



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501 (c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2018

1. Corporate ID No. 000539726

2. Name of Corporation Five Below, Inc.

3. Street Address Principal Business Office:

No. and Street: 701 MARKET STREET
SUITE 300

City or Town: PHILADELPHIA State: PA Zip: 19106 Country: USA

4. Business Phone No.

2155467909

5. State of Incorporation

State: PA

ARTICLE III

Enter the six digit NAICS Code that best describes the primary business conducted by the entity. Download the list of codes [here](#). More information on [NAICS](#) can be found online.

452990

6. Brief Description of the Character of Business Conducted in Rhode Island

RETAIL STORE SELLING MISCELLANEOUS MERCHANDISE AT FIVE DOLLARS AND BELOW

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
TREASURER	KENNETH R. BULL	701 MARKET ST., SUITE 300

		PHILADELPHIA, PA 19106 USA
SECRETARY	KAREN WARD PROCELL	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
PRESIDENT AND CEO	JOEL ANDERSON	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
EXECUTIVE CHAIRMAN	THOMAS VELLIOS	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	KATHLEEN BARCLAY	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	CATHERINE BUGGELN	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	DANIEL KAUFMAN	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	MICHAEL DEVINE	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	TOM RYAN	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	RON SARGENT	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	RICK MARKEE	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA
DIRECTOR	DINESH LATHI	701 MARKET ST., SUITE 300 PHILADELPHIA, PA 19106 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.0010	120,000,000.00	55438091
PWP		\$0.0010	5,000,000.00	0

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 1 Day of March, 2018 at 5:56:22 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By KAREN WARD PROCELL
Signature of Authorized Representative of the Corporation

