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29 Feb 2005 14:48

FOREIGN Business Corporation

Pursuant to the provisions of RIGL 7-1.2-1411, the undersigned foreign corporation hereby applies for an Amended Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

MAIL TO:
Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED
APR 29 2024
BY K5R9C
AR

8. If there has been an increase in the authorized shares of the corporation complete the following section:

***List ALL authorized shares as of this amendment.**

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Check the box to indicate an attachment ☒

Check box to indicate no change ☐

8a. An estimate, **as a percentage**, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located.
(Note: Percentage obtained from worksheet.)

0.43 %

8b. An estimate, **as a percentage**, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.)

0.21 %

9. As required by RIGL 7-1.2-105, the corporation has paid all fees and taxes.

10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

11. Date when the Amended Certificate of Authority will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the date of filing) _____

12. Under penalty of perjury, I declare and affirm that I have examined this Application for Amended Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Name of Authorized Officer of the Corporation

David Wood

Date

4/24/2024

Signature of Authorized Officer

David Wood

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**Hinge Health, Inc. – State of Rhode Island,
Department of State – Business Services Division**

Application for Amended Certificate of Authority

8. If there has been an increase in the authorized shares of the corporation complete the following section: *List ALL authorized shares as of this amendment.*

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Number of Shares</i>
Common Stock		\$0.00001	96,408,866	15,956,516
Preferred Stock	Series Seed-1	\$0.00001	3,078,601	3,078,601
Preferred Stock	Series Seed-2	\$0.00001	493,325	493,325
Preferred Stock	Series A-1	\$0.00001	975,463	975,463
Preferred Stock	Series A-2	\$0.00001	7,112,809	7,112,809
Preferred Stock	Series B	\$0.00001	11,500,586	11,500,586
Preferred Stock	Series C-1	\$0.00001	2,258,620	2,258,620
Preferred Stock	Series C	\$0.00001	10,253,027	10,253,027
Preferred Stock	Series D	\$0.00001	7,354,666	7,314,041
Preferred Stock	Series E	\$0.00001	5,163,674	5,163,674



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

April 29, 2024 04:02 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

Gregg M. Amore
Secretary of State

