

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

March 26, 2021

Dave Girouard Chief Executive Officer Upstart Holdings, Inc. 2950 S. Delaware Street, Suite 300 San Mateo, CA 94403

Re: Upstart Holdings, Inc.
Draft Registration Statement on Form S-1
Submitted March 23, 2021
CIK No. 0001647639

Dear Mr. Girouard:

This is to advise you that we do not intend to review your registration statement.

We request that you publicly file your registration statement no later than 48 hours prior to the requested effective date and time. Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact David Lin at (202) 551-3552 with any questions.

Sincerely,

Division of Corporation Finance Office of Finance