

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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ANNUAL 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).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.
- 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>Brown Priscilla</u>			2. Issuer Name and Ticker or Trading Symbol <u>Amalgamated Financial Corp. [AMAL]</u>			5. 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 & CEO		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2023</u>					
<u>275 7TH AVENUE</u>			4. 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		
(Street)								
<u>NEW YORK</u>	<u>NY</u>	<u>10001</u>						
(City)	(State)	(Zip)						

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	02/25/2023		M4	9,583	A	(1)	66,824	D	
Common Stock	02/25/2023		F4	2,678	D	\$23.42	64,146 ⁽²⁾	D	
Common Stock	06/01/2023		M4	51,218	A	(1)	115,364	D	
Common Stock	06/01/2023		F4	21,726	D	\$14.86	93,638 ⁽³⁾	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)	
					(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stocks Units	(1)	02/25/2023		4M		9,583	(4)	(4)	Common Stock	9,583	\$0	19,169	D	
Restricted Stocks Units	(1)	06/01/2023		4M		51,218	(5)	(5)	Common Stock	51,218	\$0	51,218	D	

Explanation of Responses:

- Restricted stock units convert into common stock on a one-for-one basis.
- The total reported in Column 5 of this Table I is composed of 27,754 unvested Restricted Stock Units awarded on 2/15/2023, previously reported in Table I of a Form 4, 29,487 shares of Common Stock owned outright by the reporting person, and the 6,905 net shares following this annual installment from a Restricted Stock Unit award dated 2/25/2022, previously reported in Table II of a Form 4.
- The total reported in Column 5 of this Table I is composed of 27,754 unvested Restricted Stock Units awarded on 2/15/2023, previously reported in Table I of a Form 4, 29,487 shares of Common Stock owned outright by the reporting person, 6,905 net shares following the annual installment from a Restricted Stock Unit award dated 2/25/2022, previously reported in Table II of a Form 4, and the 29,492 net shares following this annual installment from a Restricted Stock Unit award dated 06/01/2021, previously reported in Table II of a Form 4.
- On February 25, 2022, the reporting person was granted 28,752 Restricted Stock Units, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- On June 1, 2021, the reporting person was granted 153,657 Restricted Stock Units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

Remarks:

/s/ Priscilla Sims Brown 02/20/2024
 ** 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.

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.