SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name **and** Ticker or Trading Symbol
Griege Charles William Jr.	04/29/2025	GBank Financial Holdings Inc. [GBFH]
(Last) (First) (Middle) 9115 WEST RUSSELL ROAD SUITE 110		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director — 10% Owner Officer (give title below) — Other (specify below)
(Street) LAS VEGAS NV 89148		5. If Amendment, Date of Original Filed (Month/Day/Year)
(City) (State) (Zip)		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	108,588	D	
Common Stock	419,289	I	By Blue Lion Opportunity Master Fund, LP(1)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Grant	(2)	(2)	Common Stock	900	9.7	D	
Restricted Stock Grant	(3)	(3)	Common Stock	1,800	13.5	D	
Restricted Stock Grant	(4)	(4)	Common Stock	1,800	21.95	D	

1. Name and Address of Reporting Person*
Griege Charles William Jr.
(Last) (First) (Middle) 9115 WEST RUSSELL ROAD SUITE 110
(Street) LAS VEGAS NV 89148
(City) (State) (Zip)

1. Name and Address of Reporting Person*
Blue Lion Opportunity Master Fund LP
(Last) (First) (Middle) 4443 NEWMORE AVE.
(Street) DALLAS TX 75209
(City) (State) (Zip)

Explanation of Responses:

1. Shares are owned by Blue Lion Opportunity Master Fund, LP, a limited partnership formed under the laws of the Cayman Islands ("BLOMF"). The general partner of BLOMF is Blue Lion Opportunity GP, LLC a Delaware limited liability company ("BLOGP"). The Reporting Person is the sole member and President of BLOGP. The Reporting Person disclaims beneficial ownership of the securities owned by BLC except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

2. The restricted stock grant was issued on October 10, 2022 and vests in three (3) equal annual installments. The first two grants were issued on October 10, 2023 and 2024 and the last grant will be issued on October 10, 2025.

3. The restricted stock grant was issued on October 25, 2023 and will vest in three (3) equal annual installments. The first grant was issued on October 25, 2024 and the next two grants will be issued on October 25, 2025 and 2026.

4. The restricted stock grant was issued on October 7, 2024 and will vest in three (3) equal annual installments. The grants will be issued on October 7, 2025, 2026 and 2027.

Remarks:

/s/ Charles W. Griege, Jr., President 05/02/2025

/s/ Blue Lion Opportunity Opportunity Funds GP, LLC, General Partner 05/02/2025

** 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 5 (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.