

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* <u>Yan Andrew Y</u> (Last) (First) (Middle) <u>FLAT 9, 39 DEEP WATER BAY ROAD,</u> <u>DEEP WATER BAY</u> (Street) <u>HONG KONG</u> (City) (State) (Zip) <u>HONG KONG</u> (Country)	2. Issuer Name and Ticker or Trading Symbol <u>Qfin Holdings, Inc. [QFIN]</u> Foreign Trading Symbol <u>[3,660]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/24/2026</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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			
American Depositary Shares ⁽¹⁾	09/24/2026		S		330,000	D	\$7.5226 ⁽²⁾	326,700	I	By Morning Star Resources Ltd
American Depositary Shares ⁽¹⁾	09/25/2026		S		326,700	D	\$7.3606 ⁽³⁾	0	I	By Morning Star Resources Ltd
Class A Ordinary Shares								850	I	By Morning Star Resources Ltd

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		Date Exercisable	Expiration Date					

Explanation of Responses:

1. Each American Depositary Share represents two (2) Class A ordinary shares of the Issuer.
2. Represents weighted average sales price. The American Depositary Shares were sold on September 24, 2026, at prices ranging from US\$7.47 to US\$7.61. The Reporting Person will provide upon request, to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, full information regarding the number of American Depositary Shares sold at each separate price.
3. Represents weighted average sales price. The American Depositary Shares were sold on September 25, 2026, at prices ranging from US\$7.30 to US\$7.45. The Reporting Person will provide upon request, to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, full information regarding the number of American Depositary Shares sold at each separate price.

/s/ Andrew Y Yan 09/28/2026
** Signature of Reporting Person Date

**** 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.