

March 26, 2021

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

Inc.

Statement on Form S-1  
2021

Re: Upstart Holdings,  
Draft Registration  
Submitted March 23,  
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