

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person * <u>Sieffert Kristen N</u> (Last) (First) (Middle) C/O FINANCE OF AMERICA COMPANIES INC. 5830 GRANITE PARKWAY, SUITE 400 (Street) PLANO TX 75024 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/05/2023	3. Issuer Name and Ticker or Trading Symbol <u>Finance of America Companies Inc. [FOA]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	285,521	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
LLC Units of Finance of America Equity Capital LLC	(1)	(1)	Class A Common Stock 540,825	(1)	I	I ⁽²⁾
Earnout Rights	(3)(4)	04/01/2027	Class A Common Stock 68,983	(3)(4)	I	I ⁽⁵⁾
Earnout Rights	(6)(7)	04/01/2027	Class A Common Stock 72,000	(6)(7)	D	
Restricted Stock Units	(6)(8)	(6)(8)	Class A Common Stock 172,001	(8)	D	
Restricted Stock Units	(9)	(9)	Class A Common Stock 108,578	(9)	D	
Restricted Stock Units	(10)	(10)	Class A Common Stock 403,226	(10)	D	

Explanation of Responses:

- Pursuant to the terms of an exchange agreement, dated as of April 1, 2021, limited liability company units of Finance of America Equity Capital LLC ("FOA Units") held by the Reporting Person are exchangeable for shares of the Issuer's Class A common stock ("Common Stock") on a one-for-one basis. These exchange rights do not expire.
- The Reporting Persons owns such FOA Units indirectly through a wholly-owned entity, FoA Management Holdco (KS) LLC.
- Reflects Earnout Rights acquired by FoA Management Holdco (KS) LLC, the Reporting Person's successor entity to UFG Management Holdings LLC, pursuant to the business combination of Replay Acquisition Corp. and Finance of America Equity Capital LLC (the "Business Combination") pursuant to the terms of a Transaction Agreement, dated October 12, 2020 (the "Transaction Agreement"). The Business Combination contemplated by the Transaction Agreement closed on April 1, 2021.
- Pursuant to earnout provisions in the Transaction Agreement, the holder of such Earnout Rights is entitled to receive FOA Units if, from the closing of the Business Combination until the sixth anniversary thereof, the volume-weighted average price of the Common Stock exceeds the thresholds described below. Of these Earnout Rights, one-half will be issued if the volume-weighted average price of the Common Stock exceeds \$12.50 for any 20 trading days within any 30 trading day period, and one-half will be issued if the volume-weighted average price of the Common Stock exceeds \$15.00 for any 20 trading days within any 30 trading day period.
- Reflects the Reporting Person's indirect interest in Earnout Rights (described above), held by FoA Management Holdco (KS) LLC.
- Reflects the Reporting Person's direct interest in the Earnout Rights (described below). In connection with the Business Combination, pursuant to the terms of the Transaction Agreement and the Amended and Restated UFG Holdings LLC Management Long-Term Incentive Plan (the "LTIP"), the Reporting Person received replacement restricted stock units and related Earnout Rights.
- Pursuant to earnout provisions in the Transaction Agreement, and the LTIP and subject to the Reporting Person's continued employment on the third anniversary of the Business Combination for the final tranche, the holder of Earnout Rights is entitled to receive shares of Common Stock if, from the closing of the Business Combination until the sixth anniversary thereof, the volume-weighted average price of the Common Stock exceeds the following thresholds: of these Earnout Rights, one-half will be issued if the volume-weighted average price of the Common Stock exceeds \$12.50 for any 20 trading days within any 30 trading day period, and one-half will be issued if the volume-weighted average price of the Common Stock exceeds \$15.00 for any 20 trading days within any 30 trading day period.
- Each replacement restricted stock unit represents a contingent right to receive one share of Common Stock. The restricted stock units will be settled in either Common Stock or cash (or a combination thereof) at the discretion of the Issuer's compensation committee. The remaining restricted stock units vest on the third anniversary of April 1, 2021, subject to the Reporting Person's continued employment.
- Each restricted stock unit represents a contingent right to receive one share of Common Stock. The restricted stock units will be settled in either Common Stock or cash (or a combination thereof) at the discretion of the Issuer's compensation committee. The remaining restricted stock units vest on the second and third anniversaries of April 1, 2022, subject to the Reporting Person's continued employment.
- Represents additional RSUs granted to the Reporting Person on March 31, 2023. Each restricted stock unit represents a contingent right to receive one share of Common Stock. The restricted stock units will be settled in either Common Stock or cash (or a combination thereof) at the discretion of the Issuer's compensation committee. The restricted stock units shall vest in one-third increments upon the first, second and third anniversaries of the vesting reference date, April 1, 2023, subject to the Reporting Person's continued employment.

Remarks:

/s/ Tracy Lowe, as Attorney in Fact 04/06/2023

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

POWER OF ATTORNEY

Know all by these presents that the undersigned, does hereby make, constitute and appoint each of Tracy Lowe and Carli Penney or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (in the undersigned's individual capacity), to execute and deliver such forms that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Finance of America Companies Inc., (the "Company") (i) pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, statements on Form 3, Form 4 and Form 5 (including any amendments thereto) and (ii) in connection with any applications for EDGAR access codes or any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Securities and Exchange Commission, including without limitation the Form ID. The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of the Company, unless earlier revoked in writing. Tracy Lowe and Carli Penney are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

By:  _____
Name: Kristen Sieffert

Date: April 5, 2023



