

IRS FILING POSTMARK DEADLINE:
30 days after February 02, 2024
READ STEP 1 NOW — DO NOT WAIT

INSTRUCTIONS FOR 83(B) ELECTION

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STEP 1 CONSIDER FILING YOUR 83(B) ELECTION AS SOON AS POSSIBLE

You may want to file your 83(b) election well in advance of the 30-day deadline mentioned above. You'll want to have enough time to send another 83(b) election if your first election is lost or destroyed in transit before it reaches the IRS.

If you're too busy to file your 83(b) election right now, consider using Clerky's managed 83(b) election add-on (see Step 3 for details).

STEP 2 REVIEW A COPY OF YOUR 83(B) ELECTION FORM

If you need to make any corrections or additions, be sure to make them to both copies of your 83(b) election form. You can leave the taxpayer ID for yourself and your spouse (if applicable) blank for now. You'll have an opportunity to provide that in subsequent steps.

If you're not a US taxpayer, please read <https://cler.ky/83b-elections-for-non-us-taxpayers>.

STEP 3 CHOOSE HOW TO FILE YOUR 83(B) ELECTION

You can use Clerky's managed 83(b) election add-on to file your 83(b) election without having to print anything or go to the post office. To proceed, please visit <https://cler.ky/managed-83b-elections>.

Please note that the add-on is only available until 15 calendar days after February 02, 2024. If you decide to use the add-on, please consider proceeding well in advance of the 15-day deadline so that you'll have time to send another election if your first is lost or destroyed in transit before it reaches the IRS.

If you prefer not to use Clerky's managed 83(b) election add-on, you can follow the additional instructions on the next page to file your 83(b) election on your own.

ADDITIONAL INSTRUCTIONS FOR SELF-FILING

You can ignore this page if you're using Clerky's managed 83(b) election add-on.

1. Where indicated, for both Copy 1 and Copy 2 of the signed 83(b) election form:

X Insert the taxpayer ID number for the taxpayer (and spouse, if applicable)

If you or your spouse don't have a SSN or ITIN, please see <https://cler.ky/83b-elections-for-non-us-taxpayers>.

2. Include the following in a single envelope:

- IRS Transmittal Letter
- Copy 1 and Copy 2 of the signed 83(b) election form

3. Clip a self-addressed, postage-paid envelope to Copy 2 for the IRS to date-stamp and return. Consider ensuring the envelope has postage and labeling for Priority Mail with Certified Mail service.

A date-stamped copy is not required and the IRS is inconsistent about returning it. It is nevertheless recommended to request it for enhanced company and taxpayer records.

4. Send by USPS Certified Mail with Return Receipt to the IRS mailing address where you would file your annual income tax return by paper. Consider using Priority Mail with the Certified Mail service instead of First-Class Mail.

Make sure to obtain a postmark on the certified mail receipt (PS Form 3800) from your USPS office.

For mailing addresses, see <https://www.irs.gov/uac/where-to-file-paper-tax-returns-with-or-without-a-payment>.

If you must use a private delivery service, check IRS requirements and be sure to obtain written proof of the mailing date that complies with IRS rules. See <http://www.irs.gov/uac/Private-Delivery-Services-PDS>.

5. Monitor the tracking of your 83(b) election so you can send another 83(b) election if your first is lost or destroyed in transit before reaching the IRS.

6. Keep the following in the company and taxpayer records:

- A copy of the USPS Certified Mail Receipt with the postmark
- A copy of the tracking history for the delivery to the IRS
- The USPS Return Receipt, if returned
- The date-stamped copy from the IRS, if returned
- A copy of the USPS Certified Mail Receipt for the file-stamped copy
- If available, a copy of the tracking history for the file-stamped copy
- A copy of this document

Taxpayer:

*Enclose Election (Copy 1 & Copy 2 with
self-addressed, postage-paid envelope)
Address to IRS Service Center where you
file your annual income tax return*

Rob Balian
45 Walter Street
San Francisco, CA 94114

VIA CERTIFIED MAIL

Department of the Treasury
Internal Revenue Service
IRS Address: _____

Re: Election Under Section 83(b) of the Internal Revenue Code of 1986

Ladies and Gentlemen:

For filing with the Internal Revenue Service, please find enclosed two copies (File Copy and Acknowledgement Copy) of the document entitled Election Under Section 83(b) of the Internal Revenue Code of 1986 (the “83(b) Election”).

In accordance with IRM Section 21.1.7.6¹, kindly acknowledge receipt and filing of the 83(b) Election by date stamping the enclosed Acknowledgement Copy of the 83(b) Election and returning it to the undersigned in the enclosed self-addressed, postage-paid envelope. If you have any questions regarding this matter, please contact the undersigned. Thank you for your courteous assistance.

Very truly yours,

E-signed using Clerkly (a8fe02ccf42932356f17b4a8351ec4f0)



Enclosures

1. 83(b) Election File Copy (Copy 1): For filing with IRS
2. 83(b) Election Acknowledgment Copy (Copy 2) with self-addressed, postage-paid envelope: For date stamping and returning to taxpayer

¹ See IRM 21.1.7.6 (9) (Extraction of Envelope Contents) at https://www.irs.gov/irm/part21/irm_21-001-007r.html#d0e1545

ELECTION UNDER SECTION 83(B) OF THE INTERNAL REVENUE CODE OF 1986

The undersigned taxpayer (the "Taxpayer") hereby elects, pursuant to Section 83(b) of the Internal Revenue Code, to include in Taxpayer's gross income, the amount of any compensation taxable to Taxpayer in connection with Taxpayer's receipt of the property described below:

- The name, address, taxpayer identification number and taxable year of the undersigned are:
 Name of Taxpayer: **Rob Balian**
 Name of Spouse (if applicable): **[[Spouse Name]]**
 Address: **45 Walter Street**
San Francisco, CA 94114
 Taxpayer ID No. of Taxpayer: **See below**
 Taxpayer ID No. of Spouse (if applicable): **See below (if applicable)**
 Taxable Year for which this election is being made: **2024**
- The property which is the subject of this election is: **4,500,000 shares of the Common Stock (the "Shares") of SyncUp AI INC., a Delaware corporation (the "Company").**
- The date on which the property was transferred is: **February 02, 2024**
- The property is subject to the following restrictions: **Repurchase option at cost in favor of the Company upon termination of taxpayer's employment or consulting relationship.**
- The fair market value of such property at the time of transfer is (determined without regard to any restriction other than a restriction which by its terms will never lapse): **\$45.00.**
- The amount (if any) paid for such property: **\$45.00 (paid by cash and/or property having a value at least equivalent to the value of the Shares).**

Taxpayer is the person performing the services in connection with which the property was transferred. Taxpayer will:

- file this election with the Internal Revenue Service office with which Taxpayer's annual income tax return is filed not later than 30 days after the date of transfer of the property
- send a copy of this election to the person for whom the services were performed

Dated: February 02, 2024

TAXPAYER:

E-signed using Clerkly (a8fe02cc42932356f17b4a8351ec4f0)

Rob Balian

TAXPAYER SPOUSE (IF APPLICABLE):

[[Spouse Signature Block]]

Taxpayer ID Number:

X

Taxpayer ID Number (if applicable):

X

ATTENTION IRS!

Date stamp & return to taxpayer
this 83(b) Election Acknowledgment Copy
(per IRM 21.1.7.6)

Copy 2: IRS Acknowledgment Copy

ELECTION UNDER SECTION 83(B) OF THE INTERNAL REVENUE CODE OF 1986

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Name of Spouse (if applicable): **[[Spouse Name]]**
Address: **45 Walter Street**
San Francisco, CA 94114
Taxpayer ID No. of Taxpayer: **See below**
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Rob Balian

TAXPAYER SPOUSE (IF APPLICABLE):

[[Spouse Signature Block]]

Taxpayer ID Number:

X

Taxpayer ID Number (if applicable):

X