

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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☒ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 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>Schmidt Terry Lynn</u> (Last) (First) (Middle) <u>5887 COPLEY DRIVE</u> (Street) <u>SAN DIEGO CA 92111</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Guild Holdings Co [GHLD]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/28/2025</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☒ 10% Owner ☒ Officer (give title below) Other (specify below) <u>CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
Class A Common Stock	11/28/2025		G		12,500	D	(1)	2,609,298	D	
Class A Common Stock	11/28/2025		D		2,609,298	D	(2)	0	D	

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Units	(3)	11/28/2025		D ⁽²⁾			31,812	(3)	(3)	Common Stock	31,812	(3)	0	D	
Dividend Equivalent Units	(3)(4)	11/28/2025		D ⁽²⁾			400	(3)(4)	(3)(4)	Common Stock	400	(3)(4)	0	D	
Restricted Stock Units	(3)	11/28/2025		D ⁽²⁾			30,587	(3)	(3)	Common Stock	30,587	(3)	0	D	
Dividend Equivalent Units	(3)(4)	11/28/2025		D ⁽²⁾⁽³⁾			3,826	(3)(4)	(3)(4)	Common Stock	3,826	(3)(4)	0	D	
Restricted Stock Units	(3)	11/28/2025		D ⁽²⁾			14,674	(3)	(3)	Common Stock	14,674	(3)	0	D	
Dividend Equivalent Units	(3)(4)	11/28/2025		D ⁽²⁾⁽³⁾			1,836	(3)(4)	(3)(4)	Common Stock	1,836	(3)(4)	0	D	
Restricted Stock Units	(3)	11/28/2025		D ⁽²⁾			71,432	(3)	(3)	Common Stock	71,432	(3)	0	D	
Dividend Equivalent Units	(3)(4)	11/28/2025		D ⁽²⁾⁽³⁾			5,514	(3)(4)	(3)(4)	Common Stock	5,514	(3)(4)	0	D	
Restricted Stock Units	(3)	11/28/2025		D ⁽²⁾			95,435	(3)	(3)	Common Stock	95,435	(3)	0	D	
Dividend Equivalent Units	(3)(4)	11/28/2025		D ⁽²⁾⁽³⁾			1,200	(3)(4)	(3)(4)	Common Stock	1,200	(3)(4)	0	D	

Explanation of Responses:

1. Transferred to donor-advised fund.
2. On June 17, 2025, the Issuer entered into an Agreement and Plan of Merger (the "Merger Agreement") among Gulf MSR HoldCo, LLC, Gulf MSR Merger Sub Corporation, and the Issuer, pursuant to which, at the Effective Time (as defined in the Merger Agreement), all outstanding shares of common stock of the Issuer were converted to the right to receive \$20.00 per share in cash (the "Merger Consideration").
3. Pursuant to the Merger Agreement, at the Effective Time, each outstanding award of RSUs and PSUs was canceled and converted into the right to receive the Merger Consideration of \$20.00 per share multiplied by the total number of shares underlying the RSU award or by the total number of shares underlying the PSU award (based on target level achievement of applicable performance goals), respectively.
4. Represents Dividend Equivalent Units ("DEUs") paid on outstanding RSUs or PSUs, rounded to the nearest whole share, and subject to the same terms and canceled and converted pursuant to the Merger Agreement on the same terms as the underlying RSUs or PSUs, respectively.

** 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 4 (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.

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