



**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:** 2020

**1. Corporate ID No.** 001667649

**2. Name of Corporation** Upgrade, Inc.

**3. Street Address Principal Business Office:**

No. and Street: 275 BATTERY STREET  
SUITE 2300

City or Town: SAN FRANCISCO State: CA Zip: 94111 Country: USA

**4. Business Phone No.**

4158056658

**5. State of Incorporation**

State: DE

**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.

561499

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

FINANCIAL TECHNOLOGY

**7. Names and Addresses of the Officers and Directors:**

**All officers and directors must be listed.**

| Title     | Individual Name<br>First, Middle, Last, Suffix | Address<br>Address, City or Town, State, Zip Code, Country   |
|-----------|--|--|
| SECRETARY | LOUIS SHANSKY                                  | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 USA |

|           |                  |   |
|-----------|------------------|---|
| DIRECTOR  | ANJU PATWARDHAN  | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 USA  |
| DIRECTOR  | MEYER MALKA      | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 USA  |
| TREASURER | JEFFREY BROGAN   | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 USA  |
| DIRECTOR  | JOSEPH HUBER     | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 USA  |
| DIRECTOR  | MEYER MALKA      | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 CA   |
| PRESIDENT | RENAUD LAPLANCHE | 275 BATTERY STREET SUITE 2300<br>SAN FRANCISCO, CA 94111 CA   |
| DIRECTOR  | JOSEPH BREEDEN   | 275 BATTERY STREET, SUITE 2300<br>SAN FRANCISCO, CA 94111 USA |
| DIRECTOR  | SCOTT BOMMER     | 275 BATTERY STREET, SUITE 2300<br>SAN FRANCISCO, CA 94111 USA |

#### 8. Shares Authorized and Issued

| Class of Stock | Series of Stock | Par Value Per Share | Total Authorized<br>Shares<br><i>Number of Shares</i> | Total Issued<br>and<br>Outstanding<br><i>Num of<br/>Shares</i> |
|----------------|-----------------|---------------------|---|--|
| CWP            | A               | \$0.0001            | 1,383,334.00  | 0  |
| CWP            | B               | \$0.0001            | 15,083,334.00   | 0  |
| PWP            | A               | \$0.0001            | 1,666,667.00  | 0  |
| PWP            | A-1             | \$0.0001            | 216,667.00  | 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 10 Day of February, 2020 at 12:01:25 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 JEFFREY BOGAN  
Signature of Authorized Representative of the Corporation

Form No. 630  
Revised 09/07