SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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

1. Name and Address of Reporting Person*

DST Global Advisors Ltd

(Last) (First) (Middle)

C/O TRIDENT TRUST COMPANY (B.V.I.) LTD, TRIDENT CHAMBERS, P.O. BOX 146 ROAD TOWN

(Street)

TORTOLA VI VG1110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Chime Financial, Inc. [CHYM]

Foreign Trading Symbol

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

11/05/2026

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☐ Director ☑ 10% Owner

☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

☐ Form filed by One Reporting Person

☑ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	11/05/2026		S		4,916	D	$32.096[1]	16,481,772	I	By DST Global VI, L.P.[2][3]
Class A Common Stock	11/05/2026		S		2,526	D	$32.096[1]	8,467,689	I	By DST Investments XXI, L.P.[2][4]
Class A Common Stock	11/05/2026		S		424	D	$32.096[1]	1,421,384	I	By DSTG VI Investments, L.P.[2][5]
Class A Common Stock	11/05/2026		S		512	D	$32.096[1]	1,717,627	I	By DSTG VI Investments-A, L.P.[2][6]
Class A Common Stock	11/05/2026		S		1,488	D	$32.096[1]	4,988,607	I	By DST Global VII, L.P.[7][8]
Class A Common Stock	11/05/2026		S		774	D	$32.096[1]	2,594,076	I	By DSTG VII Investments-1, L.P.[7][9]
Class A Common Stock	11/05/2026		S		100	D	$32.096[1]	336,698	I	By DSTG VII Investments-4, L.P.[7][10]
Class A Common Stock	11/06/2026		S		591,059	D	$31.1092[11]	15,890,713	I	By DST Global VI, L.P.[2][3]
Class A Common Stock	11/06/2026		S		12,696	D	$32.0113[12]	15,878,017	I	By DST Global VI, L.P.[2][3]
Class A Common Stock	11/06/2026		S		303,663	D	$31.1092[11]	8,164,026	I	By DST Investments XXI, L.P.[2][4]

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	11/06/2026		S		6,523	D	$32.0113[12]	8,157,503	I	By DST Investments XXI, L.P.[2][4]
Class A Common Stock	11/06/2026		S		50,973	D	$31.1092[11]	1,370,411	I	By DSTG VI Investments, L.P.[2][5]
Class A Common Stock	11/06/2026		S		1,095	D	$32.0113[12]	1,369,316	I	By DSTG VI Investments, L.P.[2][5]
Class A Common Stock	11/06/2026		S		61,596	D	$31.1092[11]	1,656,031	I	By DSTG VI Investments-A, L.P.[2][6]
Class A Common Stock	11/06/2026		S		1,323	D	$32.0113[12]	1,654,708	I	By DSTG VI Investments-A, L.P.[2][6]
Class A Common Stock	11/06/2026		S		178,898	D	$31.1092[11]	4,809,709	I	By DST Global VII, L.P.[7][8]
Class A Common Stock	11/06/2026		S		3,843	D	$32.0113[12]	4,805,866	I	By DST Global VII, L.P.[7][8]
Class A Common Stock	11/06/2026		S		93,027	D	$31.1092[11]	2,501,049	I	By DSTG VII Investments-1, L.P.[7][9]
Class A Common Stock	11/06/2026		S		1,998	D	$32.0113[12]	2,499,051	I	By DSTG VII Investments-1, L.P.[7][9]
Class A Common Stock	11/06/2026		S		12,074	D	$31.1092[11]	324,624	I	By DSTG VII Investments-4, L.P.[7][10]
Class A Common Stock	11/06/2026		S		259	D	$32.0113[12]	324,365	I	By DSTG VII Investments-4, L.P.[7][10]

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	Amount or Number of Shares				

1. Name and Address of Reporting Person*

DST Global Advisors Ltd

(Last) (First) (Middle)

C/O TRIDENT TRUST COMPANY (B.V.I.) LTD,
TRIDENT CHAMBERS, P.O. BOX 146 ROAD TOWN

(Street)		
TORTOLA	VI	VG1110
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Cardew Services Ltd		
(Last)	(First)	(Middle)
C/O TRIDENT TRUST COMPANY (B.V.I.) LTD, TRIDENT CHAMBERS, P.O. BOX 146 ROAD TOWN		
(Street)		
TORTOLA	VI	VG1110
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Galileo (PTC) Ltd		
(Last)	(First)	(Middle)
C/O TRIDENT TRUST COMPANY (B.V.I.) LTD, TRIDENT CHAMBERS, P.O. BOX 146 ROAD TOWN		
(Street)		
TORTOLA	VI	VG1110
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Zinonos Despoina		
(Last)	(First)	(Middle)
C/O TRIDENT TRUST COMPANY (B.V.I.) LTD, TRIDENT CHAMBERS, P.O. BOX 146 ROAD TOWN		
(Street)		
TORTOLA	VI	VG1110
(City)	(State)	(Zip)

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $32.00 to $32.15. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

2. DST Managers VI Limited ("DSTG Managers VI") is the general partner of each of DST Global VI, L.P., DST Investments XXI, L.P., DSTG VI Investments, L.P. and DSTG VI Investments-A, L.P. DSTG Managers VI is wholly-owned by DST Global Advisors Limited ("DST Global Advisors"). Cardew Services Limited ("Cardew Services") wholly owns DST Global Advisors. Galileo (PTC) Limited ("Galileo (PTC)") wholly owns Cardew Services. Despoina Zinonos is the sole equity owner of Galileo (PTC). Each of DST Managers VI, DST Global Advisors, Cardew Services, Galileo (PTC) and Ms. Zinonos disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Exchange Act, except to the extent of its or her pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Persons is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose

3. Shares held directly by DST Global VI, L.P.

4. Shares held directly by DST Investments XXI, L.P.

5. Shares held directly by DSTG VI Investments, L.P.

6. Shares held directly by DSTG VI Investments-A, L.P.

7. DST Managers VII Limited ("DSTG Managers VII") is the general partner of each of DST Global VII, L.P., DSTG VII Investments-1, L.P. and DSTG VII Investments-4, L.P. DSTG Managers VII is wholly-owned by DST Global Advisors. Cardew Services wholly owns DST Global Advisors. Galileo (PTC) wholly owns Cardew Services. Ms. Zinonos is the sole equity owner of Galileo (PTC). Each of DST Managers VII, DST Global Advisors, Cardew Services, Galileo (PTC) and Ms. Zinonos disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Exchange Act, except to the extent of its or her pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Persons is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

8. Shares held directly by DST Global VII, L.P.

9. Shares held directly by DSTG VII Investments-1, L.P.

10. Shares held directly by DSTG VII Investments-4, L.P.

11. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $31.00 to $31.9999. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

12. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $32.00 to $32.0714. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

This Form 4 is form 2 of 2. DST Global Advisors Limited is the Designated Filer on both form 1 and form 2.

DST Global Advisors Ltd By: /s/ Despoina Zinonos, President	11/09/2026
Cardew Services Ltd By: /s/ Despoina Zinonos, President	11/09/2026
Galileo (PTC) Ltd By: /s/ Despoina Zinonos, President	11/09/2026
/s/ Despoina Zinonos	11/09/2026

** 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.