

SCHEDULE A: GENERAL INFORMATION (CONTINUED)

6. The following questions must be answered by a duly authorized representative (key officer, member, partner or owner) of the licensee. Mark an "X" in the appropriate box. If you answer "Yes" to any question, give all details on a separate sheet. "Key Officers" include the chief executive officer, chief operating officer, president, executive or senior vice president, secretary, and treasurer. If your company has not previously filed an annual report with the division, the questions should be answered for the time period since your license application was submitted.

Yes **No**

 Since filing your previous annual report, has any key officer, member, partner or owner been convicted of any misdemeanor or felony (other than minor traffic offenses) in this state or any other state? Provide details about the misdemeanor or felony, including but not limited to conviction, conviction date, penalty and court.

 Are there any felony or misdemeanor charges (other than minor traffic offenses) pending against any key officer, member, partner or owner in this state or any other state? Provide details about the pending charges, including but not limited to charge, date and court.

 Since filing your previous annual report, has the licensee or any key officer, member, partner or owner been the subject of disciplinary action including, but not limited to, civil forfeitures, cease and desist orders, injunctions, license suspensions, denials, revocations, warnings, reprimands, enforcement actions, probation and limitations by any federal or state regulatory agency, including this agency? Provide details about the disciplinary action, including but not limited to date, regulatory agency and type of discipline.

 Is disciplinary action pending against the licensee or any key officer, member, partner or owner by any federal or state regulatory agency, including this agency? Provide details, including but not limited to action and regulatory agency.

 Since filing your previous annual report, has the licensee or any key officer, member, partner or owner surrendered, resigned, cancelled or been denied a professional license or other credential in this state or any other state? Provide details, including but not limited to date, credential and state.

 Since filing your previous annual report, has the licensee or any key officer, member, partner or owner been the subject of derogatory credit (bankruptcy, judgment, tax lien, collections, etc.)? Provide details, including but not limited to date, circumstances and court or agency.

 Since filing your previous annual report, has the licensee been the subject of any suit, claim, or other civil action in this state or any other state that involved a violation of the federal consumer credit protection act or any state statute that governs a credit transaction and that was settled, or included a ruling or decision not in the licensee's favor? Provide a description of the suit, claim, or other civil action, agency or court, date filed, and outcome.

 Is a suit, claim or other civil action pending against the licensee in this state or any other state that involves a violation of the federal consumer credit protection act or any state statute that governs a credit transaction? Provide details, including but not limited to agency or court and date.

 Since filing your previous annual report, has any key officer, member, partner or owner been the subject of any suit, claim, or other civil action in this state or any other state that was settled, or included a ruling or decision not in the individual's favor? Provide a description of the suit, claim, or other civil action, agency or court, date filed, and outcome.

 Is a suit, claim or other civil action pending against any key officer, member, partner or owner in this state or any other state? Provide details, including but not limited to agency or court and date.

 Since filing your previous annual report, have any key officers, members, partners, or owners of the licensee also been a key officer, member, partner, or owner of another company that was the subject of disciplinary action while that individual was a key officer, member, partner or owner of the other company? Disciplinary action includes, but is not limited to, civil forfeitures, cease and desist orders, injunctions, license suspensions, denials, revocations, warnings, reprimands, enforcement actions, probation, and limitations by any federal or state regulatory agency, including this agency. Provide details about the disciplinary action, including but not limited to company name, date, regulatory agency, and type of discipline.

SCHEDULE B: WISCONSIN LENDING ACTIVITY

Provide the information requested in items 1 – 5. The information you provide must:

- include only direct loans and indirect sales contracts **made in Wisconsin or with Wisconsin customers.**
- be reported **net of unearned finance charges.**
- include Wisconsin transactions originated under any and all trade names or DBA names used by the licensed legal entity.

Definitions:

Standard Consumer Loans: Loans made for personal, family, or household purposes that do not exceed \$25,000. Standard consumer loans do not include payday loans, title loans or pawn loans.

Title Loans: Loans for personal, family, or household purposes that do not exceed \$25,000, are secured by an interest, other than a purchase money security interest, in the borrower’s motor vehicle and that have an original term of not more than 6 months.

Pawn Loans: Loans for personal, family, or household purposes where a pledge is held by the pawnbroker.

Sales Contracts: Installment sales contracts acquired from Wisconsin retailers, including those acquired from motor vehicle, motorcycle and recreational vehicle dealers.

1. Identify the total number of outstanding loans and contracts owned by the licensee on 12/31/23 and the total outstanding balances of those loans and contracts on 12/31/23. Enter “0” or “N/A” in any fields that do not apply to the licensee.

| Loan Type | Number (WI Transactions Only) | Net Balance (WI Transactions Only) |
|---|----------------------------------|---------------------------------------|
| Consumer Loans | | |
| a. Standard Consumer Loans | # | \$ |
| b. Title Loans | # | \$ |
| c. Pawn Loans | # | \$ |
| d. Total Consumer Loans (a+b+c) | # | \$ |
| e. Estimated percentage of loans on line 1d. with an APR over 18% | | % |
| f. Sales Contracts | # | \$ |
| g. 1 st Mortgage Loans, Commercial Loans and Loans Greater than \$25,000 | # | \$ |

2. Identify the total number of outstanding loans and contracts serviced, but not owned, by the licensee on 12/31/23 and the total outstanding balances of those loans and contracts on 12/31/23. Enter “0” or “N/A” in any fields that do not apply to the licensee.

| Loan Type | Number (WI Transactions Only) | Net Balance (WI Transactions Only) |
|---|----------------------------------|---------------------------------------|
| a. Consumer Loans | # | \$ |
| b. Estimated percentage of loans on line 2a. with an APR over 18% | | % |
| c. Sales Contracts | # | \$ |
| d. 1 st Mortgage Loans, Commercial Loans and Loans Greater than \$25,000 | # | \$ |

3. Identify the total number of loans the licensee originated during 2023. Enter “0” or “N/A” in any fields that do not apply to the licensee.

| Loan Type | Number (WI Transactions Only) | Original Balance (WI Transactions Only) |
|---|----------------------------------|--|
| Consumer Loans | | |
| a. Standard Consumer Loans | # | \$ |
| b. Title Loans | # | \$ |
| c. Pawn Loans | # | \$ |
| d. Total Consumer Loans (a+b+c) | # | \$ |
| e. Estimated percentage of loans on line 3d. with an APR over 18% | | % |
| f. 1 st Mortgage Loans, Commercial Loans and Loans Greater than \$25,000 | # | \$ |

4. Identify the total number of loans and contracts the licensee purchased during 2023. Enter “0” or “N/A” in any fields that do not apply to the licensee.

| Loan Type | Number (WI Transactions Only) | Original Balance (WI Transactions Only) |
|---|----------------------------------|--|
| a. Consumer Loans | # | \$ |
| b. Estimated % of loans on line 4a. with an APR over 18% | | % |
| c. Sales Contracts | # | \$ |
| d. 1 st Mortgage Loans, Commercial Loans and Loans Greater than \$25,000 | # | \$ |

5. If the licensee services loans that it did not originate and does not own (or only owns a portion of), identify the total number of these loans that it started servicing during 2023. Enter “0” or “N/A” in any fields that do not apply to the licensee.

| Loan Type | Number (WI Transactions Only) | Original Balance (WI Transactions Only) |
|---|----------------------------------|--|
| a. Consumer Loans | # | \$ |
| b. Estimated percentage of loans on line 5a. with an APR over 18% | | % |
| c. 1 st Mortgage Loans, Commercial Loans and Loans Greater than \$25,000 | # | \$ |

6. What method does the licensee use to calculate interest on its Wisconsin consumer loans?

Simple Interest Pre-computed

7. Identify the types of loans that the licensee offers in Wisconsin.

Installment Loans Single Payment Loans Variable Rate Loans
 1st Lien Real Estate Loans Subordinate Lien Real Estate Loans Internet Loans
 Open End Loans Other _____ Other _____

8. Identify the percentage of Wisconsin consumer loans originated, purchased, or serviced during 2023 that included the following products. Enter "0" or "N/A" in any fields that do not apply to the licensee.

| | | | |
|-------------------------------|---|--------------------------------------|---|
| Credit Life Insurance | % | Credit Accident and Health Insurance | % |
| Credit Unemployment Insurance | % | Property Insurance | % |
| Automobile Insurance | % | Life (non-credit) Insurance | % |
| Auto Club or Thrift Club | % | GAP | % |
| Other (specify): | % | Other (specify): | % |

9. Identify the number of vehicles the licensee repossessed from Wisconsin customers during 2023. Enter "0" or "N/A" if none.

10. If the licensee purchased any Wisconsin consumer loans during 2023 that had an APR greater than 18%, provide the following information for each entity that loans were purchased from. Attach additional pages if necessary. Enter "N/A" if not applicable.

| | | |
|--------------|------|------------------------------------|
| Entity Name: | | |
| Address: | | City: |
| State: | Zip: | Relationship to Licensee (if any): |

11. If the licensee sold any Wisconsin consumer loans during 2023 that had an APR greater than 18%, provide the following information for each entity that loans were sold to. Attach additional pages if necessary. Enter "N/A" if not applicable.
Note: If the purchaser is charging rates over 18% and does not have a loan company license, the division may contact the purchaser to determine if a license is required.

| | | |
|---|------|------------------------------------|
| Entity Name: | | |
| Address: | | City: |
| State: | Zip: | Relationship to Licensee (if any): |
| Was entity required to lower the rate to 18% or less at the time of sale? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Unsure | | |

12. If the licensee serviced any Wisconsin consumer loans during 2023 that had an APR greater than 18% and the licensee did not own the loans it was servicing, provide the following information for the owner of the loans. Enter "N/A" if not applicable.

| | | |
|--------------|------|------------------------------------|
| Entity Name: | | |
| Address: | | City: |
| State: | Zip: | Relationship to Licensee (if any): |

13. Excluding lending and the items listed in item 8 of Schedule B, are any other activities conducted, services provided, or products sold at any licensed locations (i.e. wire transfers, bill payment service, etc.) Yes No

If yes, identify the location and describe the other activities conducted, services provided, or products sold. Do not include other licenses issued by the Wisconsin Department of Financial Institutions.

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ATTACHMENTS

The following items are required to be submitted with your annual report form and must be received by the division by 3/15/24. Licensees will not be in compliance with the annual report requirement set forth in Wis. Stat. s. 138.09(3)(f) if the following items are received after 3/15/24.

**Attached or
on NMLS** **N/A**

Required

Financial statements – Submit the following financial statements. If the licensee’s Wisconsin loan company license is maintained on the Nationwide Multistate Licensing System & Registry (NMLS), the financial statements may be uploaded to the Financial Statement Summary section of NMLS instead of attaching them to this report.

- a. Internally prepared 12/31/23 balance sheet for the licensed legal entity.
- b. Internally prepared income statement for the **year-ending** 12/31/23 for the licensed legal entity.
- c. If organized as partnership or sole proprietorship, also submit 12/31/23 personal financial statements for each owner.

Note:

- Financial statements must be prepared in accordance with Generally Accepted Accounting Principles (“GAAP”) using accrual basis accounting.
- The balance sheet must disclose reconciled balances (not bank statement balances)
- Total assets must equal total liabilities plus total equity.
- Parent company financials cannot be submitted in lieu of the licensee’s financials.
- Financial statements must represent the financial position of the licensee & its subsidiaries.
- If the licensed entity conducts business in multiple states, the financial statements must represent the licensee’s business as a whole, not just the Wisconsin portion of its business.
- Loan company licensees must maintain positive net working capital and net worth of at least \$50,000 after discounting intangible assets; receivables from officers, stockholders, and other related parties; employee advances; receivables over 120 days past due; and any other assets of questionable value.
- If a subordination agreement has been signed and is in place to meet the net worth requirement, the subordinated debt cannot be paid until the subordination agreement is cancelled.

Itemization of other assets - If the licensee’s 12/31/23 balance sheet includes an “other assets” category, provide an itemization that identifies the name and amount of each “other asset.” If uploading financial statements to NMLS, this information must be included with the uploaded financial statement.

| <u>Example: Itemized Account</u> | | ☑ | <u>Example: Not Itemized</u> | | ☒ |
|---|--------|---|-------------------------------------|--------|---|
| Other Assets | 10,000 | | Other Assets | 10,000 | |
| Security Deposit | 5,000 | | | | |
| Supplies | 2,500 | | | | |
| Prepaid Expenses | 2,500 | | | | |

Accountant prepared financial statements - If the licensee has an independent accountant prepare reviewed or audited financial statements, the reviewed/audited statements should be submitted to the division in addition to the internally prepared statements requested above. If the licensee’s Wisconsin loan company license is maintained on NMLS, the financial statements may be uploaded to the Financial Statement Summary section of NMLS instead of sending them to the division. If the reviewed/audited statements are not available by 3/15/24, please provide them to the division as soon as they are available.

Statement of ownership - The statement must identify the name, title, resident mailing address and percentage of ownership for all individuals who own 10% or more of the licensee and the name, address, and percentage of ownership for all legal entities that own 10% or more of the licensee.

NMLS Licensees: If your Wisconsin loan company license is maintained on the Nationwide Multistate Licensing System & Registry (NMLS), you can provide the following confirmation in lieu of submitting the above noted statement of ownership. The name of the employee who verifies the licensee’s NMLS record must be identified on the line below.

_____ has verified that the list of owners found in licensee’s
(name of licensee’s employee)
 NMLS record is up-to-date and accurate.

**Attached or
on NMLS**

N/A

List of key officers or key members - The list must identify each key officer/member (including the CEO, COO, president, executive or senior vice president, secretary, and treasurer) and must include the name, title, date of birth, resident address, and telephone number of each key officer/member.

NMLS Licensees: If your Wisconsin loan company license is maintained on NMLS, you can provide the following confirmation in lieu of submitting the above noted list of key officers/members. The name of the employee who verifies the licensee's NMLS record must be identified on the line below.

_____ has verified that the list of key officers/members found in
(name of licensee's employee)
licensee's NMLS record is up-to-date and accurate.

AFFIDAVIT

I, _____, the undersigned, being the duly authorized representative of
(Print Name of Key Officer/Member/Partner/Owner)

_____ hereby certify that each
(Name of Licensee)

statement and representation in this annual report is true and correct to the best of my knowledge.

(Signature of Key Officer/Member/Partner/Owner)

(Title)

(Date)

SUBSCRIBED AND SWORN TO BEFORE ME ON

THIS _____ DAY OF _____, _____.

(Notary Public)

My Commission Expires: _____

Return completed reports to one of the following addresses:

E-mail:

DFI_LFS@wi.gov

Mailing Address:

Wisconsin Department of Financial Institutions
P.O. Box 7876
Madison, WI 53707-7876

Courier Address:

Wisconsin Department of Financial Institutions
North Tower
4822 Madison Yards Way
Madison, WI 53705

DON'T FORGET:

The attachments listed on pages 6 and 7 must be submitted by 3/15/24.