

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) **June 30, 2026**

ArrowMark Financial Corp.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction
of incorporation)

811-189307
(Commission
File Number)

90-0934878
(IRS Employer
Identification No.)

100 Fillmore Street, Suite 325, Denver, Colorado
(Address of principal executive offices)

80206
(Zip Code)

Registrant's telephone number, including area code (303) 398-2929
(Former name or former address, if changed since last report.)

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 (see General Instruction A.2. below):

- ☐ 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
Common	BANX	NASDAQ

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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 5.02 Departure of Certain Officers; Appointment of Certain Officers

Effective June 30, 2026 (the "Effective Date"), Patrick Farrell has retired from his position as Chief Financial Officer of ArrowMark Financial Corp. (NASDAQ: BANX) (the "Company"), a closed-end investment company. The Company has appointed Katherine Jones, 41, as Chief Financial Officer, effective as of the Effective Date. Ms. Jones has been a key member of the ArrowMark Financial team since ArrowMark Partners assumed management of

the Company in 2019. Over the past seven years, she has been integral to the operations of the Fund, demonstrating deep expertise and a sustained commitment to the Company’s investment objectives and shareholder interests. Ms. Jones is not expected to receive any compensation from the Company for her services as its Chief Financial Officer.

Further, Dana Staggs has resigned as President of the Company, effective as of the Effective Date. The Company issued a press release, dated June 30, 2026, announcing the changes to its executive officers. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

Exhibit Number	Description
99.1	Press Release, dated June 30, 2026

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.

Date: **June 30, 2026**

ARROWMARK FINANCIAL CORP.

By: /s/ Katherine Jones
Name: Katherine Jones
Title: Chief Financial Officer

Exhibit Index

99.1	Press Release, dated June 30, 2026
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ArrowMark Financial Corp. Announces Officer Changes

DENVER, CO, June 30, 2026 -- ArrowMark Financial Corp. (Nasdaq: BANX) ("ArrowMark Financial" or the "Fund"), an SEC-registered closed-end management investment company, today announced the appointment of Katie Jones as Chief Financial Officer of the Fund, effective immediately. Pat Farrell, who previously served as Chief Financial Officer, retired from the Fund. ArrowMark Financial also announced that Dana Staggs, President of the Fund will depart, both are effective August 2, 2026. Both have been tremendous contributors to the Fund, and the team is grateful for their many years of dedicated service.

Ms. Jones has been a key member of the ArrowMark Financial team since ArrowMark Partners assumed management of the Fund in 2019. Over the past seven years, she has been integral to the operations of the Fund, demonstrating deep expertise and a sustained commitment to the Fund's investment objectives and shareholder interests. Her appointment as Chief Financial Officer reflects the confidence the Board of Directors places in her capabilities and her extensive knowledge of the Fund's operations.

"Katie has been an invaluable member of our team since ArrowMark took over management of the Fund in 2019, and we are confident that her deep operational expertise and dedication make her exceptionally well-suited to serve as our Chief Financial Officer," said Chairman & CEO Sanjai Bhonsle. "We are deeply grateful for both Dana Staggs's and Pat Farrell's contributions to the Fund. Dana's responsibilities will be assumed by multiple members of the investment team who have been closely involved in the product, and Pat's CFO responsibilities will be transitioned to Katie. We wish them both well in their future endeavors, and this transition reflects our continued commitment to strong governance and operational excellence on behalf of our shareholders."

The Company thanks Dana Staggs and Pat Farrell for their service and leadership and wishes them continued success.

About ArrowMark Financial Corp.

ArrowMark Financial Corp. is an SEC registered non-diversified, closed-end fund listed on the NASDAQ Global Select Market under the symbol "BANX." Its investment objective is to provide shareholders with current income. The Fund pursues its objective by investing primarily in regulatory capital securities of financial institutions. ArrowMark Financial is managed by ArrowMark Asset Management, LLC. To learn more, visit ir.arrowmarkfinancialcorp.com or contact the Fund's secondary market service agent at 877-855-3434.

Disclaimer and Risk Factors:

There is no assurance that ArrowMark Financial will achieve its investment objective. ArrowMark Financial is subject to numerous risks, including investment and market risks, management risk, income and interest rate risks, banking industry risks, preferred stock risk, convertible securities risk, debt securities risk, liquidity risk, valuation risk, leverage risk, non-diversification risk, credit and counterparty risks, market at a discount from net asset value risk and market disruption risk. Shares of closed-end investment companies may trade above (a premium) or below (a discount) their net asset value. Shares of ArrowMark Financial may not be appropriate for all investors. Investors should review and consider carefully ArrowMark Financials' investment objective, risks, charges and expenses. Past performance does not guarantee future results.

The Annual Report, Semi-Annual Report and other regulatory filings of the Fund with the SEC are accessible on the SEC's website at www.sec.gov and on the Fund's website at ir.arrowmarkfinancialcorp.com.

Contact:

BANX@destracapital.com

Destra Capital Advisors LLC (877) 855-3434

Destra Capital Advisors LLC provides secondary market services for the Fund by agreement.
