

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 6, 2026

NERDWALLET, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-40994

(Commission File Number)

45-4180440

(I.R.S. Employer Identification No.)

19 S. B Street, Suite 9, San Mateo, California 94401

(Address of principal executive offices) (Zip code)

(415) 549-8913

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Class A common stock, \$0.0001 par value	NRDS	The Nasdaq Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act).

Item 2.02 Results of Operations and Financial Condition.

On May 6, 2026, NerdWallet, Inc. (the Company) issued a press release announcing the financial results for the Company's first quarter ended March 31, 2026. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

On May 6, 2026, the Company also posted a first quarter shareholder letter available at its investor relations website at <https://investors.nerdwallet.com>.

The contents of the Company's website referenced herein and in the exhibit are not incorporated into this Current Report on Form 8-K.

The information in these Items 2.02 and 7.01, including the exhibit hereto, (x) shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section and (y) shall not be incorporated by reference into any filing of the Company with the Securities and Exchange Commission, whether made before or after the date hereof, regardless of any general incorporation language in such filings (unless the Company specifically states that the information or exhibit in this particular report with respect to Item 2.02 or Item 7.01, as the case may be, are incorporated by reference).

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated May 6, 2026 issued by NerdWallet, Inc.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NERDWALLET, INC.

Date: May 6, 2026

By: /s/ Jun Hyung Lee
Jun Hyung Lee
Chief Financial Officer



NERDWALLET REPORTS FIRST QUARTER RESULTS
Revenue of \$222.2 million, up 6% Year-Over-Year

FINANCIAL HIGHLIGHTS

- Revenue of \$222.2 million
- GAAP income from operations of \$27.2 million
- GAAP net income of \$20.4 million or \$0.29 income per diluted share
- Non-GAAP operating income of \$33.7 million
- Adjusted EBITDA of \$45.2 million

SAN FRANCISCO, CA—May 6, 2026—NerdWallet, Inc. (Nasdaq: NRDS), which provides trustworthy financial guidance to consumers and small and mid-sized businesses (SMBs), today reported financial results for its first quarter ended March 31, 2026.

“In Q1, strength in banking and personal loans revenue helped offset headwinds in auto insurance,” said Tim Chen, Co-Founder and Chief Executive Officer of NerdWallet. “Looking ahead, I’m encouraged by our operational efficiency and strong balance sheet, which position us to accelerate our vertical integration strategy, while maintaining the flexibility to pursue alternative capital deployment opportunities.”

FIRST QUARTER 2026 HIGHLIGHTS

As previously announced, effective with the first quarter of 2026, we present revenue disaggregated by our user groups: Consumer and SMB. This presentation is consistent with recent changes in how management evaluates our financial and business performance, including the information currently reviewed by our chief operating decision maker. Consumer revenue includes revenue from financial products and services intended for individual consumers, including insurance, credit cards, loans, bank accounts and other products and services. Consumer revenue includes our previously reported Insurance, Credit cards, Loans and Emerging verticals product categories. SMB revenue includes revenue from financial products and services intended for SMBs, including loans, credit cards and other products and services. Prior period disaggregation of revenue has been recast to conform to this new presentation.

- Consumer revenue of \$197.6 million increased 10% year-over-year, primarily driven by increases of \$20.9 million from deposit accounts and \$12.7 million from personal loans as partners expanded budgets, partially offset by a \$12.5 million decrease from consumer credit cards primarily due to continued pressures in organic search traffic that have persisted for multiple quarters.
- SMB revenue of \$24.6 million was down 15% year-over-year, primarily due to continued pressures in organic search traffic, partially offset by an increase in business loan originations.



SUMMARY FINANCIAL RESULTS

	Quarter Ended		% Change YoY	Quarter Ended		
	Mar 31, 2026	Mar 31, 2025		Dec 31, 2025	% Change QoQ	
<i>(in millions, except per share amounts)</i>						
Revenue	\$ 222.2	\$ 209.2	6%	\$ 225.4	(1%)	
Consumer ⁽¹⁾	197.6	180.3	10%	202.9	(3%)	
SMB ⁽²⁾	24.6	28.9	(15%)	22.5	9%	
Income from operations	\$ 27.2	\$ 0.7	NM	\$ 19.4	40%	
Net income	\$ 20.4	\$ 0.2	NM	\$ 14.0	45%	
Net income per share						
Basic	\$ 0.30	\$ 0.00	NM	\$ 0.19	58%	
Diluted	\$ 0.29	\$ 0.00	NM	\$ 0.19	53%	
Non-GAAP financial measures⁽³⁾						
Non-GAAP operating income	\$ 33.7	\$ 9.3	262%	\$ 24.7	37%	
Adjusted EBITDA	\$ 45.2	\$ 21.1	114%	\$ 36.7	23%	
Cash and cash equivalents	\$ 56.3	\$ 92.2	(39%)	\$ 98.3	(43%)	

(1) Consumer revenue consists of revenue from financial products and services intended for individual consumers, including insurance, credit cards, loans, bank accounts and other products and services.

(2) SMB revenue includes revenue from loans, credit cards and other financial products and services intended for small and mid-sized businesses.

(3) Non-GAAP operating income and adjusted EBITDA are non-GAAP financial measures. See “Non-GAAP Financial Measures” for more information, including reconciliations to the most directly comparable financial measures calculated in accordance with GAAP.

QUARTERLY CONFERENCE CALL

A conference call to discuss NerdWallet’s first quarter 2026 financial results will be webcast live today, May 6, 2026 at 1:30 PM Pacific Time (PT). The live webcast is open to the public and will be available on NerdWallet’s investor relations website at <https://investors.nerdwallet.com>. Following completion of the call, a recorded replay of the webcast will be available on NerdWallet’s investor relations website.

SHAREHOLDER LETTER

A shareholder letter providing additional information and analysis can be found at NerdWallet’s investor relations website at <https://investors.nerdwallet.com>.

ABOUT NERDWALLET

NerdWallet (Nasdaq: NRDS) is on a mission to provide clarity for all of life’s financial decisions. As a personal finance website and app, NerdWallet provides consumers with trustworthy and knowledgeable financial information so they can make smart money moves. From finding the best credit card to buying a house, NerdWallet is there to help consumers make financial decisions with confidence. Consumers have free access to our expert content and comparison shopping marketplaces, plus a data-driven app, which helps them stay on top of their finances and save time and money, giving them the freedom to do more. NerdWallet is available in the U.S. and Canada.

“NerdWallet” is a trademark of NerdWallet, Inc. All rights reserved. Other names and trademarks used herein may be trademarks of their respective owners.



CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
Unaudited

	Three Months Ended March 31,		% Change
	2026	2025	
<i>(in millions, except per share amounts)</i>			
Revenue	\$ 222.2	\$ 209.2	6%
Costs and Expenses:			
Cost of revenue	13.6	18.2	(26%)
Research and development	16.8	16.8	0%
Sales and marketing	149.1	159.7	(7%)
General and administrative	15.5	13.8	13%
Total costs and expenses	<u>195.0</u>	<u>208.5</u>	<u>(6%)</u>
Income from Operations	27.2	0.7	NM
Other income, net:			
Interest income	0.9	0.7	33%
Interest expense	(0.2)	(0.1)	7%
Other gains, net	0.1	—	NM
Total other income, net	<u>0.8</u>	<u>0.6</u>	<u>52%</u>
Income before income taxes	28.0	1.3	NM
Income tax provision	7.6	1.1	613%
Net Income	\$ 20.4	\$ 0.2	NM
Net Income per Share Attributable to Common Stockholders			
Basic	\$ 0.30	\$ 0.00	NM
Diluted	\$ 0.29	\$ 0.00	NM
Weighted-average Shares Used in Computing Net Income per Share Attributable to Common Stockholders			
Basic	68.2	74.2	
Diluted	69.5	76.1	



CONDENSED CONSOLIDATED BALANCE SHEETS
Unaudited

(in millions)

	March 31, 2026	December 31, 2025
Assets		
Current assets:		
Cash and cash equivalents	\$ 56.3	\$ 98.3
Accounts receivable—net	113.1	111.0
Prepaid expenses and other current assets	37.0	35.4
Total current assets	206.4	244.7
Property, equipment and software—net	30.7	31.8
Goodwill	136.3	123.5
Intangible assets—net	22.8	21.5
Deferred tax asset—noncurrent	24.0	29.4
Right-of-use assets	6.7	7.1
Other assets	5.1	3.1
Total Assets	\$ 432.0	\$ 461.1
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$ 6.6	\$ 5.4
Accrued expenses and other current liabilities	73.7	65.5
Total current liabilities	80.3	70.9
Other liabilities—noncurrent	15.5	15.7
Total liabilities	95.8	86.6
Commitments and contingencies		
Stockholders' equity	336.2	374.5
Total Liabilities and Stockholders' Equity	\$ 432.0	\$ 461.1



CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
Unaudited

<i>(in millions)</i>	Three Months Ended March 31,	
	2026	2025
Operating Activities:		
Net income	\$ 20.4	\$ 0.2
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	9.7	12.6
Stock-based compensation	7.0	6.7
Deferred taxes	5.4	(0.3)
Non-cash lease costs	0.4	0.6
Other losses, net	0.2	0.7
Changes in operating assets and liabilities, net of business combination:		
Accounts receivable	(1.6)	(18.7)
Prepaid expenses and other assets	5.2	3.5
Mortgage loans held for sale	(8.1)	(4.4)
Accounts payable	(2.1)	15.3
Accrued expenses and other current liabilities	(0.7)	11.3
Operating lease liabilities	(0.5)	(0.9)
Other liabilities	0.4	0.1
Net cash provided by operating activities	<u>35.7</u>	<u>26.7</u>
Investing Activities:		
Purchase of investment	(2.0)	—
Liquidation of certificate of deposit	2.3	—
Capitalized software development costs	(3.8)	(4.4)
Purchases of property and equipment	(0.4)	(0.2)
Business combination, net of cash acquired	(15.8)	—
Net cash used in investing activities	<u>(19.7)</u>	<u>(4.6)</u>
Financing Activities:		
Net borrowing on warehouse line of credit	8.0	4.3
Proceeds from exercises of stock options	0.3	—
Tax payments related to net-share settlements on restricted stock units	(0.2)	(0.5)
Repurchases of Class A common stock	(66.0)	—
Net cash provided by (used in) financing activities	<u>(57.9)</u>	<u>3.8</u>
Effect of exchange rate changes on cash and cash equivalents	(0.1)	—
Net increase (decrease) in cash and cash equivalents	(42.0)	25.9
Cash and Cash Equivalents:		
Beginning of period	98.3	66.3
End of period	<u>\$ 56.3</u>	<u>\$ 92.2</u>



NON-GAAP FINANCIAL MEASURES

We use non-GAAP operating income (loss), adjusted EBITDA and adjusted free cash flow in conjunction with GAAP measures as part of our overall assessment of our performance, including the preparation of our annual operating budget and quarterly forecasts, to evaluate the effectiveness of our business strategies, and to communicate with our Board of Directors concerning our financial performance.

Non-GAAP operating income (loss): We define non-GAAP operating income (loss) as income (loss) from operations adjusted to exclude depreciation and amortization, and further exclude (1) impairment of right-of-use asset, (2) losses (gains) on disposals of assets, (3) acquisition-related costs, and (4) restructuring charges. We also reduce income from operations, or increase loss from operations, for capitalized internally developed software costs.

Adjusted EBITDA: We define adjusted EBITDA as net income (loss) from continuing operations adjusted to exclude depreciation and amortization, interest income (expense), net, other gains (losses), net, and provision (benefit) for income taxes, and further exclude (1) impairment of right-of-use asset, (2) losses (gains) on disposals of assets, (3) stock-based compensation, (4) acquisition-related costs, and (5) restructuring charges.

The above items are excluded from our non-GAAP operating income (loss) and adjusted EBITDA measures because these items are non-cash in nature, or because the amounts are not driven by core operating results and renders comparisons with prior periods less meaningful. We deduct capitalized internally developed software costs in our non-GAAP operating income (loss) measure to reflect the cash impact of personnel costs incurred within the time period.

We believe that non-GAAP operating income (loss) and adjusted EBITDA provide useful information to investors and others in understanding and evaluating our operating results and in comparing operating results across periods. Moreover, non-GAAP operating income (loss) and adjusted EBITDA are key measurements used by our management internally to make operating decisions, including those related to analyzing operating expenses, evaluating performance, and performing strategic planning and annual budgeting. However, the use of these non-GAAP measures have certain limitations because they do not reflect all items of income and expense that affect our operations. Non-GAAP operating income (loss) and adjusted EBITDA have limitations as financial measures, should be considered as supplemental in nature, and are not meant as substitutes for the related financial information prepared in accordance with GAAP. These limitations include the following:

- Non-GAAP operating income (loss) and adjusted EBITDA exclude certain recurring, non-cash charges, such as amortization of software, depreciation of property and equipment, amortization of intangible assets, impairment of right-of-use asset, and (losses) gains on disposals of assets. Although these are non-cash charges, the assets being depreciated and amortized may have to be replaced in the future, and non-GAAP operating income (loss) and adjusted EBITDA do not reflect all cash requirements for such replacements or for new capital expenditure requirements;
- Non-GAAP operating income (loss) and adjusted EBITDA exclude certain acquisition-related costs, including acquisition-related retention compensation under compensatory retention agreements with certain key employees, and acquisition-related transaction expenses;
- Non-GAAP operating income (loss) and adjusted EBITDA exclude restructuring charges primarily consisting of severance payments, stock-based compensation, employee benefits, and related expenses for impacted employees, as well as contract termination costs, associated with our Restructuring Plan;
- Adjusted EBITDA excludes stock-based compensation, including for acquisition-related inducement awards, which has been, and will continue to be for the foreseeable future, a significant recurring expense in our business and an important part of our compensation strategy; and
- Adjusted EBITDA does not reflect interest income (expense) and other gains (losses), net, which include unrealized and realized gains and losses on foreign currency exchange, as well as certain nonrecurring gains (losses).



Adjusted free cash flow: We define free cash flow as net cash provided by operating activities less capitalized software development costs and purchases of property and equipment, adjusted for any net borrowing or repayment on our warehouse line of credit. Our warehouse line of credit is used to fund mortgage loans originated for sale, as any increase or decrease in our mortgage loans held for sale is substantially offset by a corresponding borrowing or repayment on our warehouse line of credit. Adjusted free cash flow is a key measurement used by our management internally to evaluate our business performance and overall liquidity. We believe that adjusted free cash flow provides useful information for investors and others for determining the amount of cash available for investment in our business, strategic opportunities, repurchasing stock, strengthening our financial position and other purposes, as well as evaluating our historical and prospective liquidity. A limitation of the utility of adjusted free cash flow as a measure of financial performance and liquidity is that adjusted free cash flow does not represent the total increase or decrease in our cash balance for the period.

In addition, non-GAAP operating income (loss), adjusted EBITDA and adjusted free cash flow as we define them may not be comparable to similarly titled measures used by other companies. Because of these limitations, you should consider non-GAAP operating income (loss), adjusted EBITDA and adjusted free cash flow alongside other financial performance measures, including income (loss) from operations, net income (loss), cash flows from operating activities and our other GAAP results.



We compensate for these limitations by reconciling non-GAAP operating income to income from operations, adjusted EBITDA to net income and adjusted free cash flow to net cash provided by operating activities, the most directly comparable GAAP financial measures, as follows:

<i>(in millions)</i>	Three Months Ended March 31,		% Change
	2026	2025	
Income from Operations	\$ 27.2	\$ 0.7	NM
Depreciation and amortization	9.7	12.6	(23%)
Acquisition-related retention	—	0.8	(100%)
Acquisition-related expenses	1.2	—	NM
Restructuring	0.1	0.3	(81%)
Capitalized internally developed software costs	(4.5)	(5.1)	(12%)
Non-GAAP Operating Income	\$ 33.7	\$ 9.3	262%
Operating income margin	12%	0%	
Non-GAAP operating income margin ¹	15%	4%	
Net Income	\$ 20.4	\$ 0.2	NM
Depreciation and amortization	9.7	12.6	(23%)
Stock-based compensation	7.0	6.7	5%
Acquisition-related retention	—	0.8	(100%)
Acquisition-related expenses	1.2	—	NM
Restructuring	0.1	0.3	(81%)
Interest income, net	(0.7)	(0.6)	41%
Other gains, net	(0.1)	—	NM
Income tax provision	7.6	1.1	613%
Adjusted EBITDA	\$ 45.2	\$ 21.1	114%
Stock-based compensation	(7.0)	(6.7)	5%
Capitalized internally developed software costs	(4.5)	(5.1)	(12%)
Non-GAAP Operating Income	\$ 33.7	\$ 9.3	262%
Net income margin	9%	0%	
Adjusted EBITDA margin ²	20%	10%	

(1) Represents non-GAAP operating income as a percentage of revenue.

(2) Represents adjusted EBITDA as a percentage of revenue.

<i>(in millions)</i>	Twelve Months Ended				
	Mar 31, 2026	Dec 31, 2025	Sep 30, 2025	Jun 30, 2025	Mar 31, 2025
Net cash provided by operating activities	\$ 140.6	\$ 131.6	\$ 102.6	\$ 83.1	\$ 75.8
Capitalized software development costs	(16.3)	(16.9)	(17.2)	(18.0)	(19.7)
Purchases of property and equipment	(1.5)	(1.3)	(1.2)	(1.2)	(0.8)
Net borrowing on warehouse line of credit	8.1	4.4	1.3	6.7	2.3
Adjusted free cash flow	\$ 130.9	\$ 117.8	\$ 85.5	\$ 70.6	\$ 57.6



FINANCIAL OUTLOOK

We are providing guidance for the second quarter of 2026:

- Revenue is expected in the range of \$186-\$202 million, up 4% year-over-year at the midpoint
- GAAP operating income is expected in the range of \$1-\$9 million
- Non-GAAP operating income is expected in the range of \$6-\$14 million
- Adjusted EBITDA is expected in the range of \$19-\$27 million

We are adjusting our 2026 annual GAAP operating income expectation to the range of \$65-\$90 million and non-GAAP operating income to the range of \$85-\$110 million. We are also adjusting our 2026 annual adjusted EBITDA expectation to the range of \$132-\$157 million.

NerdWallet has not provided a quantitative reconciliation of forecasted GAAP net income (loss) to forecasted adjusted EBITDA within this communication because the Company is unable, without making unreasonable efforts, to calculate certain reconciling items with confidence. These items include, but are not limited to, income taxes which are directly impacted by unpredictable fluctuations in the market price of the Company's capital stock. These items, which could materially affect the computation of forward-looking GAAP net income (loss), are inherently uncertain and depend on various factors, many of which are outside of NerdWallet's control.

A reconciliation of forecasted GAAP operating income to forecasted non-GAAP operating income for forecasted second quarter 2026 and forecasted full year 2026 is as follows:

<i>(in millions)</i>	Forecasted Second Quarter 2026	Forecasted Full Year 2026
GAAP operating income	\$1 - \$9	\$65 - \$90
Estimated adjustments for:		
Depreciation and amortization	9 - 10	37 - 39
Acquisition-related expenses	0 - 1	1 - 3
Capitalized internally developed software costs	(4) - (6)	(18) - (22)
Non-GAAP operating income	\$6 - \$14	\$85 - \$110

For more information regarding the non-GAAP financial measures discussed in this communication, please see "Non-GAAP Financial Measures" above.

FORWARD-LOOKING STATEMENTS

This press release contains forward-looking statements about us and our industry that involve significant risks and uncertainties. Except for statements of historical facts, all statements contained in this press release are forward-looking, including, but not limited to, the statements in the section titled "Financial Outlook." These statements often contain words such as "anticipate," "believe," "contemplate," "continue," "could," "estimate," "expect," "forecast," "intend," "may," "outlook," "plan," "potential," "predict," "project," "should," "target," "will" or "would" or similar terms, including their negatives. These forward-looking statements include, but are not limited to, statements regarding:

- the impact of macroeconomic developments, including inflation, interest rates, credit market conditions and general economic uncertainty, on our business, operating results, financial condition and stock price;
- our expectations regarding future financial and operational performance, including total revenue, cost of revenue, non-GAAP operating income (loss), adjusted EBITDA, and adjusted free cash flow;
- our ability to grow traffic, engagement, and monetization on our platform;
- expected returns on marketing investments and brand campaigns;
- consumer and SMB demand for products and services offered through our platform;
- our ability to increase user registrations, improve repeat usage rates, and convert users into matches with financial services partners;



- expansion within existing and new verticals, including new products, services, and features that are competitive, compliant with applicable regulations, and responsive to market needs;
- changing geographic operations;
- maintaining and expanding relationships with existing financial services partners and identifying new ones;
- developing scalable technology and data capabilities to provide personalized guidance and enhance user engagement;
- strengthening brand awareness, credibility, and consumer and SMB trust;
- producing high quality, engaging consumer and SMB content and tools;
- adapting to evolving consumer and SMB financial interests and behaviors;
- competing effectively in existing and new markets;
- maintaining the security, reliability, and availability of our platform;
- protecting and enhancing our intellectual property portfolio;
- attracting, developing, and retaining highly skilled and diverse talent;
- complying with evolving laws, regulations, and supervisory expectations applicable to our business;
- the adequacy of our cash, cash equivalents, and investments to meet liquidity needs;
- managing growth, scaling infrastructure, and preserving our corporate culture;
- identifying, executing, and successfully integrating acquisitions;
- entering new financial services markets, and meeting associated regulatory complexities; and
- achieving expected synergies, accretion, and other benefits from completed acquisitions.

These forward-looking statements are not guarantees of future performance and should not be relied upon as predictions of future events. They are based on our current expectations, estimates, and projections regarding future events and trends that may affect our business, financial condition and operating results. These expectations are subject to various risks, uncertainties, and assumptions, including those described in filings we make with the SEC from time to time.

Our industry is highly competitive and rapidly evolving, and new risks and uncertainties may arise that we cannot predict. As a result, actual results, events, or circumstances may differ materially from those reflected in our forward-looking statements.

Forward-looking statements in this press release speak only as of the date hereof. We undertake no obligation to update any such statements in this press release to reflect subsequent events, new information, or unexpected developments, except as required by law. These statements also do not reflect potential impacts from future acquisitions, mergers, dispositions, joint ventures, or investments.

Investor Relations:
Robb Ferris
ir@nerdwallet.com

Media Relations:
Maitri Jani
press@nerdwallet.com