

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

United States Courts
Southern District of Texas
FILED

AUG 12 2025

Nathan Ochsner, Clerk of Court

In re:

Linqto, Inc., et al.,

Debtors.

Chapter 11

Case No. 25-90186 (ARP)

(Jointly Administered)

**OBJECTION OF GARY BENNIS TO DEBTORS' MOTION FOR ENTRY OF AN ORDER
AUTHORIZING USE OF ESCROWED RIPPLE SHARE PROCEEDS**

To the Honorable Judge Alfredo R. Perez:

I, Gary Bennis, a beneficial owner of units in Special Purpose Vehicles (SPVs) formed and managed by Linqto, Inc., respectfully submit this objection to the Debtors' motion titled:

"Debtors' Motion for Entry of an Order (I) Authorizing the Use of Escrowed Ripple Share Proceeds, (II) Granting Related Relief"

Filed as Docket No. 79, scheduled for hearing on August 19, 2025.

As a party in interest under 11 U.S.C. § 1109(b), I object to the use of escrowed funds derived from Ripple's repurchase of pre-IPO shares, for the reasons set forth below:

1. The Funds Do Not Belong to the Estate

The approximately \$18.8 million at issue came from Ripple's repurchase of shares held within SPVs that were purchased by customers like myself. Linqto acted as the manager and facilitator of these SPVs, not the beneficial owner of the underlying shares. The escrow account was created to hold repurchase proceeds on behalf of the rightful investors — not to fund the Debtors' bankruptcy proceedings. These funds are not part of the Debtors' estate.

2. Ownership Has Not Been Legally Determined

No court has ruled that Linqto or its affiliates have a legal right to these escrowed funds. Authorizing their use prior to a determination of ownership would violate the due process rights of investors who have legitimate claims to this money. Such a decision is premature and prejudicial.

3. Using Customer Funds to Pay Legal Fees is a Breach of Trust

Permitting the Debtors to use these proceeds for administrative or legal expenses amounts to a betrayal of the fiduciary duty owed to customers. The repurchase funds were intended to be returned to investors, not used to fund a corporate defense in bankruptcy. This motion, if granted, unjustly converts customer-designated assets into general estate property.

4. Sets a Dangerous Precedent for All SPV Investors

Granting this motion could pave the way for similar treatment of other SPV assets — including those tied to Ripple, Circle, and other pre-IPO shares held by customers. It would erode investor protections and undermine confidence in SPV structures generally, with repercussions far beyond this specific case.

5. Investors Would Become Double Victims

Investors have already suffered from Linqto's operational collapse and the lack of access to their assets. Now, the same investors are at risk of having the proceeds from those assets used against them — to fund the legal process that may deny them recovery. This is inequitable and unacceptable.

6. The Escrow Was Created to Protect Investors

The express purpose of placing the repurchase funds into escrow was to ensure proper distribution to SPV participants. Approving this motion would contradict the fundamental purpose of the escrow and threaten the integrity of similar investor protections going forward.

7. Debtors Have Access to Other Funding

The Debtors already have access to up to **\$60 million in DIP financing**, as approved by the Court. If funds are needed for operating or legal expenses, those resources should be drawn from first — not investor-protected funds. The Debtors' argument of financial necessity is unpersuasive given this alternative.

Conclusion

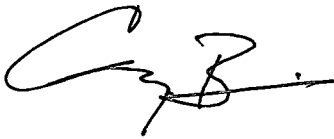
For the reasons stated above, I respectfully request that the Court deny the Debtors' Motion to use the escrowed Ripple share proceeds (Docket No. 79) until ownership of those funds is properly adjudicated and investor claims are resolved.

I am not currently requesting oral argument but reserve the right to appear at the August 5, 2025 hearing should the Court find it appropriate.

Respectfully submitted,

/s/ Gary Bennis
630 Lamplighter Ct
Eau Claire WI 54703
Gary@bobbbers
(715) 579-5659
August 11, 2025

Dated: August 11, 2025

A handwritten signature in black ink, appearing to be 'Gary Bennis', with a stylized flourish at the end.

Gary Bennis

United States Courts
Southern District of Texas
FILED

AUG 12 2025

August 11, 2025

Nathan Ochsner, Clerk of Court

Dear Clerk,

Attached is my written objection to the Debtors' Motion for Entry of an Order Authorizing Use of Escrowed Ripple Share Proceeds (Docket No. 79) in the Linqto bankruptcy case (Case No. 25-90186).

I am a pro se party in interest and respectfully request that this objection be entered into the case record.

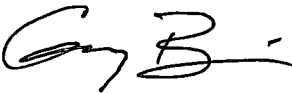
Name: Gary Bennis

Address: 630 Lamplighter Ct
Eau Claire, WI 54703

Email: Gary@bobbbers.com

Phone: (715) 579-5659

Sincerely,



Gary Bennis

REGISTERED UNDER THE LAWS OF
THE STATE OF DELAWARE
January 21, 2020



LINQTO LIQUIDSHARES LLC.

Certificate No: 26

Series Name: Linqto Liquidshares LLC - Uphold - 49

Date of Issuance: April 14, 2021

Member Name: Gary L Bennis

Equivalent Number of Shares: 7,408.00

Company Name: Uphold, Inc

Linqto Liquidshares LLC, organized in Delaware, US has issued the Discreet Series identified above. This certifies that the member named above is a member of the above named Limited Liability Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full benefits of membership of Linqto Liquidshares LLC, subject to the membership duties and obligations set forth in the Linqto Liquidshares LLC Operating Agreement

Linqto Liquidshares LLC has caused this certificate to be executed by its managing partner, Linqto Liquidshares Manager LLC on this date: April 14, 2021

William Sarris

William Sarris, CEO, Linqto, Inc.

Joseph Endoso

Witness: Joseph Endoso, Director, Linqto, Inc.

For _____ received, I, _____ sell and transfer unto _____
_____ % of the membership interest, represented within this certificate, and appoint _____
to transfer the allocated interest in the books of Linqto Liquidshares LLC with full power of substitution.

Seller

Newly Named Member

Witness



REGISTERED UNDER THE LAWS OF
THE STATE OF DELAWARE
January 21, 2020

LINQTO LIQUIDSHARES LLC.

Certificate No: 75

Series Name: Linqto Liquidshares LLC - Ripple - 94

Date of Issuance: May 18, 2022

Member Name: Gary L Bennis

Equivalent Number of Shares: 1,099.00

Company Name: Ripple Labs, Inc

Linqto Liquidshares LLC, organized in Delaware, US has issued the Discreet Series identified above. This certifies that the member named above is a member of the above named Limited Liability Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full benefits of membership of Linqto Liquidshares LLC, subject to the membership duties and obligations set forth in the Linqto Liquidshares LLC Operating Agreement

Linqto Liquidshares LLC has caused this certificate to be executed by its managing partner, Linqto Liquidshares Manager LLC on this date: May 18, 2022

William Sarris, CEO, Linqto, Inc.

Witness: Joseph Endoso, Director, Linqto, Inc.

For _____ received, I, _____ sell and transfer unto _____
_____ % of the membership interest, represented within this certificate, and appoint _____
to transfer the allocated interest in the books of Linqto Liquidshares LLC with full power of substitution.

Seller

Newly Named Member

Witness



REGISTERED UNDER THE LAWS OF
THE STATE OF DELAWARE
January 21, 2020

LINQTO LIQUIDSHARES LLC.

Certificate No: 127

Series Name: Linqto Liquidshares LLC - Ripple - 94

Date of Issuance: June 23, 2022

Member Name: Gary L Bennis

Equivalent Number of Shares: 1,150.00

Company Name: Ripple Labs, Inc

Linqto Liquidshares LLC, organized in Delaware, US has issued the Discreet Series identified above. This certifies that the member named above is a member of the above named Limited Liability Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full benefits of membership of Linqto Liquidshares LLC, subject to the membership duties and obligations set forth in the Linqto Liquidshares LLC Operating Agreement

Linqto Liquidshares LLC has caused this certificate to be executed by its managing partner, Linqto Liquidshares Manager LLC on this date: June 23, 2022

William Sarris, CEO, Linqto, Inc.

Witness: Joseph Endoso, Director, Linqto, Inc.

For _____ received, I, _____ sell and transfer unto _____
_____ % of the membership interest, represented within this certificate, and appoint _____
to transfer the allocated interest in the books of Linqto Liquidshares LLC with full power of substitution.

Seller

Newly Named Member

Witness



REGISTERED UNDER THE LAWS OF
THE STATE OF DELAWARE
January 21, 2020

LINQTO LIQUIDSHARES LLC.

Certificate No: 162

Series Name: Linqto Liquidshares LLC - Ripple - 94

Date of Issuance: March 15, 2023

Member Name: Gary L Bennis

Equivalent Number of Shares: 1,608.00

Company Name: Ripple Labs, Inc

Linqto Liquidshares LLC, organized in Delaware, US has issued the Discreet Series identified above. This certifies that the member named above is a member of the above named Limited Liability Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full benefits of membership of Linqto Liquidshares LLC, subject to the membership duties and obligations set forth in the Linqto Liquidshares LLC Operating Agreement

Linqto Liquidshares LLC has caused this certificate to be executed by its managing partner, Linqto Liquidshares Manager LLC on this date: March 15, 2023

William Sarris

William Sarris, CEO, Linqto, Inc.

Joseph Endoso

Witness: Joseph Endoso, Director, Linqto, Inc.

For _____ received, I, _____ sell and transfer unto _____
_____ % of the membership interest, represented within this certificate, and appoint _____
to transfer the allocated interest in the books of Linqto Liquidshares LLC with full power of substitution.

Seller

Newly Named Member

Witness

REGISTERED UNDER THE LAWS OF
THE STATE OF DELAWARE
January 21, 2020



LINQTO LIQUIDSHARES LLC.

Certificate No: 87

Series Name: Linqto Liquidshares LLC - Polysign - 16

Date of Issuance: March 29, 2023

Member Name: Gary L Bennis

Equivalent Number of Shares: 3,226.00

Company Name: Polysign, Inc

Linqto Liquidshares LLC, organized in Delaware, US has issued the Discreet Series identified above. This certifies that the member named above is a member of the above named Limited Liability Company and holds the number of units in the Series that represents the equivalent number of shares identified above in the Company Name. The member is entitled to the full benefits of membership of Linqto Liquidshares LLC, subject to the membership duties and obligations set forth in the Linqto Liquidshares LLC Operating Agreement

Linqto Liquidshares LLC has caused this certificate to be executed by its managing partner, Linqto Liquidshares Manager LLC on this date: March 29, 2023

William Sarris, CEO, Linqto, Inc.

Witness: Joseph Endoso, Director, Linqto, Inc.

For _____ received, I, _____ sell and transfer unto _____
_____ % of the membership interest, represented within this certificate, and appoint
to transfer the allocated interest in the books of Linqto Liquidshares LLC with full power of substitution.

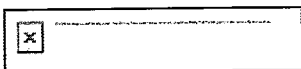
Seller

Newly Named Member

Witness

trish@rod-n-bobbs.com

From: Linqto <no-reply@linqto.com> on behalf of Linqto
Sent: Wednesday, June 22, 2022 3:21 PM
To: gary@bobbers.com
Subject: Order Confirmation



Thank You for Your Buy Order

Dear Gary Bennis, here are the details of your new Buy Order with Linqto.

Buyer Name: Gary Bennis

Order ID: 26335

Company Name: Ripple

Amount: \$50,025.00

Equivalent Number of Shares*: 1,150

*You are purchasing the number of units in the Series that represents the equivalent number of shares identified above.

Wire Instructions

Wire \$50,025.00 directly to Linqto for your payment. [View Wire Instructions](#)

NOTE: please include your Order ID and name in the memo of your wire.

Contact Linqto

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trish@rod-n-bobbs.com

From: Nick Burrafato <nick@linqto.com> on behalf of Nick Burrafato
Sent: Monday, February 21, 2022 1:10 PM
To: Gary Bennis
Subject: Team Apollo Group @ Linqto

Hello Gary,

First, I wanted to thank you for being a valued Linqto investor member. We're excited that you have taken advantage of our industry leading access to this dynamic asset class. Second, I wanted to draw your attention to the fact that you are on the cusp of becoming a member of our exclusive "Team Apollo" group.

The Team Apollo group is made up of the top 20% of our investor community. The current threshold stands at \$60,000. However, that number is fluid. Due to our ongoing success, we will be raising the bar in the near future. What you may not know, is that once you are a member of Team Apollo, it becomes a permanent status regardless of the rising access point to membership.

The follow are some of the benefits of being in Team Apollo member and we are adding to it all the time;

1. Discounts on Investments @ \$25,000 and again at \$50,000
2. Special invitations to online and in person events
3. Community access to Linqto peers
4. A dedicated Linqto team member with quarterly one-on-one discussions
5. Team Apollo Telegram group w/ special access to interact with Joe Endoso our COO
6. Free registration to the Global Investor Conference in Lisbon
7. Access to partner goods and services including Maverick Moon Wine
8. Access to Linqto NFTs (coming soon)

We'd love to welcome you to the club. If you would like to discuss and learn more about the Team Apollo group please hit the link below and schedule a convenient time for us to chat.

Best,
 Nick



Nick Burrafato

Director of Digital Asset Sales

407-312-6190

www.linqto.com

To book a phone meeting with me click: [Meeting](#)

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financial projections and legal or other investment advice. All emails sent to or from Linqto Inc. corporate email systems may be retained, monitored and/or reviewed by each of these named entities and their respective personnel. Joe Endoso and Chris Fraser are principals of Linqto, Inc. and registered agents of Rainmaker Securities, LLC, member FINRA/SIPC. Find information about Rainmaker Securities and its agents on BrokerCheck.

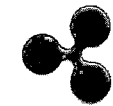
trish@rod-n-bobbs.com

From: Alan Kerlidou <alan@lingto.com> on behalf of Alan Kerlidou
Sent: Thursday, May 19, 2022 8:45 AM
To: Gary Bennis
Subject: Re: Support Request

Hi Gary,

Thank you for reaching out. You can obtain a downloadable PDF of the membership certificates enticing you in the ownership of your Ripple and Uphold shares by accessing [My Portfolio](#) from our website.

At the bottom of My Portfolio, you can find the historic of completed orders. Click on one of the completed orders, and you will land on similar page to the attached snapshot in this email.



Ripple

Series

- Disclaimer >
- Operating Agreement >
- Subscription Agreement >
- Membership Certificate >

Order

Completed

This order includes _____ of Ripple at ,

Payment Method _____ Wire

Ordered At _____

Total (before applying credits) _____

Lingto Fee _____ \$0.00

TOTAL

**You are purchasing the number of units in the series that represents the equivalent number of shares identified above.*



Right beneath the Ripple or Uphold's logo, you can access the Operating and Subscription Agreements as well as the Membership Certificates, which is the document evidencing your interest in your shares.

A Membership certificate will be generated for each order you complete on Lingto. Please let me know if you need further assistance.

Regards,

Alan Kerlidou

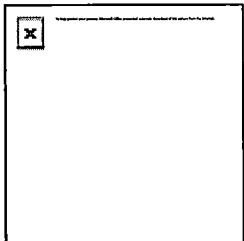
Customer Success Manager

alan@lingto.com

From USA: (011) 33 768245967

From EU: (00) 33 768245967

France: 0768245967





LINQTO

DISCLOSURE: All private securities offerings by Linqto, Inc. on behalf of its managed investment vehicles are done under the supervision of RainMaker Securities, LLC. Rainmaker Securities, LLC ("RMS") is a FINRA registered broker-dealer and SIPC member. RMS representatives are supervised from the 3131 NE 1st Ave., Suite 3002, Miami, FL 33137. For additional important disclosures, including our relationship summary, please visit www.rainmakersecurities.com/disclosures RMS is engaged by its clients to make referrals to buyers or sellers of securities. If such client closes a securities transaction with a buyer or seller so referred, RMS is entitled to a success fee from the client. Such success fee may be in the form of cash or in warrants to purchase securities of the client or client's affiliate. It is not uncommon for RMS or RMS representatives to hold equity in its issuer clients or in the issuers of securities purchased or sold by the parties to a transaction. This confidential communication does not represent an offer or solicitation to buy or sell securities. Such an offer must be made via definitive legal documentation by the buyer or seller of securities. RMS deals only in securities offered in private placements ("Securities"). The Securities are not approved or disapproved by the SEC or any other federal or state agency. No regulatory agency has endorsed the accuracy or adequacy of this communication or any offer or solicitation to buy or sell the Securities. Only investors that qualify as "accredited investors" - as defined Rule 501(d) of the Securities Act of 1933 - may invest in the securities. Investments in the Securities are speculative and involve a high degree of risk. An investor in the Securities should have little to no need for liquidity in the foreseeable future and should be able to withstand the loss of the entire investment. Potential buyers or sellers of the Securities should seek professional counsel prior to entering into any transaction.

mercredi 18 mai 2022 à 22:19:14 -0700, Linqto <no-reply@linqto.com>:

Name: Gary Bennis

Email: gary@bobbers.com

UserId: 14205

Message:

I signed in and clicked on documents and it says "there is no document. My order number is 25062. Can someone please explain where the documents are?"

trish@rod-n-bobbs.com

From: Gary Bennis <gary@rod-n-bobbs.com>
Sent: Monday, July 21, 2025 4:10 PM
To: Trish Helland
Subject: FW: Lingto: Accreditation Update

Categories: GARY

From: Matt Kraegenbrink [mailto:mkraegenbrink@rhaccountants.com]
Sent: Monday, April 21, 2025 8:41 AM
To: Gary Bennis <gary@rod-n-bobbs.com>
Subject: Re: Lingto: Accreditation Update

Good Morning Gary,

It just had that you needed to qualify for one of the three. Thanks!

Accredited investor qualifications

In the United States, a natural person can qualify as an accredited investor, as defined by Rule 501(d) of the Securities Act of 1933, if they either:

- Possess a net worth over \$1 million USD, excluding their primary residence (individually or with spouse/spousal equivalent), OR
- Have earned over \$200,000 USD (individually) or \$300,000 USD (with spouse/spousal equivalent) in each of the past two years and reasonably expects the same for the current year, OR
- Hold an active FINRA Series 7, Series 65, or Series 82 license in good standing

Matt Kraegenbrink, EA
Vice President
Johnson, Runkel & Kraegenbrink, Inc.
3707 Hamilton Ave
Altoona, WI 54720
(715)832-5779

From: Gary Bennis <gary@rod-n-bobbs.com>
Sent: Sunday, April 20, 2025 8:04 PM
To: Matt Kraegenbrink <mkraegenbrink@rhaccountants.com>
Subject: RE: Lingto: Accreditation Update

Matt,

Does yearly income of only 300k meet the threshold when it comes to qualifying as an accredited investors? I ask this because when we first did it if I recall correctly we also listed all our assets too. Which, paints a bigger picture. Your thoughts on this? Did I ask for other assets, etc?

-Gary

From: Matt Kraegenbrink [mailto:mkraegenbrink@rhaccountants.com]
Sent: Sunday, April 20, 2025 7:46 PM
To: Rod-n-Bobb's <gary@rod-n-bobbs.com>
Subject: Re: Linqto: Accreditation Update

Hi Gary,

Attached it shows it is under review for your verification. I used your W-2's for the last two years to show more than 300K income when married filing jointly.



Invest

① Thank you for submitting your accreditation documents! Our team is re

Investor Profile

Verify Accreditation

Regulations require you to be accredited to invest on Linqto. [Learn more](#)

Accreditation Method ① Under Review

👤 \$300K Combined Spousal Income

📁 Manually

Need help? [Contact Us](#)

Matt Kraegenbrink, EA
 Vice President
 Johnson, Runkel & Kraegenbrink, Inc.

3707 Hamilton Ave
Altoona, WI 54720
(715)832-5779

From: Rod-n-Bobb's <gary@rod-n-bobbs.com>
Sent: Friday, April 18, 2025 1:52 PM
To: Matt Kraegenbrink <mkraegenbrink@jrhaccountants.com>
Subject: Re: Linqto: Accreditation Update

Here you go Matt!

Linqto.com
Username: gary@bobbers.com
PW: Rnbadmin#266892

Regards,

Gary Bennis
President

Rod-N-Bobb's, Inc.
630 Lamplighter Ct.
Eau Claire, WI 54703
Plant: 715-826-2776/2777
Cell: 715-579-5659
www.Rod-N-Bobbs.com
www.nightfishing.com
www.bobbers.com

On Apr 18, 2025, at 12:56 PM, Matt Kraegenbrink <mkraegenbrink@jrhaccountants.com> wrote:

Hi Gary,

I can do that. The link takes me to the login for Linqto though, and I don't have a login. Can I have you login and get what it shows for acceptable documentation? Also, it looks like the link to the letter will need to be signed and submitted also.

Have a good day!

Matt Kraegenbrink, EA
Vice President
Johnson, Runkel & Kraegenbrink, Inc.
3707 Hamilton Ave
Altoona, WI 54720
(715)832-5779

From: Rod-n-Bobb's <gary@rod-n-bobbs.com>
Sent: Thursday, April 17, 2025 7:32 PM

To: Matt Kraegenbrink <mkraegenbrink@lrhaccountants.com>

Cc: MOM <ann@rod-n-bobbs.com>

Subject: Fwd: Linqto: Accreditation Update

Matt,

No worries. I couldn't remember what you said now that you say series 7 I do remember that. Anyway, it sounds like we can upload everything to them per the link below. Can you do that for me? I believe you would have all the info.

Regards,

Gary Bennis
President

Rod-N-Bobb's, Inc.
630 Lamplighter Ct.
Eau Claire, WI 54703
Plant: 715-826-2776/2777
Cell: 715-579-5659
www.Rod-N-Bobbs.com
www.nightfishing.com
www.bobbers.com

Begin forwarded message:

From: Matt Kraegenbrink <mkraegenbrink@lrhaccountants.com>
Date: April 17, 2025 at 7:22:31 PM CDT
To: Rod-n-Bobb's <gary@rod-n-bobbs.com>
Cc: MOM <ann@rod-n-bobbs.com>
Subject: Re: Linqto: Accreditation Update

I'm not a CPA; I'm an Enrolled Agent. I also have my series 7 license for investments. Not sure what the issue is there but if you need me to make a call to see if I can resolve it, let me know.

Thanks!

Matt Kraegenbrink, EA
Vice President
Johnson, Runkel & Kraegenbrink, Inc.
3707 Hamilton Ave
Altoona, WI 54720
(715)832-5779

From: Rod-n-Bobb's <gary@rod-n-bobbs.com>
Sent: Thursday, April 17, 2025 6:36 PM
To: Matt Kraegenbrink <mkraegenbrink@lrhaccountants.com>
Cc: MOM <ann@rod-n-bobbs.com>
Subject: Re: Linqto: Accreditation Update

Matt,

Please see below. Are you not a licensed CPA?

Regards/Gary

On Apr 17, 2025, at 5:49 PM, Linqto Support <support@linqto.com> wrote:

Hi Gary,

Thank you for taking the time to submit your documents to re-verify your status as an accredited investor. We are unable to complete the verification based on the letter submitted. We can only accept letters signed by licensed professionals such as a CPAs, Investment Advisors, Broker-Dealers, or Attorneys.

In lieu of this letter, we can verify your status via financial documentation as well. I've included a link to our Help Center below which outlines the acceptable documentation to complete the verification:

Verifying Your Accredited Investor Status

Please note, if you choose to verify via net worth, the attached letter will also need to accompany your credit report.

You can securely upload the documentation here when you are ready: <https://app.linqto.com/investor-status>

Best regards,

Client Success Team

www.linqto.com



IMPORTANT LEGAL NOTICE AND DISCLOSURES: Nothing contained in this email constitutes tax, legal, insurance or investment advice nor does it constitute a solicitation or an offer to buy or sell any security or other financial instrument. This email and any attachment(s) are intended only for the exclusive use of the addressee(s) and may contain information that is privileged and confidential. If you are not the intended recipient, any use, interference with, disclosure or copying of this material is unauthorized and strictly prohibited. If you have received this message in error, please notify the sender by return email immediately and delete the message from your computer without making any copies. Investing in securities in private companies is speculative and involves a high degree of risk. The recipient must be prepared to withstand a total loss of your investment. We strongly encourage the recipient to complete their own independent due diligence before investing in securities or financial instruments including obtaining additional information, opinions, financial projections and legal or other investment advice.

Accredited Investor Verification Letter- United States Individual Investor

Date: 4/14/2021

Investor Legal Name: Gary & Ann Bennis

Investor Primary Address: 630 Lamplighter Ct, Eau Claire, WI 54703

Verifying Individual Name: Matthew Kraegenbrink

Verifying Individual Occupation: Accountant

In connection with the Investor's intention to participate in securities offerings pursuant to Rule 506(c) under the Securities Act of 1933 (the "Securities Act"), the Verifying Individual or Entity above has taken reasonable steps to verify and has determined that Investor is an "accredited investor" as such term is defined in Rule 501 of the Securities Act.

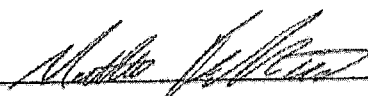
Investor has qualified as an "accredited investor" because he or she (check one):

☐ Has earned income that exceeded \$200,000 (or \$300,000 together with a spouse) in each of the prior two years, and reasonably expects the same for the current year,

☒ Has a net worth over \$1 million, either alone or together with a spouse (excluding the value of the person's primary residence).

☐ Has successfully passed the FINRA Series 7, 65, or 82 exam. Please provide FINRA CRD number here: _____

This written confirmation of Investor's status as an "accredited investor" may be relied upon by any issuer and any of its partners, agents, affiliates, or participating platforms in connection with any transaction it may conduct pursuant to Rule 506 under the Securities Act. It may not be used or relied upon by an Issuer or any other party for any other purpose.

Signature of Verifying Individual: 

Verifying Individual Company Name: Johnson, Runkel + Kraegenbrink, Inc.

Verifying Individual Company Address: 3707 Hamilton Ave

Albion, WI 54720

651123

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2024

For calendar year 2024, or tax year

beginning

ending

Partner's Share of Income, Deductions,
Credits, etc.

See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
87-2216797

B Partnership's name, address, city, state, and ZIP code

LINQTO LIQUIDSHARES LLC - UPHOLD - 49
101 METRO DRIVE SUITE 335
SAN JOSE, CA 95110C IRS center where partnership filed return:
E-FILED ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL**I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	4.3316000 %	4.3316000 %
Loss	4.3316000 %	4.3316000 %
Capital	4.3316000 %	4.3316000 %

Check if decrease is due to:

☐ Sale or ☐ Exchange of partnership interest. See instructions.K1 Partner's share of liabilities: **Beginning** **Ending**

Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

K2 Check this box if Item K-1 includes liability amounts from lower-tier partnerships ☐K3 Check if any of the above liability is subject to guarantees or other payment obligations by the partner. See instructions ☐

L Partner's Capital Account Analysis

Beginning capital account	\$ 50004.
Capital contributed during the year	\$
Current year net income (loss)	\$ 0.
Other increase (decrease) (attach explanation)	\$
Withdrawals and distributions	\$ ()
Ending capital account	\$ 50004.

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes ☒ No If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning	\$
Ending	\$

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1 Ordinary business income (loss) 0.	14 Self-employment earnings (loss) A 0.
2 Net rental real estate income (loss)	15 Credits
3 Other net rental income (loss)	
4a Guaranteed payments for services	16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>
4b Guaranteed payments for capital	17 Alternative min tax (AMT) items
4c Total guaranteed payments	
5 Interest income	18 Tax-exempt income and nondeductible expenses
6a Ordinary dividends	
6b Qualified dividends	
6c Dividend equivalents	19 Distributions
7 Royalties	20 Other information
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured section 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	21 Foreign taxes paid or accrued
13 Other deductions	
22 <input type="checkbox"/> More than one activity for at-risk purposes*	
23 <input type="checkbox"/> More than one activity for passive activity purposes*	

*See attached statement for additional information.

For IRS Use Only

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.	
Passive loss	See page 15
Passive income	Schedule E (Form 1040), line 28, column (h)
Nonpassive loss	See page 15
Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)	See page 15
3. Other net rental income (loss)	
Net income	Schedule E (Form 1040), line 28, column (h)
Net loss	See Instructions for Form 8582
4a. Guaranteed payment services	See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital	See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total	See page 16
5. Interest income	Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends	Form 1040 or 1040-SR, line 3b
6b. Qualified dividends	Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents	See page 16
7. Royalties	Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)	Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)	Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D inst)
9c. Unrecaptured section 1250 gain	See page 17
10. Net section 1231 gain (loss)	See page 17
11. Other income (loss)	
Code A. Other portfolio income (loss)	See page 17
Code B. Involuntary conversions	See page 17
Code C. Section 1256 contracts & straddles	Form 6781, line 1
Code D. Mining exploration costs recapture	See 2022 Pub. 535
Code E. Cancellation of debt	See page 17
Code F. Section 743(b) positive adjustments	See page 17
Code G. Reserved for future use	
Code H. Section 951(a) income inclusions	See page 17
Code I. Gain (loss) from disposition of oil, gas, geothermal, or mineral properties (section 59(e))	See page 18
Code J. Recoveries of tax benefit items	See page 18
Code K. Gambling gains and losses	See page 18
Code L. Any income, gain, or loss to the partnership from a distribution under section 751(b) (certain distributions treated as sales or exchanges)	See page 18
Code M. Gain eligible for section 1045 rollover (replacement stock purchased by partnership)	See page 18
Code N. Gain eligible for section 1045 rollover (replacement stock not purchased by the partnership)	See page 18
Code O. Sale or exchange of QSB stock with section 1202 exclusion	See page 19
Code P. Gain or loss on disposition of farm recapture property and other items to which section 1252 applies	See page 19
Code Q. Gain or loss on Fannie Mae or Freddie Mac qualified preferred stock	See page 19
Code R. Specially allocated ordinary gain (loss)	See page 19
Code S. Non-portfolio capital gain (loss)	See page 19
Codes T through X. Reserved for future use	
Code ZZ. Other	See page 19
12. Section 179 deduction	See page 19
13. Other deductions	
Code A. Cash contributions (60%)	See page 19
Code B. Cash contributions (30%)	See page 20
Code C. Noncash contributions (50%)	See page 20

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code D. Noncash contributions (30%)	See page 20
Code E. Capital gain property to a 50% organization (30%)	See page 20
Code F. Capital gain property (20%)	See page 20
Code G. Contributions (100%)	See page 20
Code H. Investment interest expense	Form 4952, line 1
Code I. Deductions-royalty income	Schedule E (Form 1040), line 19
Code J. Section 59(e)(2) expenditures	See page 20
Code K. Excess business interest expense	See page 21
Code L. Deductions-portfolio income (other)	Schedule A (Form 1040), line 16
Code M. Amounts paid for medical insurance	Sch A (Form 1040), line 1; or Sch 1 (Form 1040), line 17
Code N. Educational assistance benefits	See page 21
Code O. Dependent care benefits	Form 2441, line 12
Code P. Preproductive period expenses	See page 21
Code Q. Reserved for future use	
Code R. Pensions and IRAs	See page 21
Code S. Reforestation expense deduction	See page 21
Codes T through U. Reserved for future use	
Code V. Section 743(b) negative adjustments	See page 21
Code W. Soil and water conservation	See page 21
Code X. Film, television, and theatrical production expenditures	See page 21
Code Y. Expenditures for removal of barriers	See page 22
Code Z. Itemized deductions	See page 22
Code AA. Contributions to a capital construction fund (CCF)	See page 22
Code AB. Penalty on early withdrawal of savings	See page 22
Code AC. Interest expense allocated to debt-financed distributions	See page 22
Code AD. Interest expense on working interest in oil or gas	See page 22
Code AE. Deductions-portfolio income	See page 22
Codes AF through AJ. Reserved for future use	
Code ZZ. Other	See page 22
14. Self-employment earnings (loss)	
Note. If you have a section 179 deduction or any partner-level deductions, see	page 22 before completing Schedule SE (Form 1040).
Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
Code B. Gross farming or fishing income	See page 22
Code C. Gross nonfarm income	See page 22
15. Credits	
Code A. Zero-emission nuclear power production credit	See page 23
Code B. Credit for production from advanced nuclear power facilities	See page 23
Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 23
Code D. Low-income housing credit (other) from post-2007 buildings	See page 23
Code E. Qualified rehabilitation expenditures (rental real estate)	See page 23
Code F. Other rental real estate credits	See page 23
Code G. Other rental credits	See page 23
Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
Code I. Biofuel producer credit	See page 23
Code J. Work opportunity credit	See page 23
Code K. Disabled access credit	See page 23
Code L. Empowerment zone employment credit	See page 23
Code M. Credit for increasing research activities	See page 23
Code N. Credit for employer social security and Medicare taxes	See page 23
Code O. Backup withholding	See page 23
Code P. Unused investment credit from the qualifying advanced coal project credit or qualifying gasification project credit allocated from cooperatives	See page 23
Code Q. Unused investment credit from the qualifying advanced energy project credit allocated from cooperatives	See page 23
Code R. Unused investment credit from the advanced manufacturing investment credit allocated from cooperatives	See page 23
Code S. Unused investment credit from the clean electricity investment credit allocated from cooperatives	See page 24

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
	Code T. Unused investment credit from the energy credit allocated from cooperatives	See page 24
	Code U. Unused investment credit from the rehabilitation credit allocated from cooperatives	See page 24
	Code V. Advanced manufacturing production credit	See page 24
	Codes W and X. Reserved for future use	
	Code Y. Clean hydrogen production credit	See page 24
	Code Z. Orphan drug credit	See page 24
	Code AA. Enhanced oil recovery credit	See page 24
	Code AB. Renewable electricity production credit	See page 24
	Code AC. Biodiesel, renewable diesel, or sustainable aviation fuels credit	See page 24
	Code AD. New markets credit	See page 24
	Code AE. Credit for small employer pension plan startup costs	See page 24
	Code AF. Credit for small employer auto-enrollment	See page 24
	Code AG. Credit for small employer military spouse retirement plan eligibility	See page 24
	Code AH. Credit for employer-provided childcare facilities and services	See page 24
	Code AI. Low sulfur diesel fuel production credit	See page 24
	Code AJ. Qualified railroad track maintenance credit	See page 24
	Code AK. Credit for oil and gas production from marginal wells	See page 24
	Code AL. Distilled spirits credit	See page 24
	Code AM. Energy efficient home credit	See page 24
	Code AN. Reserved for future use	
	Code AO. Alternative fuel vehicle refueling property credit	See page 24
	Code AP. Clean renewable energy bond credit	See page 24
	Code AQ. New clean renewable energy bond credit	See page 24
	Code AR. Qualified energy conservation bond credit	See page 24
	Code AS. Qualified zone academy bond credit	See page 24
	Code AT. Qualified school construction bond credit	See page 24
	Code AU. Build America bond credit	See page 24
	Code AV. Credit for employer differential wage payments	See page 24
	Code AW. Carbon oxide sequestration credit	See page 24
	Code AX. Carbon oxide sequestration credit recapture	See page 24
	Code AY. New clean vehicles credit	See page 24
	Code AZ. Qualified commercial clean vehicle credit	See page 24
	Code BA. Credit for small employer health insurance premiums	See page 24
	Code BB. Employer credit for paid family and medical leave	See page 24
	Code BC. Eligible credits from transferor(s) under section 6418	See page 24
	Codes BD through BG. Reserved for future use	
	Code ZZ. Other	See page 24
17.	Alternative minimum tax (AMT) items	
	Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
	Code B. Adjusted gain or loss	See Instructions for Form 6251
	Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
	Code D. Oil, gas, and geothermal-gross income	See Instructions for Form 6251
	Code E. Oil, gas, and geothermal-deductions	See Instructions for Form 6251
	Code F. Other AMT items	See Instructions for Form 6251
18.	Tax-exempt income and nondeductible expenses	
	Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
	Code B. Other tax-exempt income	See page 25
	Code C. Nondeductible expenses	See page 25
19.	Distributions	
	Code A. Cash and marketable securities	See page 26
	Code B. Distribution subject to section 737	See page 26
	Code C. Other property	See page 26
20.	Other information	
	Code A. Investment income	Form 4952, line 4a
	Code B. Investment expenses	Form 4952, line 5

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code C. Fuel tax credit information	Form 4136
Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 26
Code E. Basis of energy property	See page 26
Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 26
Code G. Recapture of low-income housing credit for other partnerships	See page 26
Code H. Recapture of investment credit	See Form 4255
Code I. Recapture of other credits	See page 27
Code J. Look-back interest-completed long-term contracts	See Form 8697
Code K. Look-back interest-income forecast method	See Form 8866
Code L. Dispositions of property with section 179 deductions	See page 27
Code M. Recapture of section 179 deduction	See page 28
Code N. Business interest expense (information item)	See page 28
Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
Code T. Depletion deduction	See 2023 Pub. 535
Code U. Section 743(b) basis adjustment	See page 28
Code V. Unrelated business taxable income	See page 28
Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
Code X. Payment obligations including guarantees and deficit obligations (DROs)	See page 29
Code Y. Net investment income	See Instructions for Form 8960
Code Z. Section 199A information	Form 8995 or Form 8995-A
Code AA. Section 704(c) information	See page 30
Code AB. Section 751 gain (loss)	See page 30
Code AC. Section 1(h)(5) collectibles gain	See page 30
Code AD. Section 1(h)(6) unrecaptured section 1250 gain	See page 30
Code AE. Excess taxable income	See Instructions for Form 8990
Code AF. Excess business interest income	See page 30
Code AG. Gross receipts for section 448(c)	See page 30
Code AH. Noncash charitable contributions	See page 30
Code AI. Interest and tax on deferred compensation to partners	See page 30
Code AJ. Excess business loss limitation	See page 30
Code AK. Gain from mark-to-market election	See page 31
Code AL. Section 721(c) partnership	See page 31
Code AM. Section 1061 information	See page 31
Code AN. Farming and fishing business	See page 31
Code AO. PTP information	See page 31
Code AP. Inversion gain	See page 31
Code AQ. Conservation reserve program payments	See page 31
Code AR. IRA disclosure	See page 31
Code AS. Qualifying advanced coal project property and qualifying gasification project property	See page 31
Code AT. Qualifying advanced energy project property	See page 31
Code AU. Advanced manufacturing investment property	See page 31
Code AV. Reserved for future use	
Code AW. Reportable transactions	See page 31
Code AX. Corporate alternative minimum tax (CAMT)	
Code AY. Foreign partners, Form 8990, Schedule A	See page 31
Codes AZ through BD. Reserved for future use	
Code ZZ. Other	See page 32
21. Foreign taxes paid or accrued	See page 32

☐ Final K-3☐ Amended K-3**Schedule K-3
(Form 1065)****Partner's Share of Income, Deductions,
Credits, etc.-International**

OMB No. 1545-0123

2024Department of the Treasury
Internal Revenue ServiceFor calendar year 2024, or tax year beginning _____, ending _____
See separate instructions.

Information About the Partnership	Information About the Partner
A Partnership's employer identification number (EIN) 87-2216797	C Partner's social security number (SSN) or taxpayer identification number (TIN) (Do not use TIN of a disregarded entity. See instructions.) 473-82-6629
B Partnership's name, address, city, state, and ZIP code LINQTO LIQUIDSHARES LLC - UPHOLD - 4 101 METRO DRIVE SUITE 335 SAN JOSE, CA 95110	D Name, address, city, state, and ZIP code for partner entered in C. See instr. GARY BENNIS 630 LAMPLIGHTER CT EAU CLAIRE, WI 54703

		Yes	No
E Check to indicate the parts of Schedule K-3 that apply.			
1 Does Part I apply? If "Yes," complete and attach Part I	1		X
2 Does Part II apply? If "Yes," complete and attach Part II	2		X
3 Does Part III apply? If "Yes," complete and attach Part III	3		X
4 Does Part IV apply? If "Yes," complete and attach Part IV	4		X
5 Does Part V apply? If "Yes," complete and attach Part V	5		X
6 Does Part VI apply? If "Yes," complete and attach Part VI	6		X
7 Does Part VII apply? If "Yes," complete and attach Part VII	7		X
8 Does Part VIII apply? If "Yes," complete and attach Part VIII	8		X
9 Does Part IX apply? If "Yes," complete and attach Part IX	9		X
10 Does Part X apply? If "Yes," complete and attach Part X	10		X
11 Does Part XI apply? If "Yes," complete and attach Part XI	11		X
12 Does Part XII apply? If "Yes," complete and attach Part XII	12		X
13 Does Part XIII apply? If "Yes," complete and attach Part XIII	13		X

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For Paperwork Reduction Act Notice, see the Instructions for Form 1065. www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2024

TAXABLE YEAR

2024

**Member's Share of Income,
Deductions, Credits, etc.**429421 11-29-24
CALIFORNIA SCHEDULE**K-1 (568)**

TYB 01-01-2024 TYE 12-31-2024
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

87-2216797 202461313191
LINQTO LIQUIDSHARES LLC - UPHOLD - 49

101 METRO DRIVE SUITE 335
SAN JOSE CA 95110

A What type of entity is this member? • See instructions.

- (1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization
 (2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)
 (3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name _____
 (11c) DE owner's TIN _____ • ☐ Yes ☒ No

B Is this member a foreign member? _____

C Enter member's percentage (without regard to special allocations) of:

	(i) Beginning		(ii) Ending	
Profit	4.3316	%	4.3316	%
Loss	4.3316	%	4.3316	%
Capital	4.3316	%	4.3316	%

Check if decrease is due to: _____ ☐ Sale or ☐ Exchange of LLC interest

D Member's share of liabilities:

	(i) Beginning		(ii) Ending	
Nonrecourse	\$	.00	\$	.00
Qualified nonrecourse financing	\$	.00	\$	.00
Recourse	\$	.00	\$	.00

Check the box if Item D includes liability amounts from lower-tier partnerships or LLCs ☐
 Check if any of the above liability is subject to guarantees or other payment obligations by the member ☐

E Reportable transaction or tax shelter registration number(s)

Member's name

Member's identifying number

GARY BENNIS

473-82-6629

- F (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☐ ☒
- (2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☐ ☒
- G Check here if this is: (1) ☐ A final Schedule K-1 (568) (2) ☐ An amended Schedule K-1 (568)
- H Is this member a resident of California? ☐ Yes ☒ No
- I Did this member contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions ☐ Yes ☒ No
- J Member's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

K Analysis of member's tax basis capital account.

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
50004				()	50004

Caution: Refer to Member's Instructions for Schedule K-1 (568) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			•	•
	4 a Guaranteed payments for services				
	4 b Guaranteed payments for capital				
	4 c Total guaranteed payments			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶

Member's name

GARY BENNIS

Member's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery prop. (IRC Section 179)			<input type="radio"/>	<input type="radio"/>
	13 a Cash contributions			<input type="radio"/>	
	b Noncash contributions			<input type="radio"/>	
	c Investment interest expense			<input type="radio"/>	<input type="radio"/>
	d 1 Total expenditures to which an IRC Section 59(e) election may apply			<input type="radio"/>	<input type="radio"/>
	2 Type of expenditures <input checked="" type="radio"/>				
	e Deductions related to portfolio income. Attach schedule			<input type="radio"/>	<input type="radio"/>
	f Other deductions. Attach schedule			<input type="radio"/>	<input type="radio"/>
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year LLC)			<input type="radio"/>	<input type="radio"/>
	b Low-income housing credit			<input type="radio"/>	<input type="radio"/>
	c Credits other than line 15b related to rental real estate activities			<input type="radio"/>	<input type="radio"/>
	d Credits related to other rental activities. Attach schedule			<input type="radio"/>	<input type="radio"/>
	e Nonconsenting nonresident members' tax paid by LLC			<input type="radio"/>	<input type="radio"/>
	f Other credits - Attach required schedules or statements			<input type="radio"/>	<input type="radio"/>
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			<input type="radio"/>	<input type="radio"/>
	b Adjusted gain or loss			<input type="radio"/>	<input type="radio"/>
	c Depletion (other than oil & gas)			<input type="radio"/>	<input type="radio"/>
	d Gross income from oil, gas, and geothermal properties			<input type="radio"/>	<input type="radio"/>
	e Deductions allocable to oil, gas, and geothermal properties			<input type="radio"/>	<input type="radio"/>
	f Other alternative minimum tax items. Attach schedule			<input type="radio"/>	<input type="radio"/>
Tax-exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income			<input type="radio"/>	<input type="radio"/>
	b Other tax-exempt income			<input type="radio"/>	<input type="radio"/>
	c Nondeductible expenses			<input type="radio"/>	<input type="radio"/>
Distributions	19 a Distributions of money (cash and marketable securities)			<input type="radio"/>	
	b Distributions of property other than money			<input type="radio"/>	
Other Information	20 a Investment income			<input type="radio"/>	<input type="radio"/>
	b Investment expenses			<input type="radio"/>	<input type="radio"/>
	c Other information. See instructions			<input type="radio"/>	
21	<input type="checkbox"/> More than one activity for at-risk purposes. See instructions.				
22	<input type="checkbox"/> More than one activity for passive activity purposes. See instructions.				

Member's name

GARY BENNIS

Member's identifying number

473-82-6629

Other Member Information

Table 1 - Member's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the member):

Interest ... \$	<input type="text"/>	Sec. 1231 Gains/Losses \$	<input type="text"/>	Capital Gains/Losses \$	<input type="text"/>
Dividends \$	<input type="text"/>	Royalties	<input type="text"/>	Other	<input type="text"/>

FOR USE BY MEMBERS ONLY - See instructions.

Table 2 - Member's share of distributive items.

- A. Member's share of the LLC's business income. See instructions. \$
- B. Member's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses	\$ <input type="text"/>	Rents/Royalties	\$ <input type="text"/>
Sec. 1231 Gains/Losses	\$ <input type="text"/>	Other	\$ <input type="text"/>

- C. Member's distributive share of the LLC's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$ <input type="text"/>	\$ <input type="text"/>
Property: Ending	\$ <input type="text"/>	\$ <input type="text"/>
Property: Annual rent expense	\$ <input type="text"/>	\$ <input type="text"/>
Payroll	\$ <input type="text"/>	\$ <input type="text"/>
Sales	\$ <input type="text"/>	\$ <input type="text"/>

651123

**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service**2023**

For calendar year 2023, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

beginning **02/09/2023**ending **12/31/2023****Partner's Share of Income, Deductions, Credits, etc.**

See separate instructions.

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1 Ordinary business income (loss)	14 Self-employment earnings (loss)
0.	A 0.
2 Net rental real estate income (loss)	15 Credits
3 Other net rental income (loss)	
4a Guaranteed payments for services	16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>
4b Guaranteed payments for capital	17 Alternative min tax (AMT) items
4c Total guaranteed payments	
5 Interest income	18 Tax-exempt income and nondeductible expenses
6a Ordinary dividends	
6b Qualified dividends	19 Distributions
6c Dividend equivalents	
7 Royalties	20 Other information
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured section 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	21 Foreign taxes paid or accrued
13 Other deductions	
22 <input type="checkbox"/> More than one activity for at-risk purposes*	
23 <input type="checkbox"/> More than one activity for passive activity purposes*	

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*See attached statement for additional information.

Part I Information About the Partnership**A** Partnership's employer identification number
92-2273215**B** Partnership's name, address, city, state, and ZIP code
LINQTO LIQUIDSHARES LLC -
POLYSIGN - 16
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**C** IRS center where partnership filed return:
E-FILE**D** ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner****E** Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629**F** Name, address, city, state, and ZIP code for partner entered in E. See instructions.GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**G** ☒ General partner or LLC member-manager ☐ Limited partner or other LLC member**H1** ☒ Domestic partner ☐ Foreign partner**H2** ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL****I2** If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐**J** Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	0.8907000 %	0.8907000 %
Loss	0.8907000 %	0.8907000 %
Capital	0.8907000 %	0.8907000 %

Check if decrease is due to:

☐ Sale or ☐ Exchange of partnership interest. See instructions.**K1** Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

K2 Check this box if Item K-1 includes liability amounts from lower-tier partnerships ☐**K3** Check if any of the above liability is subject to guarantees or other payment obligations by the partner. See instructions ☐**L Partner's Capital Account Analysis**

Beginning capital account	\$	0.
Capital contributed during the year	\$	5678.
Current year net income (loss)	\$	0.
Other increase (decrease) (attach explanation)	\$	
Withdrawals and distributions	\$	()
Ending capital account	\$	5678.

M Did the partner contribute property with a built-in gain (loss)?☐ Yes ☒ No If "Yes," attach statement. See instructions.**N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)**

Beginning	\$	
Ending	\$	

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.	
Passive loss	See page 15
Passive income	Schedule E (Form 1040), line 28, column (h)
Nonpassive loss	See page 15
Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)	See page 15
3. Other net rental income (loss)	
Net income	Schedule E (Form 1040), line 28, column (h)
Net loss	See Instructions for Form 8582
4a. Guaranteed payment services	See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital	See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total	See page 16
5. Interest income	Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends	Form 1040 or 1040-SR, line 3b
6b. Qualified dividends	Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents	See page 16
7. Royalties	Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)	Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)	Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D inst)
9c. Unrecaptured section 1250 gain	See page 16
10. Net section 1231 gain (loss)	See page 17
11. Other income (loss)	
Code A. Other portfolio income (loss)	See page 17
Code B. Involuntary conversions	See page 17
Code C. Section 1256 contracts & straddles	Form 6781, line 1
Code D. Mining exploration costs recapture	See 2022 Pub. 535
Code E. Cancellation of debt	See page 17
Code F. Section 743(b) positive adjustments	See page 17
Code G. Reserved for future use	
Code H. Section 951(a) income inclusions	See page 17
Code I. Gain (loss) from disposition of oil, gas, geothermal, or mineral properties (section 59(e))	See page 18
Code J. Recoveries of tax benefit items	See page 18
Code K. Gambling gains and losses	See page 18
Code L. Any income, gain, or loss to the partnership from a distribution under section 751(b) (certain distributions treated as sales or exchanges)	See page 18
Code M. Gain eligible for section 1045 rollover (replacement stock purchased by partnership)	See page 18
Code N. Gain eligible for section 1045 rollover (replacement stock not purchased by the partnership)	See page 18
Code O. Sale or exchange of QSB stock with section 1202 exclusion	See page 19
Code P. Gain or loss on disposition of farm recapture property and other items to which section 1252 applies	See page 19
Code Q. Gain or loss on Fannie Mae or Freddie Mac qualified preferred stock	See page 19
Code R. Specially allocated ordinary gain (loss)	See page 19
Code S. Non-portfolio capital gain (loss)	See page 19
Codes T through X. Reserved for future use	
Code ZZ. Other	See page 19
12. Section 179 deduction	See page 19
13. Other deductions	
Code A. Cash contributions (60%)	See page 19
Code B. Cash contributions (30%)	See page 19
Code C. Noncash contributions (50%)	See page 20

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code D. Noncash contributions (30%)	See page 20
Code E. Capital gain property to a 50% organization (30%)	See page 20
Code F. Capital gain property (20%)	See page 20
Code G. Contributions (100%)	See page 20
Code H. Investment interest expense	Form 4952, line 1
Code I. Deductions-royalty income	Schedule E (Form 1040), line 19
Code J. Section 59(e)(2) expenditures	See page 20
Code K. Excess business interest expense	See page 21
Code L. Deductions-portfolio income (other)	Schedule A (Form 1040), line 16
Code M. Amounts paid for medical insurance	Sch A (Form 1040), line 1; or Sch 1 (Form 1040), line 17
Code N. Educational assistance benefits	See page 21
Code O. Dependent care benefits	Form 2441, line 12
Code P. Preproductive period expenses	See page 21
Code Q. Reserved for future use	
Code R. Pensions and IRAs	See page 21
Code S. Reforestation expense deduction	See page 21
Codes T through U. Reserved for future use	
Code V. Section 743(b) negative adjustments	See page 21
Code W. Soil and water conservation	See page 21
Code X. Film, television, and theatrical production expenditures	See page 21
Code Y. Expenditures for removal of barriers	See page 22
Code Z. Itemized deductions	See page 22
Code AA. Contributions to a capital construction fund (CCF)	See page 22
Code AB. Penalty on early withdrawal of savings	See page 22
Code AC. Interest expense allocated to debt-financed distributions	See page 22
Code AD. Interest expense on working interest in oil or gas	See page 22
Code AE. Deductions-portfolio income	See page 22
Codes AF through AJ. Reserved for future use	
Code ZZ. Other	See page 22
14. Self-employment earnings (loss)	
Note. If you have a section 179 deduction or any partner-level deductions, see	page 22 before completing Schedule SE (Form 1040).
Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
Code B. Gross farming or fishing income	See page 22
Code C. Gross nonfarm income	See page 22
15. Credits	
Code A. Zero-emission nuclear power production	See page 23
Code B. Production from advanced nuclear power facilities credit	See page 23
Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 23
Code D. Low-income housing credit (other) from post-2007 buildings	See page 23
Code E. Qualified rehabilitation expenditures (rental real estate)	See page 23
Code F. Other rental real estate credits	See page 23
Code G. Other rental credits	See page 23
Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
Code I. Biofuel producer credit	See page 23
Code J. Work opportunity credit	See page 23
Code K. Disabled access credit	See page 23
Code L. Empowerment zone employment credit	See page 23
Code M. Credit for increasing research activities	See page 23
Code N. Credit for employer social security and Medicare taxes	See page 23
Code O. Backup withholding	See page 23
Code P. Unused investment credit from the qualifying advanced coal project credit or qualifying gasification project credit allocated from cooperatives	See page 23
Code Q. Unused investment credit from the qualifying advanced energy project credit allocated from cooperatives	See page 23
Code R. Unused investment credit from the advanced manufacturing investment credit allocated from cooperatives	See page 23
Code S. Reserved for future use	

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
	Code T. Unused investment credit from the energy credit allocated from cooperatives	See page 23
	Code U. Unused investment credit from the rehabilitation credit allocated from cooperatives	See page 24
	Code V. Advanced manufacturing production credit	See page 24
	Codes W and X. Reserved for future use	
	Code Y. Clean hydrogen production credit	See page 24
	Code Z. Orphan drug credit	See page 24
	Code AA. Enhanced oil recovery credit	See page 24
	Code AB. Renewable electricity production credit	See page 24
	Code AC. Biodiesel, renewable diesel, or sustainable aviation fuels credit	See page 24
	Code AD. New markets credit	See page 24
	Code AE. Credit for small employer pension plan startup costs	See page 24
	Code AF. Credit for small employer auto-enrollment	See page 24
	Code AG. Credit for small employer military spouse retirement plan eligibility	See page 24
	Code AH. Credit for employer-provided childcare facilities and services	See page 24
	Code AI. Low sulfur diesel fuel production credit	See page 24
	Code AJ. Qualified railroad track maintenance credit	See page 24
	Code AK. Credit for oil and gas production from marginal wells	See page 24
	Code AL. Distilled spirits credit	See page 24
	Code AM. Energy efficient home credit	See page 24
	Code AN. Alternative motor vehicle credit	See page 24
	Code AO. Alternative fuel vehicle refueling property credit	See page 24
	Code AP. Clean renewable energy bond credit	See page 24
	Code AQ. New clean renewable energy bond credit	See page 24
	Code AR. Qualified energy conservation bond credit	See page 24
	Code AS. Qualified zone academy bond credit	See page 24
	Code AT. Qualified school construction bond credit	See page 24
	Code AU. Build America bond credit	See page 24
	Code AV. Credit for employer differential wage payments	See page 24
	Code AW. Carbon oxide sequestration credit	See page 24
	Code AX. Carbon oxide sequestration credit recapture	See page 24
	Code AY. New clean vehicles credit	See page 24
	Code AZ. Qualified commercial clean vehicle credit	See page 24
	Code BA. Credit for small employer health insurance premiums	See page 24
	Code BB. Employer credit for paid family and medical leave	See page 24
	Code BC. Eligible credits from transferor(s) under section 6418	See page 24
	Codes BD through BG. Reserved for future use	
	Code ZZ. Other	See page 24
17. Alternative minimum tax (AMT) items		
	Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
	Code B. Adjusted gain or loss	See Instructions for Form 6251
	Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
	Code D. Oil, gas, and geothermal-gross income	See Instructions for Form 6251
	Code E. Oil, gas, and geothermal-deductions	See Instructions for Form 6251
	Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses		
	Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
	Code B. Other tax-exempt income	See page 25
	Code C. Nondeductible expenses	See page 25
19. Distributions		
	Code A. Cash and marketable securities	See page 25
	Code B. Distribution subject to section 737	See page 25
	Code C. Other property	See page 26
20. Other information		
	Code A. Investment income	Form 4952, line 4a
	Code B. Investment expenses	Form 4952, line 5

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code C. Fuel tax credit information	Form 4136
Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 26
Code E. Basis of energy property	See page 26
Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 26
Code G. Recapture of low-income housing credit for other partnerships	See page 26
Code H. Recapture of investment credit	See Form 4255
Code I. Recapture of other credits	See page 27
Code J. Look-back interest-completed long-term contracts	See Form 8697
Code K. Look-back interest-income forecast method	See Form 8866
Code L. Dispositions of property with section 179 deductions	See page 27
Code M. Recapture of section 179 deduction	See page 27
Code N. Business interest expense (information item)	See page 27
Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
Code T. Depletion deduction	See 2022 Pub. 535
Code U. Section 743(b) basis adjustment	See page 28
Code V. Unrelated business taxable income	See page 28
Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
Code X. Payment obligations including guarantees and deficit obligations (DROs)	See page 28
Code Y. Net investment income	See Instructions for Form 8960
Code Z. Section 199A information	Form 8995 or Form 8995-A
Code AA. Section 704(c) information	See page 29
Code AB. Section 751 gain (loss)	See page 29
Code AC. Section 1(h)(5) gain (loss)	See page 29
Code AD. Deemed section 1250 unrecaptured gain	See page 29
Code AE. Excess taxable income	See Instructions for Form 8990
Code AF. Excess business interest income	See page 30
Code AG. Gross receipts for section 448(c)	See page 30
Code AH. Noncash charitable contributions	See page 30
Code AI. Interest and tax on deferred compensation to partners	See page 30
Code AJ. Excess business loss limitation	See page 30
Code AK. Gain from mark-to-market election	See page 30
Code AL. Section 721(c) partnership	See page 30
Code AM. Section 1061 information	See page 30
Code AN. Farming and fishing business	See page 30
Code AO. PTP information	See page 30
Code AP. Inversion gain	See page 30
Code AQ. Conservation reserve program payments	See page 31
Code AR. IRA disclosure	See page 31
Code AS. Qualifying advanced coal project property and qualifying gasification project property	See page 31
Code AT. Qualifying advanced energy project property	See page 31
Code AU. Advanced manufacturing investment property	See page 31
Code AV. Reserved for future use	
Code AW. Reportable transactions	See page 31
Code AX. Reserved for future use	
Code AY. Foreign partners, Form 8990, Schedule A	See page 31
Codes AZ through BD. Reserved for future use	
Code ZZ. Other	See page 31
21. Foreign taxes paid or accrued	See page 31

☐ Final K-3☐ Amended K-3**Schedule K-3
(Form 1065)****Partner's Share of Income, Deductions,
Credits, etc.-International**

OMB No. 1545-0123

Department of the Treasury
Internal Revenue ServiceFor calendar year 2023, or tax year beginning 02/09/2023, ending 12/31/2023

See separate instructions.

2023

Information About the Partnership	Information About the Partner																																										
A Partnership's employer identification number (EIN) 92-2273215	C Partner's social security number (SSN) or taxpayer identification number (TIN) (Do not use TIN of a disregarded entity. See instructions.) 473-82-6629																																										
B Partnership's name, address, city, state, and ZIP code LINQTO LIQUIDSHARES LLC - POLYSIGN - 16 101 METRO DRIVE SUITE 355 SAN JOSE, CA 95110	D Name, address, city, state, and ZIP code for partner entered in C. See instr. GARY BENNIS 630 LAMPLIGHTER CT EAU CLAIRE, WI 54703																																										
E Check to indicate the parts of Schedule K-3 that apply.																																											
1 Does Part I apply? If "Yes," complete and attach Part I 2 Does Part II apply? If "Yes," complete and attach Part II 3 Does Part III apply? If "Yes," complete and attach Part III 4 Does Part IV apply? If "Yes," complete and attach Part IV 5 Does Part V apply? If "Yes," complete and attach Part V 6 Does Part VI apply? If "Yes," complete and attach Part VI 7 Does Part VII apply? If "Yes," complete and attach Part VII 8 Does Part VIII apply? If "Yes," complete and attach Part VIII 9 Does Part IX apply? If "Yes," complete and attach Part IX 10 Does Part X apply? If "Yes," complete and attach Part X 11 Does Part XI apply? If "Yes," complete and attach Part XI 12 Reserved for future use 13 Does Part XIII apply? If "Yes," complete and attach Part XIII	<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:5%;"></th> <th style="width:45%;">Yes</th> <th style="width:50%;">No</th> </tr> </thead> <tbody> <tr><td>1</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>2</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>3</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>4</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>5</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>6</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>7</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>8</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>9</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>10</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>11</td><td></td><td style="text-align: center;">X</td></tr> <tr><td>12</td><td></td><td></td></tr> <tr><td>13</td><td></td><td style="text-align: center;">X</td></tr> </tbody> </table>		Yes	No	1		X	2		X	3		X	4		X	5		X	6		X	7		X	8		X	9		X	10		X	11		X	12			13		X
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www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2023

TAXABLE YEAR

2023

Partner's Share of Income, Deductions, Credits, etc.

339741 01-24-24
CALIFORNIA SCHEDULE

K-1 (565)

TYB 02-09-2023 TYE 12-31-2023
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

92-2273215 000000000000
LINQTO LIQUIDSHARES LLC - POLYSIGN - 16

101 METRO DRIVE SUITE 355
SAN JOSE CA 95110

A Is this partner a: • (1) ☒ general partner; or (2) ☐ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization

(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)

(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name

(11c) DE owner's TIN

C Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit 0.8907 % • 0.8907 %

Loss 0.8907 % • 0.8907 %

Capital 0.8907 % • 0.8907 %

Check if decreases is due to: ☐ Sale or ☐ Exchange of partnership interest

E Partner's share of liabilities:

(i) Beginning

(ii) Ending

Nonrecourse \$ 0.00 • \$ 0.00

Qualified nonrecourse financing \$ 0.00 • \$ 0.00

Recourse \$ 0.00 • \$ 0.00

Check the box if Item E includes liability amounts from lower tier partnerships ☐

Check if any of the above liability is subject to guarantees or other payment obligations by the partner ☐

F Reportable transaction or tax shelter registration number(s) •

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☐H (2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☐Check here if this is: (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)I Is this partner a resident of California? ☐ Yes ☒ NoJ Did this partner contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions ☐ Yes ☒ No

K Partner's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

L Analysis of partner's tax basis capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
•	• 5678 •			• () •	• 5678

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Sched. K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			●	●
	4a Guaranteed payments to partners				
	4b Guaranteed payments for capital				
	4c Total guaranteed payments			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery property (IRC Section 179)			<input type="radio"/>	<input type="radio"/>
	13 a Cash contributions			<input type="radio"/>	
	b Noncash contributions			<input type="radio"/>	
	c Investment interest expense			<input type="radio"/>	<input type="radio"/>
	d 1 Total expenditures to which an IRC Section 59(e) election may apply			<input type="radio"/>	<input type="radio"/>
	2 Type of expenditures <input checked="" type="radio"/>				
	e Deductions related to portfolio income			<input type="radio"/>	<input type="radio"/>
f Other deductions			<input type="radio"/>	<input type="radio"/>	
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			<input type="radio"/>	<input type="radio"/>
	b Low-income housing credit			<input type="radio"/>	<input type="radio"/>
	c Credits other than line 15b related to rental real estate activities			<input type="radio"/>	<input type="radio"/>
	d Credits related to other rental activities			<input type="radio"/>	<input type="radio"/>
	e Nonconsenting nonresident members' tax allocated to partner			<input type="radio"/>	<input type="radio"/>
	f Other credits - Attach required schedules or statements			<input type="radio"/>	<input type="radio"/>
	17 a Depreciation adjustment on property placed in service after 1986			<input type="radio"/>	<input type="radio"/>
b Adjusted gain or loss			<input type="radio"/>	<input type="radio"/>	
Alternative Minimum Tax (AMT) items	c Depletion (other than oil & gas)			<input type="radio"/>	<input type="radio"/>
	d Gross income from oil, gas, and geothermal properties			<input type="radio"/>	<input type="radio"/>
	e Deductions allocable to oil, gas, and geothermal properties			<input type="radio"/>	<input type="radio"/>
	f Other alternative minimum tax items			<input type="radio"/>	<input type="radio"/>
	18 a Tax-exempt interest income			<input type="radio"/>	<input type="radio"/>
	b Other tax-exempt income			<input type="radio"/>	<input type="radio"/>
Tax-Exempt Income and Nondeductible Expenses	c Nondeductible expenses			<input type="radio"/>	<input type="radio"/>
	19 a Distributions of money (cash and marketable securities)			<input type="radio"/>	
	b Distributions of property other than money			<input type="radio"/>	
Other Information	20 a Investment income			<input type="radio"/>	<input type="radio"/>
	b Investment expenses			<input type="radio"/>	<input type="radio"/>
	c Other information. See instructions			<input type="radio"/>	
21 <input type="checkbox"/> More than one activity for at-risk purposes. See instructions.					
22 <input type="checkbox"/> More than one activity for passive activity purposes. See instructions.					

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest	\$		Sec. 1231 Gains/Losses	\$		Capital Gains/Losses	\$	
Dividends	\$		Royalties	\$		Other	\$	

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses	\$		Rents/Royalties	\$	
Sec. 1231 Gains/Losses	\$		Other	\$	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$	\$
Property: Ending	\$	\$
Property: Annual rent expense	\$	\$
Payroll	\$	\$
Sales	\$	\$

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received \$
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received \$
2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received \$
3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received \$

651123

**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service**2023**

For calendar year 2023, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

**Partner's Share of Income, Deductions,
Credits, etc.**

See separate instructions.

Part I Information About the PartnershipA Partnership's employer identification number
87-2216797

B Partnership's name, address, city, state, and ZIP code

**LINQTO LIQUIDSHARES LLC - UPHOLD - 49
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**

C IRS center where partnership filed return:

E-FILED ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner**E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

**GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL**I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	6.2240000 %	6.2240000 %
Loss	6.2240000 %	6.2240000 %
Capital	6.2240000 %	6.2240000 %

Check if decrease is due to:

☐ Sale or ☐ Exchange of partnership interest. See instructions.

K1 Partner's share of liabilities: Beginning Ending

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

K2 Check this box if item K-1 includes liability amounts from lower-tier partnerships ☐K3 Check if any of the above liability is subject to guarantees or other payment obligations by the partner. See instructions ☐**L Partner's Capital Account Analysis**

Beginning capital account	\$ 50004.
Capital contributed during the year	\$
Current year net income (loss)	\$ 0.
Other increase (decrease) (attach explanation)	\$
Withdrawals and distributions	\$()
Ending capital account	\$ 50004.

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes ☒ No If "Yes," attach statement. See instructions.**N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)**

Beginning	\$
Ending	\$

**Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items**

1 Ordinary business income (loss)	0.	14 Self-employment earnings (loss)	0.
2 Net rental real estate income (loss)		15 Credits	
3 Other net rental income (loss)		16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>	
4a Guaranteed payments for services		17 Alternative min tax (AMT) items	
4b Guaranteed payments for capital			
4c Total guaranteed payments			
5 Interest income		18 Tax-exempt income and nondeductible expenses	
6a Ordinary dividends			
6b Qualified dividends		19 Distributions	
6c Dividend equivalents			
7 Royalties		20 Other information	
8 Net short-term capital gain (loss)			
9a Net long-term capital gain (loss)			
9b Collectibles (28%) gain (loss)			
9c Unrecaptured section 1250 gain			
10 Net section 1231 gain (loss)			
11 Other income (loss)			
12 Section 179 deduction		21 Foreign taxes paid or accrued	
13 Other deductions			
22 <input type="checkbox"/> More than one activity for at-risk purposes*			
23 <input type="checkbox"/> More than one activity for passive activity purposes*			

*See attached statement for additional information.

For IRS Use Only

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.	
Passive loss	See page 15
Passive income	Schedule E (Form 1040), line 28, column (h)
Nonpassive loss	See page 15
Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)	See page 15
3. Other net rental income (loss)	
Net income	Schedule E (Form 1040), line 28, column (h)
Net loss	See Instructions for Form 8582
4a. Guaranteed payment services	See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital	See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total	See page 16
5. Interest income	Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends	Form 1040 or 1040-SR, line 3b
6b. Qualified dividends	Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents	See page 16
7. Royalties	Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)	Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)	Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D inst)
9c. Unrecaptured section 1250 gain	See page 16
10. Net section 1231 gain (loss)	See page 17
11. Other income (loss)	
Code A. Other portfolio income (loss)	See page 17
Code B. Involuntary conversions	See page 17
Code C. Section 1256 contracts & straddles	Form 6781, line 1
Code D. Mining exploration costs recapture	See 2022 Pub. 535
Code E. Cancellation of debt	See page 17
Code F. Section 743(b) positive adjustments	See page 17
Code G. Reserved for future use	
Code H. Section 951(a) income inclusions	See page 17
Code I. Gain (loss) from disposition of oil, gas, geothermal, or mineral properties (section 59(e))	See page 18
Code J. Recoveries of tax benefit items	See page 18
Code K. Gambling gains and losses	See page 18
Code L. Any income, gain, or loss to the partnership from a distribution under section 751(b) (certain distributions treated as sales or exchanges)	See page 18
Code M. Gain eligible for section 1045 rollover (replacement stock purchased by partnership)	See page 18
Code N. Gain eligible for section 1045 rollover (replacement stock not purchased by the partnership)	See page 18
Code O. Sale or exchange of QSB stock with section 1202 exclusion	See page 19
Code P. Gain or loss on disposition of farm recapture property and other items to which section 1252 applies	See page 19
Code Q. Gain or loss on Fannie Mae or Freddie Mac qualified preferred stock	See page 19
Code R. Specially allocated ordinary gain (loss)	See page 19
Code S. Non-portfolio capital gain (loss)	See page 19
Codes T through X. Reserved for future use	
Code ZZ. Other	See page 19
12. Section 179 deduction	See page 19
13. Other deductions	
Code A. Cash contributions (60%)	See page 19
Code B. Cash contributions (30%)	See page 19
Code C. Noncash contributions (50%)	See page 20

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code D. Noncash contributions (30%)	See page 20
Code E. Capital gain property to a 50% organization (30%)	See page 20
Code F. Capital gain property (20%)	See page 20
Code G. Contributions (100%)	See page 20
Code H. Investment interest expense	Form 4952, line 1
Code I. Deductions-royalty income	Schedule E (Form 1040), line 19
Code J. Section 59(e)(2) expenditures	See page 20
Code K. Excess business interest expense	See page 21
Code L. Deductions-portfolio income (other)	Schedule A (Form 1040), line 16
Code M. Amounts paid for medical insurance	Sch A (Form 1040), line 1; or Sch 1 (Form 1040), line 17
Code N. Educational assistance benefits	See page 21
Code O. Dependent care benefits	Form 2441, line 12
Code P. Preproductive period expenses	See page 21
Code Q. Reserved for future use	
Code R. Pensions and IRAs	See page 21
Code S. Reforestation expense deduction	See page 21
Codes T through U. Reserved for future use	
Code V. Section 743(b) negative adjustments	See page 21
Code W. Soil and water conservation	See page 21
Code X. Film, television, and theatrical production expenditures	See page 21
Code Y. Expenditures for removal of barriers	See page 22
Code Z. Itemized deductions	See page 22
Code AA. Contributions to a capital construction fund (CCF)	See page 22
Code AB. Penalty on early withdrawal of savings	See page 22
Code AC. Interest expense allocated to debt-financed distributions	See page 22
Code AD. Interest expense on working interest in oil or gas	See page 22
Code AE. Deductions-portfolio income	See page 22
Codes AF through AJ. Reserved for future use	
Code ZZ. Other	See page 22
14. Self-employment earnings (loss)	
Note. If you have a section 179 deduction or any partner-level deductions, see	page 22 before completing Schedule SE (Form 1040).
Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
Code B. Gross farming or fishing income	See page 22
Code C. Gross nonfarm income	See page 22
15. Credits	
Code A. Zero-emission nuclear power production	See page 23
Code B. Production from advanced nuclear power facilities credit	See page 23
Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 23
Code D. Low-income housing credit (other) from post-2007 buildings	See page 23
Code E. Qualified rehabilitation expenditures (rental real estate)	See page 23
Code F. Other rental real estate credits	See page 23
Code G. Other rental credits	See page 23
Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
Code I. Biofuel producer credit	See page 23
Code J. Work opportunity credit	See page 23
Code K. Disabled access credit	See page 23
Code L. Empowerment zone employment credit	See page 23
Code M. Credit for increasing research activities	See page 23
Code N. Credit for employer social security and Medicare taxes	See page 23
Code O. Backup withholding	See page 23
Code P. Unused investment credit from the qualifying advanced coal project credit or qualifying gasification project credit allocated from cooperatives	See page 23
Code Q. Unused investment credit from the qualifying advanced energy project credit allocated from cooperatives	See page 23
Code R. Unused investment credit from the advanced manufacturing investment credit allocated from cooperatives	See page 23
Code S. Reserved for future use	

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code T. Unused investment credit from the energy credit allocated from cooperatives	See page 23
Code U. Unused investment credit from the rehabilitation credit allocated from cooperatives	See page 24
Code V. Advanced manufacturing production credit	See page 24
Codes W and X. Reserved for future use	
Code Y. Clean hydrogen production credit	See page 24
Code Z. Orphan drug credit	See page 24
Code AA. Enhanced oil recovery credit	See page 24
Code AB. Renewable electricity production credit	See page 24
Code AC. Biodiesel, renewable diesel, or sustainable aviation fuels credit	See page 24
Code AD. New markets credit	See page 24
Code AE. Credit for small employer pension plan startup costs	See page 24
Code AF. Credit for small employer auto-enrollment	See page 24
Code AG. Credit for small employer military spouse retirement plan eligibility	See page 24
Code AH. Credit for employer-provided childcare facilities and services	See page 24
Code AI. Low sulfur diesel fuel production credit	See page 24
Code AJ. Qualified railroad track maintenance credit	See page 24
Code AK. Credit for oil and gas production from marginal wells	See page 24
Code AL. Distilled spirits credit	See page 24
Code AM. Energy efficient home credit	See page 24
Code AN. Alternative motor vehicle credit	See page 24
Code AO. Alternative fuel vehicle refueling property credit	See page 24
Code AP. Clean renewable energy bond credit	See page 24
Code AQ. New clean renewable energy bond credit	See page 24
Code AR. Qualified energy conservation bond credit	See page 24
Code AS. Qualified zone academy bond credit	See page 24
Code AT. Qualified school construction bond credit	See page 24
Code AU. Build America bond credit	See page 24
Code AV. Credit for employer differential wage payments	See page 24
Code AW. Carbon oxide sequestration credit	See page 24
Code AX. Carbon oxide sequestration credit recapture	See page 24
Code AY. New clean vehicles credit	See page 24
Code AZ. Qualified commercial clean vehicle credit	See page 24
Code BA. Credit for small employer health insurance premiums	See page 24
Code BB. Employer credit for paid family and medical leave	See page 24
Code BC. Eligible credits from transferor(s) under section 6418	See page 24
Codes BD through BG. Reserved for future use	
Code ZZ. Other	See page 24
17. Alternative minimum tax (AMT) items	
Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
Code B. Adjusted gain or loss	See Instructions for Form 6251
Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
Code D. Oil, gas, and geothermal-gross income	See Instructions for Form 6251
Code E. Oil, gas, and geothermal-deductions	See Instructions for Form 6251
Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses	
Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
Code B. Other tax-exempt income	See page 25
Code C. Nondeductible expenses	See page 25
19. Distributions	
Code A. Cash and marketable securities	See page 25
Code B. Distribution subject to section 737	See page 25
Code C. Other property	See page 26
20. Other information	
Code A. Investment income	Form 4952, line 4a
Code B. Investment expenses	Form 4952, line 5

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code C. Fuel tax credit information	Form 4136
Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 26
Code E. Basis of energy property	See page 26
Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 26
Code G. Recapture of low-income housing credit for other partnerships	See page 26
Code H. Recapture of investment credit	See Form 4255
Code I. Recapture of other credits	See page 27
Code J. Look-back interest-completed long-term contracts	See Form 8697
Code K. Look-back interest-income forecast method	See Form 8866
Code L. Dispositions of property with section 179 deductions	See page 27
Code M. Recapture of section 179 deduction	See page 27
Code N. Business interest expense (information item)	See page 27
Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
Code T. Depletion deduction	See 2022 Pub. 535
Code U. Section 743(b) basis adjustment	See page 28
Code V. Unrelated business taxable income	See page 28
Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
Code X. Payment obligations including guarantees and deficit obligations (DROs)	See page 28
Code Y. Net investment income	See Instructions for Form 8960
Code Z. Section 199A information	Form 8995 or Form 8995-A
Code AA. Section 704(c) information	See page 29
Code AB. Section 751 gain (loss)	See page 29
Code AC. Section 1(h)(5) gain (loss)	See page 29
Code AD. Deemed section 1250 unrecaptured gain	See page 29
Code AE. Excess taxable income	See Instructions for Form 8990
Code AF. Excess business interest income	See page 30
Code AG. Gross receipts for section 448(c)	See page 30
Code AH. Noncash charitable contributions	See page 30
Code AI. Interest and tax on deferred compensation to partners	See page 30
Code AJ. Excess business loss limitation	See page 30
Code AK. Gain from mark-to-market election	See page 30
Code AL. Section 721(c) partnership	See page 30
Code AM. Section 1061 information	See page 30
Code AN. Farming and fishing business	See page 30
Code AO. PTP information	See page 30
Code AP. Inversion gain	See page 30
Code AQ. Conservation reserve program payments	See page 31
Code AR. IRA disclosure	See page 31
Code AS. Qualifying advanced coal project property and qualifying gasification project property	See page 31
Code AT. Qualifying advanced energy project property	See page 31
Code AU. Advanced manufacturing investment property	See page 31
Code AV. Reserved for future use	
Code AW. Reportable transactions	See page 31
Code AX. Reserved for future use	
Code AY. Foreign partners, Form 8990, Schedule A	See page 31
Codes AZ through BD. Reserved for future use	
Code ZZ. Other	See page 31
21. Foreign taxes paid or accrued	See page 31

☐ Final K-3☐ Amended K-3**Schedule K-3
(Form 1065)****Partner's Share of Income, Deductions,
Credits, etc.-International**

OMB No. 1545-0123

2023Department of the Treasury
Internal Revenue Service

For calendar year 2023, or tax year beginning _____, ending _____

See separate instructions.**Information About the Partnership****Information About the Partner****A** Partnership's employer identification number (EIN)

87-2216797

B Partnership's name, address, city, state, and ZIP codeLINQTO LIQUIDSHARES LLC - UPHOLD - 4
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**C** Partner's social security number (SSN) or taxpayer identification number (TIN)
(Do not use TIN of a disregarded entity. See instructions.)

473-82-6629

D Name, address, city, state, and ZIP code for partner entered in C. See instr.GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**E** Check to indicate the parts of Schedule K-3 that apply.

- 1 Does Part I apply? If "Yes," complete and attach Part I
- 2 Does Part II apply? If "Yes," complete and attach Part II
- 3 Does Part III apply? If "Yes," complete and attach Part III
- 4 Does Part IV apply? If "Yes," complete and attach Part IV
- 5 Does Part V apply? If "Yes," complete and attach Part V
- 6 Does Part VI apply? If "Yes," complete and attach Part VI
- 7 Does Part VII apply? If "Yes," complete and attach Part VII
- 8 Does Part VIII apply? If "Yes," complete and attach Part VIII
- 9 Does Part IX apply? If "Yes," complete and attach Part IX
- 10 Does Part X apply? If "Yes," complete and attach Part X
- 11 Does Part XI apply? If "Yes," complete and attach Part XI
- 12 Reserved for future use
- 13 Does Part XIII apply? If "Yes," complete and attach Part XIII

	Yes	No
1		X
2		X
3		X
4		X
5		X
6		X
7		X
8		X
9		X
10		X
11		X
12		
13		X

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For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2023

TAXABLE YEAR

2023

**Partner's Share of Income,
Deductions, Credits, etc.**339741 01-24-24
CALIFORNIA SCHEDULE**K-1 (565)**

TYB 01-01-2023 TYE 12-31-2023
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

87-2216797 000000000000
LINQTO LIQUIDSHARES LLC - UPHOLD - 49

101 METRO DRIVE SUITE 355
SAN JOSE CA 95110

A Is this partner a: • (1) ☒ general partner; or (2) ☐ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization

(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)

(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name _____
(11c) DE owner's TIN _____ • ☐ Yes ☒ No

C Is this partner a foreign partner? _____

D Enter partner's percentage (without regard to special allocations) of:

	(i) Beginning		(ii) Ending
Profit	6.2240 %	•	6.2240 %
Loss	6.2240 %	•	6.2240 %
Capital	6.2240 %	•	6.2240 %

Check if decreases is due to: _____ ☐ Sale or ☐ Exchange of partnership interest

E Partner's share of liabilities:

	(i) Beginning		(ii) Ending
Nonrecourse	\$ 0.00	•	\$ 0.00
Qualified nonrecourse financing	\$ 0.00	•	\$ 0.00
Recourse	\$ 0.00	•	\$ 0.00

Check the box if Item E includes liability amounts from lower tier partnerships ☐

Check if any of the above liability is subject to guarantees or other payment obligations by the partner ☐

F Reportable transaction or tax shelter registration number(s) • ☐

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☐H (2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☒Check here if this is: (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)I Is this partner a resident of California? ☐ Yes ☒ NoJ Did this partner contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions ☐ Yes ☒ No

K Partner's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

L Analysis of partner's tax basis capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
50004					50004

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Sched. K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities				
	2 Net income (loss) from rental real estate activities				
	3 Net income (loss) from other rental activities				
	4a Guaranteed payments to partners				
	4b Guaranteed payments for capital				
	4c Total guaranteed payments				
	5 Interest income				
	6 Dividends				
	7 Royalties				
	8 Net short-term capital gain (loss)				
	9 Net long-term capital gain (loss)				
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)				
	b Total loss under IRC Section 1231 (other than due to casualty or theft)				
	11 a Other portfolio income (loss). Attach schedule				
	b Total other income				
	c Total other loss				

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery property (IRC Section 179)			●	●
	13 a Cash contributions			●	
	b Noncash contributions			●	
	c Investment interest expense			●	●
	d 1 Total expenditures to which an IRC Section 59(e) election may apply			●	●
	2 Type of expenditures ●				
	e Deductions related to portfolio income			●	●
	f Other deductions			●	●
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			●	▶
	b Low-income housing credit			●	●
	c Credits other than line 15b related to rental real estate activities			●	●
	d Credits related to other rental activities			●	●
	e Nonconsenting nonresident members' tax allocated to partner			●	●
	f Other credits - Attach required schedules or statements			●	●
	17 a Depreciation adjustment on property placed in service after 1986			●	●
Alternative Minimum Tax (AMT) Items	b Adjusted gain or loss			●	●
	c Depletion (other than oil & gas)			●	●
	d Gross income from oil, gas, and geothermal properties			●	●
	e Deductions allocable to oil, gas, and geothermal properties			●	●
	f Other alternative minimum tax items			●	●
	Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income			●
b Other tax-exempt income				●	●
c Nondeductible expenses				●	●
Distributions	19 a Distributions of money (cash and marketable securities)			●	
	b Distributions of property other than money			●	
Other Information	20 a Investment income			●	●
	b Investment expenses			●	●
	c Other information. See instructions			●	
21	<input type="checkbox"/> More than one activity for at-risk purposes. See instructions.				
22	<input type="checkbox"/> More than one activity for passive activity purposes. See instructions.				

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest ... \$	<input type="text"/>	Sec. 1231 Gains/Losses \$	<input type="text"/>	Capital Gains/Losses \$	<input type="text"/>
Dividends \$	<input type="text"/>	Royalties	<input type="text"/>	Other	<input type="text"/>

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses ... \$	<input type="text"/>	Rents/Royalties \$	<input type="text"/>
Sec. 1231 Gains/Losses \$	<input type="text"/>	Other	<input type="text"/>

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$ <input type="text"/>	\$ <input type="text"/>
Property: Ending	\$ <input type="text"/>	\$ <input type="text"/>
Property: Annual rent expense	\$ <input type="text"/>	\$ <input type="text"/>
Payroll	\$ <input type="text"/>	\$ <input type="text"/>
Sales	\$ <input type="text"/>	\$ <input type="text"/>

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received \$
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received \$
2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received \$
3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received \$

651123

**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service**2023**

For calendar year 2023, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Partner's Share of Income, Deductions, Credits, etc.

See separate instructions.

Part I Information About the PartnershipA Partnership's employer identification number
87-2610958

B Partnership's name, address, city, state, and ZIP code

**LINQTO LIQUIDSHARES LLC - RIPPLE - 94
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**C IRS center where partnership filed return:
E-FILED ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner**E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

**GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL**I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	5.7085000 %	5.7085000 %
Loss	5.7085000 %	5.7085000 %
Capital	5.7085000 %	5.7085000 %

Check if decrease is due to:

☐ Sale or ☐ Exchange of partnership interest. See instructions.

K1 Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

K2 Check this box if item K-1 includes liability amounts from lower-tier partnerships ☐K3 Check if any of the above liability is subject to guarantees or other payment obligations by the partner. See instructions ☐**Partner's Capital Account Analysis**

Beginning capital account	\$	100030.
Capital contributed during the year	\$	35376.
Current year net income (loss)	\$	0.
Other increase (decrease) (attach explanation)	\$	
Withdrawals and distributions	\$	()
Ending capital account	\$	135406.

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes ☒ No If "Yes," attach statement. See instructions.**N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)**

Beginning	\$	
Ending	\$	

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1 Ordinary business income (loss)	0.	14 Self-employment earnings (loss)	0.
2 Net rental real estate income (loss)		15 Credits	
3 Other net rental income (loss)		16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>	
4a Guaranteed payments for services		17 Alternative min tax (AMT) items	
4b Guaranteed payments for capital		18 Tax-exempt income and nondeductible expenses	
4c Total guaranteed payments		19 Distributions	
5 Interest income		20 Other information	
6a Ordinary dividends			
6b Qualified dividends			
6c Dividend equivalents			
7 Royalties			
8 Net short-term capital gain (loss)			
9a Net long-term capital gain (loss)			
9b Collectibles (28%) gain (loss)			
9c Unrecaptured section 1250 gain			
10 Net section 1231 gain (loss)			
11 Other income (loss)			
12 Section 179 deduction		21 Foreign taxes paid or accrued	
13 Other deductions			
22 <input type="checkbox"/> More than one activity for at-risk purposes*			
23 <input type="checkbox"/> More than one activity for passive activity purposes*			

*See attached statement for additional information.

For IRS Use Only

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.	
Passive loss	See page 15
Passive income	Schedule E (Form 1040), line 28, column (h)
Nonpassive loss	See page 15
Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)	See page 15
3. Other net rental income (loss)	
Net income	Schedule E (Form 1040), line 28, column (h)
Net loss	See Instructions for Form 8582
4a. Guaranteed payment services	See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital	See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total	See page 16
5. Interest income	Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends	Form 1040 or 1040-SR, line 3b
6b. Qualified dividends	Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents	See page 16
7. Royalties	Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)	Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)	Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D inst)
9c. Unrecaptured section 1250 gain	See page 16
10. Net section 1231 gain (loss)	See page 17
11. Other income (loss)	
Code A. Other portfolio income (loss)	See page 17
Code B. Involuntary conversions	See page 17
Code C. Section 1256 contracts & straddles	Form 6781, line 1
Code D. Mining exploration costs recapture	See 2022 Pub. 535
Code E. Cancellation of debt	See page 17
Code F. Section 743(b) positive adjustments	See page 17
Code G. Reserved for future use	
Code H. Section 951(a) income inclusions	See page 17
Code I. Gain (loss) from disposition of oil, gas, geothermal, or mineral properties (section 59(e))	See page 18
Code J. Recoveries of tax benefit items	See page 18
Code K. Gambling gains and losses	See page 18
Code L. Any income, gain, or loss to the partnership from a distribution under section 751(b) (certain distributions treated as sales or exchanges)	See page 18
Code M. Gain eligible for section 1045 rollover (replacement stock purchased by partnership)	See page 18
Code N. Gain eligible for section 1045 rollover (replacement stock not purchased by the partnership)	See page 18
Code O. Sale or exchange of QSB stock with section 1202 exclusion	See page 19
Code P. Gain or loss on disposition of farm recapture property and other items to which section 1252 applies	See page 19
Code Q. Gain or loss on Fannie Mae or Freddie Mac qualified preferred stock	See page 19
Code R. Specially allocated ordinary gain (loss)	See page 19
Code S. Non-portfolio capital gain (loss)	See page 19
Codes T through X. Reserved for future use	
Code ZZ. Other	See page 19
12. Section 179 deduction	See page 19
13. Other deductions	
Code A. Cash contributions (60%)	See page 19
Code B. Cash contributions (30%)	See page 19
Code C. Noncash contributions (50%)	See page 20

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code D. Noncash contributions (30%)	See page 20
Code E. Capital gain property to a 50% organization (30%)	See page 20
Code F. Capital gain property (20%)	See page 20
Code G. Contributions (100%)	See page 20
Code H. Investment interest expense	Form 4952, line 1
Code I. Deductions-royalty income	Schedule E (Form 1040), line 19
Code J. Section 59(e)(2) expenditures	See page 20
Code K. Excess business interest expense	See page 21
Code L. Deductions-portfolio income (other)	Schedule A (Form 1040), line 16
Code M. Amounts paid for medical insurance	Sch A (Form 1040), line 1; or Sch 1 (Form 1040), line 17
Code N. Educational assistance benefits	See page 21
Code O. Dependent care benefits	Form 2441, line 12
Code P. Preproductive period expenses	See page 21
Code Q. Reserved for future use	
Code R. Pensions and IRAs	See page 21
Code S. Reforestation expense deduction	See page 21
Codes T through U. Reserved for future use	
Code V. Section 743(b) negative adjustments	See page 21
Code W. Soil and water conservation	See page 21
Code X. Film, television, and theatrical production expenditures	See page 21
Code Y. Expenditures for removal of barriers	See page 22
Code Z. Itemized deductions	See page 22
Code AA. Contributions to a capital construction fund (CCF)	See page 22
Code AB. Penalty on early withdrawal of savings	See page 22
Code AC. Interest expense allocated to debt-financed distributions	See page 22
Code AD. Interest expense on working interest in oil or gas	See page 22
Code AE. Deductions-portfolio income	See page 22
Codes AF through AJ. Reserved for future use	
Code ZZ. Other	See page 22
14. Self-employment earnings (loss)	
Note. If you have a section 179 deduction or any partner-level deductions, see	page 22 before completing Schedule SE (Form 1040).
Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
Code B. Gross farming or fishing income	See page 22
Code C. Gross nonfarm income	See page 22
15. Credits	
Code A. Zero-emission nuclear power production	See page 23
Code B. Production from advanced nuclear power facilities credit	See page 23
Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 23
Code D. Low-income housing credit (other) from post-2007 buildings	See page 23
Code E. Qualified rehabilitation expenditures (rental real estate)	See page 23
Code F. Other rental real estate credits	See page 23
Code G. Other rental credits	See page 23
Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
Code I. Biofuel producer credit	See page 23
Code J. Work opportunity credit	See page 23
Code K. Disabled access credit	See page 23
Code L. Empowerment zone employment credit	See page 23
Code M. Credit for increasing research activities	See page 23
Code N. Credit for employer social security and Medicare taxes	See page 23
Code O. Backup withholding	See page 23
Code P. Unused investment credit from the qualifying advanced coal project credit or qualifying gasification project credit allocated from cooperatives	See page 23
Code Q. Unused investment credit from the qualifying advanced energy project credit allocated from cooperatives	See page 23
Code R. Unused investment credit from the advanced manufacturing investment credit allocated from cooperatives	See page 23
Code S. Reserved for future use	

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code T. Unused investment credit from the energy credit allocated from cooperatives	See page 23
Code U. Unused investment credit from the rehabilitation credit allocated from cooperatives	See page 24
Code V. Advanced manufacturing production credit	See page 24
Codes W and X. Reserved for future use	
Code Y. Clean hydrogen production credit	See page 24
Code Z. Orphan drug credit	See page 24
Code AA. Enhanced oil recovery credit	See page 24
Code AB. Renewable electricity production credit	See page 24
Code AC. Biodiesel, renewable diesel, or sustainable aviation fuels credit	See page 24
Code AD. New markets credit	See page 24
Code AE. Credit for small employer pension plan startup costs	See page 24
Code AF. Credit for small employer auto-enrollment	See page 24
Code AG. Credit for small employer military spouse retirement plan eligibility	See page 24
Code AH. Credit for employer-provided childcare facilities and services	See page 24
Code AI. Low sulfur diesel fuel production credit	See page 24
Code AJ. Qualified railroad track maintenance credit	See page 24
Code AK. Credit for oil and gas production from marginal wells	See page 24
Code AL. Distilled spirits credit	See page 24
Code AM. Energy efficient home credit	See page 24
Code AN. Alternative motor vehicle credit	See page 24
Code AO. Alternative fuel vehicle refueling property credit	See page 24
Code AP. Clean renewable energy bond credit	See page 24
Code AQ. New clean renewable energy bond credit	See page 24
Code AR. Qualified energy conservation bond credit	See page 24
Code AS. Qualified zone academy bond credit	See page 24
Code AT. Qualified school construction bond credit	See page 24
Code AU. Build America bond credit	See page 24
Code AV. Credit for employer differential wage payments	See page 24
Code AW. Carbon oxide sequestration credit	See page 24
Code AX. Carbon oxide sequestration credit recapture	See page 24
Code AY. New clean vehicles credit	See page 24
Code AZ. Qualified commercial clean vehicle credit	See page 24
Code BA. Credit for small employer health insurance premiums	See page 24
Code BB. Employer credit for paid family and medical leave	See page 24
Code BC. Eligible credits from transferor(s) under section 6418	See page 24
Codes BD through BG. Reserved for future use	
Code ZZ. Other	See page 24
17. Alternative minimum tax (AMT) items	
Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
Code B. Adjusted gain or loss	See Instructions for Form 6251
Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
Code D. Oil, gas, and geothermal-gross income	See Instructions for Form 6251
Code E. Oil, gas, and geothermal-deductions	See Instructions for Form 6251
Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses	
Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
Code B. Other tax-exempt income	See page 25
Code C. Nondeductible expenses	See page 25
19. Distributions	
Code A. Cash and marketable securities	See page 25
Code B. Distribution subject to section 737	See page 25
Code C. Other property	See page 26
20. Other information	
Code A. Investment income	Form 4952, line 4a
Code B. Investment expenses	Form 4952, line 5

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code C. Fuel tax credit information	Form 4136
Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 26
Code E. Basis of energy property	See page 26
Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 26
Code G. Recapture of low-income housing credit for other partnerships	See page 26
Code H. Recapture of investment credit	See Form 4255
Code I. Recapture of other credits	See page 27
Code J. Look-back interest-completed long-term contracts	See Form 8697
Code K. Look-back interest-income forecast method	See Form 8866
Code L. Dispositions of property with section 179 deductions	See page 27
Code M. Recapture of section 179 deduction	See page 27
Code N. Business interest expense (information item)	See page 27
Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
Code T. Depletion deduction	See 2022 Pub. 535
Code U. Section 743(b) basis adjustment	See page 28
Code V. Unrelated business taxable income	See page 28
Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
Code X. Payment obligations including guarantees and deficit obligations (DROs)	See page 28
Code Y. Net investment income	See Instructions for Form 8960
Code Z. Section 199A information	Form 8995 or Form 8995-A
Code AA. Section 704(c) information	See page 29
Code AB. Section 751 gain (loss)	See page 29
Code AC. Section 1(h)(5) gain (loss)	See page 29
Code AD. Deemed section 1250 unrecaptured gain	See page 29
Code AE. Excess taxable income	See Instructions for Form 8990
Code AF. Excess business interest income	See page 30
Code AG. Gross receipts for section 448(c)	See page 30
Code AH. Noncash charitable contributions	See page 30
Code AI. Interest and tax on deferred compensation to partners	See page 30
Code AJ. Excess business loss limitation	See page 30
Code AK. Gain from mark-to-market election	See page 30
Code AL. Section 721(c) partnership	See page 30
Code AM. Section 1061 information	See page 30
Code AN. Farming and fishing business	See page 30
Code AO. PTP information	See page 30
Code AP. Inversion gain	See page 30
Code AQ. Conservation reserve program payments	See page 31
Code AR. IRA disclosure	See page 31
Code AS. Qualifying advanced coal project property and qualifying gasification project property	See page 31
Code AT. Qualifying advanced energy project property	See page 31
Code AU. Advanced manufacturing investment property	See page 31
Code AV. Reserved for future use	
Code AW. Reportable transactions	See page 31
Code AX. Reserved for future use	
Code AY. Foreign partners, Form 8990, Schedule A	See page 31
Codes AZ through BD. Reserved for future use	
Code ZZ. Other	See page 31
21. Foreign taxes paid or accrued	See page 31

**Schedule K-3
(Form 1065)**Department of the Treasury
Internal Revenue Service**Partner's Share of Income, Deductions,
Credits, etc.-International**☐ Final K-3☐ Amended K-3

OMB No. 1545-0123

For calendar year 2023, or tax year beginning _____, ending _____

See separate instructions.**2023****Information About the Partnership****A** Partnership's employer identification number (EIN)

87-2610958

B Partnership's name, address, city, state, and ZIP codeLINQTO LIQUIDSHARES LLC - RIPPLE - 9
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**Information About the Partner****C** Partner's social security number (SSN) or taxpayer identification number (TIN)
(Do not use TIN of a disregarded entity. See instructions.)

473-82-6629

D Name, address, city, state, and ZIP code for partner entered in C. See instr.GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**E** Check to indicate the parts of Schedule K-3 that apply.

	Yes	No
1 Does Part I apply? If "Yes," complete and attach Part I		X
2 Does Part II apply? If "Yes," complete and attach Part II		X
3 Does Part III apply? If "Yes," complete and attach Part III		X
4 Does Part IV apply? If "Yes," complete and attach Part IV		X
5 Does Part V apply? If "Yes," complete and attach Part V		X
6 Does Part VI apply? If "Yes," complete and attach Part VI		X
7 Does Part VII apply? If "Yes," complete and attach Part VII		X
8 Does Part VIII apply? If "Yes," complete and attach Part VIII		X
9 Does Part IX apply? If "Yes," complete and attach Part IX		X
10 Does Part X apply? If "Yes," complete and attach Part X		X
11 Does Part XI apply? If "Yes," complete and attach Part XI		X
12 Reserved for future use		
13 Does Part XIII apply? If "Yes," complete and attach Part XIII		X

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For Paperwork Reduction Act Notice, see the Instructions for Form 1065. www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2023

TAXABLE YEAR

2023

Partner's Share of Income, Deductions, Credits, etc.

339741 01-24-24
CALIFORNIA SCHEDULE

K-1 (565)

TYB 01-01-2023 TYE 12-31-2023
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

87-2610958 000000000000
LINQTO LIQUIDSHARES LLC - RIPPLE - 94

101 METRO DRIVE SUITE 355
SAN JOSE CA 95110

A Is this partner a: • (1) ☒ general partner; or (2) ☐ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization

(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)

(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name _____

(11c) DE owner's TIN _____

C Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit 5.7085 % • 5.7085 %

Loss 5.7085 % • 5.7085 %

Capital 5.7085 % • 5.7085 %

Check if decreases is due to: ☐ Sale or ☐ Exchange of partnership interest

E Partner's share of liabilities:

(i) Beginning

(ii) Ending

Nonrecourse \$ 0.00 • \$ 0.00

Qualified nonrecourse financing \$ 0.00 • \$ 0.00

Recourse \$ 0.00 • \$ 0.00

Check the box if Item E includes liability amounts from lower tier partnerships ☐

Check if any of the above liability is subject to guarantees or other payment obligations by the partner ☐

F Reportable transaction or tax shelter registration number(s) •

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☐H (2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☒Check here if this is: (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)I Is this partner a resident of California? ☐ Yes ☒ NoJ Did this partner contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions ☐ Yes ☒ No

K Partner's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

L Analysis of partner's tax basis capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
• 100030 •	• 35376 •			• () •	• 135406 •

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Sched. K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			●	●
	4a Guaranteed payments to partners				
	4b Guaranteed payments for capital				
	4c Total guaranteed payments			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery property (IRC Section 179)			●	●
	13 a Cash contributions			●	
	b Noncash contributions			●	
	c Investment interest expense			●	●
	d 1 Total expenditures to which an IRC Section 59(e) election may apply			●	●
	2 Type of expenditures ●				
	e Deductions related to portfolio income			●	●
	f Other deductions			●	●
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			●	▶
	b Low-income housing credit			●	●
	c Credits other than line 15b related to rental real estate activities			●	●
	d Credits related to other rental activities			●	●
	e Nonconsenting nonresident members' tax allocated to partner			●	●
	f Other credits - Attach required schedules or statements			●	●
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			●	●
	b Adjusted gain or loss			●	●
	c Depletion (other than oil & gas)			●	●
	d Gross income from oil, gas, and geothermal properties			●	●
	e Deductions allocable to oil, gas, and geothermal properties			●	●
	f Other alternative minimum tax items			●	●
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income			●	●
	b Other tax-exempt income			●	●
	c Nondeductible expenses			●	●
Distributions	19 a Distributions of money (cash and marketable securities)			●	
	b Distributions of property other than money			●	
Other Information	20 a Investment income			●	●
	b Investment expenses			●	●
	c Other information. See instructions			●	
21	<input type="checkbox"/> More than one activity for at-risk purposes. See instructions.				
22	<input type="checkbox"/> More than one activity for passive activity purposes. See instructions.				

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest	\$		Sec. 1231 Gains/Losses	\$		Capital Gains/Losses	\$	
Dividends	\$		Royalties	\$		Other	\$	

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses	\$		Rents/Royalties	\$	
Sec. 1231 Gains/Losses	\$		Other	\$	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$	\$
Property: Ending	\$	\$
Property: Annual rent expense	\$	\$
Payroll	\$	\$
Sales	\$	\$

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received \$
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received \$
2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received \$
3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received \$

651121

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2022

For calendar year 2022, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Partner's Share of Income, Deductions,
Credits, etc.

See separate instructions.

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1 Ordinary business income (loss)	14 Self-employment earnings (loss)
0.	A 0.
2 Net rental real estate income (loss)	15 Credits
3 Other net rental income (loss)	
4a Guaranteed payments for services	16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>
4b Guaranteed payments for capital	17 Alternative min tax (AMT) items
4c Total guaranteed payments	
5 Interest income	18 Tax-exempt income and nondeductible expenses
6a Ordinary dividends	
6b Qualified dividends	19 Distributions
6c Dividend equivalents	
7 Royalties	20 Other information
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured section 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	21 Foreign taxes paid or accrued
13 Other deductions	

Part I Information About the Partnership

A Partnership's employer identification number
87-2610958

B Partnership's name, address, city, state, and ZIP code

LINQTO LIQUIDSHARES LLC - RIPPLE - 94
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110C IRS center where partnership filed return:
E-FILED ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL**I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	3.9803000 %	3.9803000 %
Loss	3.9803000 %	3.9803000 %
Capital	3.9803000 %	3.9803000 %

Check if decrease is due to sale or exchange of partnership interest ☐

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

Check this box if Item K includes liability amounts from lower-tier partnerships ☐

L Partner's Capital Account Analysis

Beginning capital account	\$	0.
Capital contributed during the year	\$	100030.
Current year net income (loss)	\$	0.
Other increase (decrease) (attach explanation)	\$	
Withdrawals and distributions	\$ ()
Ending capital account	\$	100030.

M Did the partner contribute property with a built-in gain (loss)?
☐ Yes ☒ No If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning	\$	
Ending	\$	

- 22 ☐ More than one activity for at-risk purposes*
- 23 ☐ More than one activity for passive activity purposes*
- *See attached statement for additional information.

For IRS Use Only

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
	Passive loss	See page 8
	Passive income	Schedule E (Form 1040), line 28, column (h)
	Nonpassive loss	See page 8
	Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)		See page 8
3. Other net rental income (loss)		
	Net income	Schedule E (Form 1040), line 28, column (h)
	Net loss	See Instructions for Form 8582
4a. Guaranteed payment services		See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital		See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total		See page 8
5. Interest income		Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends		Form 1040 or 1040-SR, line 3b
6b. Qualified dividends		Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents		See page 9
7. Royalties		Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)		Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)		Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)		28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain		See page 9
10. Net section 1231 gain (loss)		See page 9
11. Other income (loss)		
	Code A. Other portfolio income (loss)	See page 9
	Code B. Involuntary conversions	See page 9
	Code C. Section 1256 contracts & straddles	Form 6781, line 1
	Code D. Mining exploration costs recapture	See Pub. 535
	Code E. Cancellation of debt	See page 10
	Code F. Section 743(b) positive adjustments	See page 10
	Code G. Reserved for future use	
	Code H. Section 951(a) income inclusions	See page 10
	Code I. Other income (loss)	See page 10
12. Section 179 deduction		See page 11
13. Other deductions		
	Code A. Cash contributions (60%)	See page 11
	Code B. Cash contributions (30%)	See page 11
	Code C. Noncash contributions (50%)	See page 11
	Code D. Noncash contributions (30%)	See page 12
	Code E. Capital gain property to a 50% organization (30%)	See page 12
	Code F. Capital gain property (20%)	See page 12
	Code G. Contributions (100%)	See page 12
	Code H. Investment interest expense	Form 4952, line 1
	Code I. Deductions - royalty income	Schedule E (Form 1040), line 19
	Code J. Section 59(e)(2) expenditures	See page 12
	Code K. Excess business interest expense	See page 12
	Code L. Deductions - portfolio income (other)	Schedule A (Form 1040), line 16
	Code M. Amounts paid for medical insurance	Schedule A (Form 1040), line 1; or Schedule 1 (Form 1040), line 17
	Code N. Educational assistance benefits	See page 12
	Code O. Dependent care benefits	Form 2441, line 12
	Code P. Preproductive period expenses	See page 12
	Code Q. Reserved for future use	
	Code R. Pensions and IRAs	See page 12
	Code S. Reforestation expense deduction	See page 13
	Codes T through U. Reserved for future use	
	Code V. Section 743(b) negative adjustments	See page 13
	Code W. Other deductions	See page 13
14. Self-employment earnings (loss)		
	Note. If you have a section 179 deduction or any partner-level deductions, see page 13 before completing Schedule SE (Form 1040).	
	Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
	Code B. Gross farming or fishing income	See page 13

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
15. Credits		
	Code A. Reserved for future use	
	Code B. Reserved for future use	
	Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 13
	Code D. Low-income housing credit (other) from post-2007 buildings	See page 13
	Code E. Qualified rehabilitation expenditures (rental real estate)	See page 14
	Code F. Other rental real estate credits	See page 14
	Code G. Other rental credits	See page 14
	Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
	Code I. Biofuel producer credit	See page 14
	Code J. Work opportunity credit	See page 14
	Code K. Disabled access credit	See page 14
	Code L. Empowerment zone employment credit	See page 14
	Code M. Credit for increasing research activities	See page 14
	Code N. Credit for employer social security and Medicare taxes	See page 14
	Code O. Backup withholding	See page 14
	Code P. Other credits	See page 14
17. Alternative minimum tax (AMT) items		
	Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
	Code B. Adjusted gain or loss	See Instructions for Form 6251
	Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
	Code D. Oil, gas, and geothermal - gross income	See Instructions for Form 6251
	Code E. Oil, gas, and geothermal - deductions	See Instructions for Form 6251
	Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses		
	Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
	Code B. Other tax-exempt income	See page 15
	Code C. Nondeductible expenses	See page 15
19. Distributions		
	Code A. Cash and marketable securities	See page 15
	Code B. Distribution subject to section 737	See page 15
	Code C. Other property	See page 15
20. Other information		
	Code A. Investment income	Form 4952, line 4a
	Code B. Investment expenses	Form 4952, line 5
	Code C. Fuel tax credit information	Form 4136
	Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 16
	Code E. Basis of energy property	See page 16
	Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 16
	Code G. Recapture of low-income housing credit for other partnerships	See page 16
	Code H. Recapture of investment credit	See Form 4255
	Code I. Recapture of other credits	See page 16
	Code J. Look-back interest-completed long-term contracts	See Form 8697
	Code K. Look-back interest-income forecast method	See Form 8866
	Code L. Dispositions of property with section 179 deductions	See page 16
	Code M. Recapture of section 179 deduction	See page 16
	Code N. Business interest expense (information item)	See page 16
	Code O. Section 453(j)(3) information	Schedule 2 (Form 1040), line 14
	Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
	Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
	Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
	Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
	Code T. Depletion deduction	See Pub. 535
	Code U. Section 743(b) basis adjustment	See page 17
	Code V. Unrelated business taxable income	See page 17
	Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
	Code X. Reserved for future use	
	Code Y. Net investment income	See Instructions for Form 8960

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
	Code Z. Section 199A information	Form 8995 or Form 8995-A
	Code AA. Section 704(c) information	See page 18
	Code AB. Section 751 gain (loss)	See page 18
	Code AC. Section 1(h)(5) gain (loss)	See page 18
	Code AD. Deemed section 1250 unrecaptured gain	See page 18
	Code AE. Excess taxable income	See Instructions for Form 8990
	Code AF. Excess business interest income	See page 18
	Code AG. Gross receipts for section 448(c)	See page 18
	Code AH. Other information	See page 18
21.	Foreign taxes paid or accrued	See page 19

☐ Final K-3☐ Amended K-3**Schedule K-3
(Form 1065)****Partner's Share of Income, Deductions,
Credits, etc.-International**

OMB No. 1545-0123

Department of the Treasury
Internal Revenue Service

For calendar year 2022, or tax year beginning _____, ending _____

See separate instructions.

2022**Information About the Partnership****A** Partnership's employer identification number (EIN)

87-2610958

B Partnership's name, address, city, state, and ZIP codeLINQTO LIQUIDSHARES LLC - RIPPLE - 9
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110**Information About the Partner****C** Partner's SSN or Taxpayer Identification Number (TIN) (Do not use TIN of a disregarded entity. See instructions.)

473-82-6629

D Name, address, city, state, and ZIP code for partner entered in C. See instr.GARY BENNIS
630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703**E** Check to indicate the parts of Schedule K-3 that apply.

	Yes	No
1 Does Part I apply? If "Yes," complete and attach Part I		X
2 Does Part II apply? If "Yes," complete and attach Part II		X
3 Does Part III apply? If "Yes," complete and attach Part III		X
4 Does Part IV apply? If "Yes," complete and attach Part IV		X
5 Does Part V apply? If "Yes," complete and attach Part V		X
6 Does Part VI apply? If "Yes," complete and attach Part VI		X
7 Does Part VII apply? If "Yes," complete and attach Part VII		X
8 Does Part VIII apply? If "Yes," complete and attach Part VIII		X
9 Does Part IX apply? If "Yes," complete and attach Part IX		X
10 Does Part X apply? If "Yes," complete and attach Part X		X
11 Does Part XI apply? If "Yes," complete and attach Part XI		X
12 Reserved for future use		
13 Does Part XIII apply? If "Yes," complete and attach Part XIII		X

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For Paperwork Reduction Act Notice, see the Instructions for Form 1065.
LHA

www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2022

TAXABLE YEAR

2022

**Partner's Share of Income,
Deductions, Credits, etc.**239741 12-15-22
CALIFORNIA SCHEDULE**K-1 (565)**

TYB 01-01-2022 TYE 12-31-2022
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

87-2610958 000000000000
LINQTO LIQUIDSHARES LLC - RIPPLE - 94

101 METRO DRIVE SUITE 355
SAN JOSE CA 95110

A Is this partner a: • (1) ☒ general partner; or (2) ☐ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization

(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)

(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name

(11c) DE owner's TIN

C Is this partner a foreign partner? • ☐ Yes ☒ No

D Enter partner's percentage (without regard to special allocations) of:

(i) Beginning

(ii) Ending

Profit	3.9803 %	•	3.9803 %
Loss	3.9803 %	•	3.9803 %
Capital	3.9803 %	•	3.9803 %

Check the box if decrease is due to sale or exchange of partnership interest ☐

E Partner's share of liabilities:

(i) Beginning

(ii) Ending

Nonrecourse	\$ 0.00	•	\$ 0.00
Qualified nonrecourse financing	\$ 0.00	•	\$ 0.00
Recourse	\$ 0.00	•	\$ 0.00

Check the box if Item E includes liability amounts from lower tier partnerships ☐

F Reportable transaction or tax shelter registration number(s) ☒

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) ☒

(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) ☒

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)

I Is this partner a resident of California?

• ☐ Yes ☒ No

J Did this partner contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions

• ☐ Yes ☒ No

K Partner's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

L Analysis of partner's tax basis capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
•	• 100030 •			• () •	• 100030 •

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Sched. K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4a Guaranteed payments to partners				
	4b Guaranteed payments for capital				
	4c Total guaranteed payments			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense				
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income				
	e Other deductions				
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership)			•	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			●	●
	b Adjusted gain or loss				
	c Depletion (other than oil & gas)				
	d Gross income from oil, gas, and geothermal properties				
	e Deductions allocable to oil, gas, and geothermal properties				
	f Other alternative minimum tax items				
Tax-Exempt Income and Nondeductible Expenses	18 a Tax-exempt interest income				
	b Other tax-exempt income				
	c Nondeductible expenses				
Distributions	19 a Distributions of money (cash and marketable securities)			●	
	b Distributions of property other than money			●	
Other Information	20 a Investment income				
	b Investment expenses				
	c Other information. See instructions				
21	<input type="checkbox"/> More than one activity for at-risk purposes. See instructions.				
22	<input type="checkbox"/> More than one activity for passive activity purposes. See instructions.				

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest	\$		Sec. 1231 Gains/Losses	\$		Capital Gains/Losses	\$	
Dividends	\$		Royalties	\$		Other	\$	

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses	\$		Rents/Royalties	\$	
Sec. 1231 Gains/Losses	\$		Other	\$	

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$	\$
Property: Ending	\$	\$
Property: Annual rent expense	\$	\$
Payroll	\$	\$
Sales	\$	\$

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received \$

b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received \$

2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received \$

3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received \$

651121

Schedule K-1
(Form 1065)Department of the Treasury
Internal Revenue Service

2022

For calendar year 2022, or tax year

beginning ending Partner's Share of Income, Deductions,
Credits, etc.

See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
87-2216797

B Partnership's name, address, city, state, and ZIP code

LINO TO LIQUIDSHARES LLC - UPHOLD - 49
101 METRO DRIVE SUITE 355
SAN JOSE, CA 95110

C IRS center where partnership filed return:

E-FILE

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
473-82-6629

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE, WI 54703G ☒ General partner or LLC member-manager ☐ Limited partner or other LLC memberH1 ☒ Domestic partner ☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:TIN Name I1 What type of entity is this partner? INDIVIDUALI2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	7.7135000 %	7.7135000 %
Loss	7.7135000 %	7.7135000 %
Capital	7.7135000 %	7.7135000 %

Check if decrease is due to sale or exchange of partnership interest ☐

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

Check this box if Item K includes liability amounts from lower-tier partnerships ☐

L Partner's Capital Account Analysis

Beginning capital account	\$ 50004.
Capital contributed during the year	\$
Current year net income (loss)	\$ 0.
Other increase (decrease) (attach explanation)	\$
Withdrawals and distributions	\$ ()
Ending capital account	\$ 50004.

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes ☒ No If "Yes," attach statement. See instructions.

N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning	\$
Ending	\$

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items

1 Ordinary business income (loss) 0.	14 Self-employment earnings (loss) A 0.
2 Net rental real estate income (loss)	15 Credits
3 Other net rental income (loss)	
4a Guaranteed payments for services	16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>
4b Guaranteed payments for capital	17 Alternative min tax (AMT) items
4c Total guaranteed payments	
5 Interest income	18 Tax-exempt income and nondeductible expenses
6a Ordinary dividends	
6b Qualified dividends	19 Distributions
6c Dividend equivalents	
7 Royalties	20 Other information
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured section 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	21 Foreign taxes paid or accrued
13 Other deductions	
22 <input type="checkbox"/> More than one activity for at-risk purposes*	
23 <input type="checkbox"/> More than one activity for passive activity purposes*	

*See attached statement for additional information.

For IRS Use Only

List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
	Passive loss	See page 8
	Passive income	Schedule E (Form 1040), line 28, column (h)
	Nonpassive loss	See page 8
	Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)		See page 8
3. Other net rental income (loss)		
	Net income	Schedule E (Form 1040), line 28, column (h)
	Net loss	See Instructions for Form 8582
4a. Guaranteed payment services		See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital		See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total		See page 8
5. Interest income		Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends		Form 1040 or 1040-SR, line 3b
6b. Qualified dividends		Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents		See page 9
7. Royalties		Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)		Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)		Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)		28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain		See page 9
10. Net section 1231 gain (loss)		See page 9
11. Other income (loss)		
	Code A. Other portfolio income (loss)	See page 9
	Code B. Involuntary conversions	See page 9
	Code C. Section 1256 contracts & straddles	Form 6781, line 1
	Code D. Mining exploration costs recapture	See Pub. 535
	Code E. Cancellation of debt	See page 10
	Code F. Section 743(b) positive adjustments	See page 10
	Code G. Reserved for future use	
	Code H. Section 951(a) income inclusions	See page 10
	Code I. Other income (loss)	See page 10
12. Section 179 deduction		See page 11
13. Other deductions		
	Code A. Cash contributions (60%)	See page 11
	Code B. Cash contributions (30%)	See page 11
	Code C. Noncash contributions (50%)	See page 11
	Code D. Noncash contributions (30%)	See page 12
	Code E. Capital gain property to a 50% organization (30%)	See page 12
	Code F. Capital gain property (20%)	See page 12
	Code G. Contributions (100%)	See page 12
	Code H. Investment interest expense	Form 4952, line 1
	Code I. Deductions - royalty income	Schedule E (Form 1040), line 19
	Code J. Section 59(e)(2) expenditures	See page 12
	Code K. Excess business interest expense	See page 12
	Code L. Deductions - portfolio income (other)	Schedule A (Form 1040), line 16
	Code M. Amounts paid for medical insurance	Schedule A (Form 1040), line 1; or Schedule 1 (Form 1040), line 17
	Code N. Educational assistance benefits	See page 12
	Code O. Dependent care benefits	Form 2441, line 12
	Code P. Preproductive period expenses	See page 12
	Code Q. Reserved for future use	
	Code R. Pensions and IRAs	See page 12
	Code S. Reforestation expense deduction	See page 13
	Codes T through U. Reserved for future use	
	Code V. Section 743(b) negative adjustments	See page 13
	Code W. Other deductions	See page 13
14. Self-employment earnings (loss)		
	Note. If you have a section 179 deduction or any partner-level deductions, see page 13 before completing Schedule SE (Form 1040).	
	Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
	Code B. Gross farming or fishing income	See page 13

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
15. Credits		
	Code A. Reserved for future use	
	Code B. Reserved for future use	
	Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 13
	Code D. Low-income housing credit (other) from post-2007 buildings	See page 13
	Code E. Qualified rehabilitation expenditures (rental real estate)	See page 14
	Code F. Other rental real estate credits	See page 14
	Code G. Other rental credits	See page 14
	Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
	Code I. Biofuel producer credit	See page 14
	Code J. Work opportunity credit	See page 14
	Code K. Disabled access credit	See page 14
	Code L. Empowerment zone employment credit	See page 14
	Code M. Credit for increasing research activities	See page 14
	Code N. Credit for employer social security and Medicare taxes	See page 14
	Code O. Backup withholding	See page 14
	Code P. Other credits	See page 14
17. Alternative minimum tax (AMT) items		
	Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
	Code B. Adjusted gain or loss	See Instructions for Form 6251
	Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
	Code D. Oil, gas, and geothermal - gross income	See Instructions for Form 6251
	Code E. Oil, gas, and geothermal - deductions	See Instructions for Form 6251
	Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses		
	Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
	Code B. Other tax-exempt income	See page 15
	Code C. Nondeductible expenses	See page 15
19. Distributions		
	Code A. Cash and marketable securities	See page 15
	Code B. Distribution subject to section 737	See page 15
	Code C. Other property	See page 15
20. Other information		
	Code A. Investment income	Form 4952, line 4a
	Code B. Investment expenses	Form 4952, line 5
	Code C. Fuel tax credit information	Form 4136
	Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 16
	Code E. Basis of energy property	See page 16
	Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 16
	Code G. Recapture of low-income housing credit for other partnerships	See page 16
	Code H. Recapture of investment credit	See Form 4255
	Code I. Recapture of other credits	See page 16
	Code J. Look-back interest-completed long-term contracts	See Form 8697
	Code K. Look-back interest-income forecast method	See Form 8866
	Code L. Dispositions of property with section 179 deductions	See page 16
	Code M. Recapture of section 179 deduction	See page 16
	Code N. Business interest expense (information item)	See page 16
	Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
	Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
	Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
	Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
	Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
	Code T. Depletion deduction	See Pub. 535
	Code U. Section 743(b) basis adjustment	See page 17
	Code V. Unrelated business taxable income	See page 17
	Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
	Code X. Reserved for future use	
	Code Y. Net investment income	See Instructions for Form 8960

Box Number / Item	Where to report or where to find further reporting information. Page numbers refer to these instructions.
Code Z. Section 199A information	Form 8995 or Form 8995-A
Code AA. Section 704(c) information	See page 18
Code AB. Section 751 gain (loss)	See page 18
Code AC. Section 1(h)(5) gain (loss)	See page 18
Code AD. Deemed section 1250 unrecaptured gain	See page 18
Code AE. Excess taxable income	See Instructions for Form 8990
Code AF. Excess business interest income	See page 18
Code AG. Gross receipts for section 448(c)	See page 18
Code AH. Other information	See page 18
21. Foreign taxes paid or accrued	See page 19

**Schedule K-3
(Form 1065)**Department of the Treasury
Internal Revenue Service**Partner's Share of Income, Deductions,
Credits, etc.-International**☐ Final K-3☐ Amended K-3

OMB No. 1545-0123

For calendar year 2022, or tax year beginning _____, ending _____

See separate instructions.

2022

Information About the Partnership	Information About the Partner
A Partnership's employer identification number (EIN) 87-2216797	C Partner's SSN or Taxpayer Identification Number (TIN) (Do not use TIN of a disregarded entity. See instructions.) 473-82-6629
B Partnership's name, address, city, state, and ZIP code LINQTO LIQUIDSHARES LLC - UPHOLD - 4 101 METRO DRIVE SUITE 355 SAN JOSE, CA 95110	D Name, address, city, state, and ZIP code for partner entered in C. See instr. GARY BENNIS 630 LAMPLIGHTER CT EAU CLAIRE, WI 54703

		Yes	No
E Check to indicate the parts of Schedule K-3 that apply.			
1 Does Part I apply? If "Yes," complete and attach Part I	1		X
2 Does Part II apply? If "Yes," complete and attach Part II	2		X
3 Does Part III apply? If "Yes," complete and attach Part III	3		X
4 Does Part IV apply? If "Yes," complete and attach Part IV	4		X
5 Does Part V apply? If "Yes," complete and attach Part V	5		X
6 Does Part VI apply? If "Yes," complete and attach Part VI	6		X
7 Does Part VII apply? If "Yes," complete and attach Part VII	7		X
8 Does Part VIII apply? If "Yes," complete and attach Part VIII	8		X
9 Does Part IX apply? If "Yes," complete and attach Part IX	9		X
10 Does Part X apply? If "Yes," complete and attach Part X	10		X
11 Does Part XI apply? If "Yes," complete and attach Part XI	11		X
12 Reserved for future use	12		
13 Does Part XIII apply? If "Yes," complete and attach Part XIII	13		X

For IRS Use Only

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2022

LHA

TAXABLE YEAR

2022

Partner's Share of Income, Deductions, Credits, etc.

239741 12-15-22
CALIFORNIA SCHEDULE

K-1 (565)

TYB 01-01-2022 TYE 12-31-2022
473-82-6629
GARY BENNIS

630 LAMPLIGHTER CT
EAU CLAIRE WI 54703

87-2216797 000000000000
LINQTO LIQUIDSHARES LLC - UPHOLD - 49

101 METRO DRIVE SUITE 355
SAN JOSE CA 95110

A Is this partner a: • (1) ☒ general partner; or (2) ☐ limited partner?

B What type of entity is this partner? • See instructions.

(1) ☒ Individual (4) ☐ C Corporation (7) ☐ LLP (10) ☐ Exempt Organization

(2) ☐ S Corporation (5) ☐ General Partnership (8) ☐ LLC (11a) ☐ Disregarded Entity (DE)

(3) ☐ Estate/Trust (6) ☐ Limited Partnership (9) ☐ IRA/Keogh/SEP (11b) DE owner's name _____
(11c) DE owner's TIN _____ • ☐ Yes ☒ No

C Is this partner a foreign partner? _____

D Enter partner's percentage (without regard to special allocations) of:

	(i) Beginning		(ii) Ending
Profit	7.7135	%	7.7135 %
Loss	7.7135	%	7.7135 %
Capital	7.7135	%	7.7135 %

Check the box if decrease is due to sale or exchange of partnership interest _____ ☐

E Partner's share of liabilities:

	(i) Beginning		(ii) Ending
Nonrecourse	\$	.00	\$.00
Qualified nonrecourse financing	\$	.00	\$.00
Recourse	\$	0.00	\$ 0.00

Check the box if Item E includes liability amounts from lower tier partnerships _____ ☐

F Reportable transaction or tax shelter registration number(s) • _____

G (1) Check here if this is a publicly traded partnership as defined in IRC Section 469(k)(2) _____ ☐

(2) Check here if this is an investment partnership (R&TC Sections 17955 and 23040.1) _____ ☐

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

H Check here if this is: • (1) ☐ A final Schedule K-1 (565) (2) ☐ An amended Schedule K-1 (565)

I Is this partner a resident of California?

• ☐ Yes ☒ No

J Did this partner contribute property with a built-in gain or loss? If "Yes" attach statement. See instructions

• ☐ Yes ☒ No

K Partner's share of net unrecognized IRC Section 704(c) gain or (loss) (i) Beginning (ii) Ending

L Analysis of partner's tax basis capital account:

(a) Capital account at beginning of year	(b) Capital contributed during year	(c) Current year net income (loss)	(d) Other increase (decrease) (attach explanation)	(e) Withdrawals and distributions	(f) Capital account at end of year, combine column (a) through column (e)
• 50004 •				• () •	50004

Caution: Refer to Partner's Instructions for Schedule K-1 (565) before entering information from this schedule on your California return.

	(a) Distributive share items	(b) Amounts from federal Sched. K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Income (Loss)	1 Ordinary income (loss) from trade or business activities			•	▶
	2 Net income (loss) from rental real estate activities			•	▶
	3 Net income (loss) from other rental activities			⊙	⊙
	4a Guaranteed payments to partners				
	4b Guaranteed payments for capital				
	4c Total guaranteed payments			•	▶
	5 Interest income			•	▶
	6 Dividends			•	▶
	7 Royalties			•	▶
	8 Net short-term capital gain (loss)			•	▶
	9 Net long-term capital gain (loss)			•	▶
	10 a Total gain under IRC Section 1231 (other than due to casualty or theft)			•	▶
	b Total loss under IRC Section 1231 (other than due to casualty or theft)			•	▶
	11 a Other portfolio income (loss). Attach schedule			•	▶
	b Total other income			•	▶
	c Total other loss			•	▶

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

	(a) Distributive share items	(b) Amounts from federal Schedule K-1 (Form 1065)	(c) California adjustments	(d) Total amounts using California law. Combine col. (b) and col. (c)	(e) California source amounts and credits
Deductions	12 Expense deduction for recovery property (IRC Section 179)				
	13 a Charitable contributions				
	b Investment interest expense				
	c 1 Total expenditures to which an IRC Section 59(e) election may apply				
	2 Type of expenditures				
	d Deductions related to portfolio income				
	e Other deductions				
Credits	15 a Total withholding (equals amount on Form 592-B if calendar year partnership) ...			•	▶
	b Low-income housing credit				
	c Credits other than line 15b related to rental real estate activities				
	d Credits related to other rental activities				
	e Nonconsenting nonresident members' tax allocated to partner				
	f Other credits - Attach required schedules or statements				
	Alternative Minimum Tax (AMT) Items	17 a Depreciation adjustment on property placed in service after 1986			●
b Adjusted gain or loss					
c Depletion (other than oil & gas)					
d Gross income from oil, gas, and geothermal properties					
e Deductions allocable to oil, gas, and geothermal properties					
f Other alternative minimum tax items					
Tax-Exempt Income and Nondeductible Expenses		18 a Tax-exempt interest income			
	b Other tax-exempt income				
	c Nondeductible expenses				
Distributions	19 a Distributions of money (cash and marketable securities)			●	
	b Distributions of property other than money			●	
Other Information	20 a Investment income				
	b Investment expenses				
	c Other information. See instructions				
21	<input type="checkbox"/> More than one activity for at-risk purposes. See instructions.				
22	<input type="checkbox"/> More than one activity for passive activity purposes. See instructions.				

Partner's name

GARY BENNIS

Partner's identifying number

473-82-6629

Other Partner Information

Table 1 - Partner's share of nonbusiness income from intangibles (source of income is dependent on residence or commercial domicile of the partner):

Interest ... \$	<input type="text"/>	Sec. 1231 Gains/Losses \$	<input type="text"/>	Capital Gains/Losses \$	<input type="text"/>
Dividends \$	<input type="text"/>	Royalties	<input type="text"/>	Other	<input type="text"/>

FOR USE BY PARTNERS ONLY - See instructions.

Table 2 - Partner's share of distributive items.

- A. Partner's share of the partnership's business income. See instructions. \$
- B. Partner's share of nonbusiness income from real and tangible personal property sourced or allocable to California.

Capital Gains/Losses ... \$	<input type="text"/>	Rents/Royalties \$	<input type="text"/>
Sec. 1231 Gains/Losses \$	<input type="text"/>	Other	<input type="text"/>

- C. Partner's distributive share of the partnership's property, payroll, and sales:

Factors	Total within and outside California	Total within California
Property: Beginning	\$ <input type="text"/>	\$ <input type="text"/>
Property: Ending	\$ <input type="text"/>	\$ <input type="text"/>
Property: Annual rent expense	\$ <input type="text"/>	\$ <input type="text"/>
Payroll	\$ <input type="text"/>	\$ <input type="text"/>
Sales	\$ <input type="text"/>	\$ <input type="text"/>

Table 3 - Partner's share of cost of goods sold, deductions, and rental income.

Enter only amounts used to determine income (loss) derived from and attributable to California sources. All amounts entered on this table are first multiplied by the appropriate percentage in Item D (ii) end of year partner's profit and loss percentage on Side 1. See the partnership Schedule K-1 instructions for information on how to obtain the amounts below.

1. Schedule K, line 1, column (d), Ordinary income (loss) from trade or business activities:

- a. Enter as a positive amount the cost of goods sold used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1a of Table 3 from all Schedule K-1s (565) this partnership received \$
- b. Enter as a positive amount the total deductions used to determine the amount on Schedule K, line 1, column (d), plus the total amounts on line 1b of Table 3 from all Schedule K-1s (565) this partnership received \$
2. Enter the total gross rents from line 18a of federal Form 8825 as adjusted for California law differences, plus the total amounts on line 2 of Table 3 from all Schedule K-1s (565) this partnership received \$
3. Enter the gross income (loss) from other rental activities from Schedule K, line 3a, column (d), plus the total amounts on line 3 of Table 3 from all Schedule K-1s (565) this partnership received \$



101 Metro Drive, Suite 335
San Jose, CA 95110
invest@linqto.com

Monthly Statement

March 1, 2023 to March 31, 2023

Gary L Bennis
630 Lamplighter Ct,
Eau Claire, Wisconsin
54703, United States

Current Holdings (Gary Bennis)

Individual Account

	TOTAL SHARES	AVG. COST/SHARE*	STARTING BALANCE	ENDING BALANCE
Polysign	3,226	\$1.76	\$0.00	\$10,000.60
Ripple	3,857	\$35.11	\$100,029.50	\$145,053.50
Uphold	7,408	\$6.75	\$50,004.00	\$50,004.00
		TOTAL INVESTMENT	\$150,033.50	\$205,058.10
		CASH BALANCE	\$0.00	\$300.40
		TOTAL	\$150,033.50	\$205,358.50

*Average cost per share is rounded to the nearest \$.01 and reflects Linqto Bucks discounts.

Activity (Gary Bennis)

DATE	TYPE	COMPANY	SHARES	PRICE/SHARE	AMOUNT
03/29/2023	Buy	Polysign	3,226	\$1.76	\$10,000.60
03/29/2023	Withdrawal	BUY - Polysign - Order 35674			-\$5,677.60
03/15/2023	Buy	Ripple	1,608	\$22.00	\$45,024.00
03/15/2023	Withdrawal	BUY - Ripple - Order 35337			-\$35,376.00
03/13/2023	Deposit	DEPOSIT - Wire Transfer			\$41,354.00

‡ Amounts include fees, when applicable

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101 Metro Drive, Suite 335
 San Jose, CA 95110
 invest@linqto.com

Monthly Statement

June 1, 2025 to June 30, 2025

Gary L Bennis
 630 Lamplighter Ct,
 Eau Claire, Wisconsin
 54703, United States

Current Holdings (Gary Bennis)

Individual Account

	TOTAL SHARES	AVG. COST/SHARE*	STARTING BALANCE	ENDING BALANCE
Polysign				
Linqto Liquidshares LLC - Polysign - 16	3,226	\$1.76	\$10,000.60	\$10,000.60
Ripple				
Linqto Liquidshares LLC - Ripple - 94	3,857	\$35.11	\$145,053.50	\$145,053.50
Uphold				
Linqto Liquidshares LLC - Uphold - 49	7,408	\$6.75	\$50,004.00	\$50,004.00
		TOTAL INVESTMENT	\$205,058.10	\$205,058.10
		‡ CASH BALANCE	\$300.40	\$0.40
		TOTAL	\$205,358.50	\$205,058.50

*Average cost per share is rounded to the nearest \$.01 and reflects Linqto Bucks discounts.

‡ Available Cash is custodied in an omnibus account with JPMorgan Chase Bank, N.A., in the name of Linqto Liquidshares LLC for the benefit of ("FBO") customers. FBO accounts are FDIC-insured up to \$250,000.

Activity (Gary Bennis)

DATE	TYPE	COMPANY	SHARES	PRICE/SHARE	AMOUNT
06/08/2025	Withdrawal	WITHDRAWAL - Uphold: USD account			-\$300.00

‡ Available Cash is custodied in an omnibus account with JPMorgan Chase Bank, N.A., in the name of Linqto Liquidshares LLC for the benefit of ("FBO") customers. FBO accounts are FDIC-insured up to \$250,000.

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101 Metro Drive, Suite 335
 San Jose, CA 95110
 invest@linqto.com

Monthly Statement

July 1, 2025 to July 31, 2025

Gary L Bennis
 630 Lamplighter Ct,
 Eau Claire, Wisconsin
 54703, United States

Current Holdings (Gary Bennis)

Individual Account

	TOTAL SHARES	AVG. COST/SHARE*	STARTING BALANCE	ENDING BALANCE
Polysign				
Linqto Liquidshares LLC - Polysign - 16	3,226	\$1.76	\$10,000.60	\$10,000.60
Ripple				
Linqto Liquidshares LLC - Ripple - 94	3,857	\$35.11	\$145,053.50	\$145,053.50
Uphold				
Linqto Liquidshares LLC - Uphold - 49	7,408	\$6.75	\$50,004.00	\$50,004.00
		TOTAL INVESTMENT	\$205,058.10	\$205,058.10
		‡ CASH BALANCE	\$0.40	\$0.40
		TOTAL	\$205,058.50	\$205,058.50

*Average cost per share is rounded to the nearest \$.01 and reflects Linqto Bucks discounts.

‡ Available Cash is custodied in an omnibus account with JPMorgan Chase Bank, N.A., in the name of Linqto Liquidshares LLC for the benefit of ("FBO") customers. FBO accounts are FDIC-insured up to \$250,000.

Activity (Gary Bennis)

DATE	TYPE	COMPANY	SHARES	PRICE/SHARE	AMOUNT
------	------	---------	--------	-------------	--------

This account has no activity.

‡ Available Cash is custodied in an omnibus account with JPMorgan Chase Bank, N.A., in the name of Linqto Liquidshares LLC for the benefit of ("FBO") customers. FBO accounts are FDIC-insured up to \$250,000.