  |   |
| Class A Ordinary Shares <sup>(1)</sup> |                                      |  |                                |   |   |            |        | 7,719,350   | I  | Happyariel Holding Limited <sup>(4)</sup>             |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Restricted Share Units                     | (5)  | 06/01/2026                           |  | A                              |   | 697,070  |     | (6)  | (6)             | Class A ordinary shares   | 697,070                                    | \$0  | 3,269,370   | D  |       |
| Restricted Share Units                     | (5)  | 06/01/2026                           |  | M                              |   | 697,070  |     | (6)  | (6)             | Class A ordinary shares   | 697,070                                    | \$0  | 2,572,300   | D  |       |

**Explanation of Responses:**

- The Class A ordinary shares are held in the form of American depository shares. Each American depository share represents five Class A ordinary shares.
- Represents Class A ordinary shares acquired upon the vesting of restricted share units (RSUs) on June 1, 2026.
- The shares were sold in a "sell-to-cover" transaction to cover tax withholding obligations in connection with the vesting and settlement of the RSUs.
- Happyariel Holding Limited is beneficially owned by Mr. Tiezheng Li through a trust, of which Mr. Tiezheng Li is the settlor and Mr. Tiezheng Li and his family members are the beneficiaries. Mr. Tiezheng Li is the sole director of Happyariel Holding Limited.
- Each RSU represents a contingent right to receive, when vested, one Class A ordinary share.
- The RSUs vested on June 1, 2026 and have no expiration date.

/s/ Tiezheng Li

06/03/2026

\*\* Signature of Reporting Person

Date

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

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

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

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

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