FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549			
	. 20549	D.C.	Washington.

STATEMENT	OF CHANGES	IN BENEFIC	AL OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
	Estimated average burden									
-	hours per response	. 0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Montrone Ralph T.						2. Issuer Name and Ticker or Trading Symbol <u>UPBOUND GROUP, INC.</u> [UPBD]							(Chec	k all app Direc	licable) tor	rting Person(s) to Issu 10% Own le Other (spe		wner		
•	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/24/2024								X		<i>(</i>)	Acin	below)	, specify		
TX	7									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				on						
(City) (State) (Zip) Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
························ D		Date	ay/Year) if an		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr. 5)		Disposed Of (D) (Instr. 3,			, 4 and Secur Benef Owner		ties cially I Following	Form (D) o	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code V		Amount	(A) (D)	or P	ice	Transaction(s) (Instr. 3 and 4)				(mou. 4)		
MON STOCK 02/26/			2024				A		5,973(1)	A		\$ <mark>0</mark>	86,512(2)			D				
ON STOCK 02/24/				/2024						F		682(3)	Г	\$	34.16	85,830(2)			D	
COMMON STOCK 02/25/20				/2024				F		492(4)	Г	\$	34.16	· ·		85,338(2)			D	
COMMON STOCK 02/26/20			2024				F		264(5)	L) (33.8	85	,074(2)		D				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executi if any	ion Date,		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Date (Month/Day/Year)			Amou		De Se (In	erivative ecurity	derivative Securities Beneficially Owned Following Reported	y	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fire EADQUART TX) (State Security (Instate Secu	(First) (I EADQUARTERS DRIVE TX (State) (2 Table Security (Instr. 3) ON STOCK	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Table I - No Security (Instr. 3) ON STOCK ON STOC	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Table I - Non-Deriva Security (Instr. 3) 2. Transac Date (Month/Da DN STOCK 02/26/2 ON STOCK 02/24/2 ON STOCK 02/25/2 Table II - Derivati (e.g., pu 2. Transaction Date (Month/Day/Year) Table II - Derivati (e.g., pu 2. Transaction Date (Month/Day/Year) A Demed Execution Date, if any (Month/Day/Year)	Conversion or Exercise Price of Derivative (Middle) Cad Quarter (Month/Day/Year) Can Conversion or Exercise Price of Derivative (Month/Day/Year) Cade (Month/Day/Year) Can Conversion or Exercise Price of Derivative (Month/Day/Year) Can Conversion or Exe	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Table I - Non-Derivative Security (Month/Day/Year) PN STOCK ON STOCK O2/26/2024 Table II - Derivative Security (e.g., puts, calls, very calls,	(First) (Middle) EADQUARTERS DRIVE 3. Date of Earlies 02/24/2024 4. If Amendment, TX 75024 (State) (Zip) Rule 10b5- Check this box satisfy the affir Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day ON STOCK OL/26/2024 Table II - Derivative Securities (e.g., puts, calls, warrance) (e.g., put	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Rule 10b5-1(c) Check this box to indic satisfy the affirmative. Table I - Non-Derivative Securities Acque (Month/Day/Year) ON STOCK O2/26/2024 ON STOCK O2/26/2024 DN STOCK O2/26/2024 Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Security Security Security Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Securities Acque (e.g., puts, calls, warrants, (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Rule 10b5-1(c) Transcation (Month/Day/Year) Check this box to indicate that satisfy the affirmative defense of the properties of	(First) (Middle) EADQUARTERS DRIVE TX 75024 (State) (Zip) Rule 10b5-1(c) Transaction (Month 02/24/2024 4. 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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Price (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) PN STOCK 02/26/2024 A 5,973(1) A \$0 86 N STOCK 02/26/2024 F 682(5) D \$33.8 85 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) 1. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) (Price of Date of Execution Date, Instruction 10. Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) 2. 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Explanation of Responses:

- 1. Represents restricted stock units which vest annually in one-third increments on February 26 of each of the next three years provided that the reporting person has been continuously employed by the issuer as of each such vesting date.
- 2. Includes shares of common stock and unvested restricted stock units.
- 3. Number of shares withheld to cover taxes with respect to time-based restricted stock units which vested on February 24, 2024 (upon completion of one year of continuous employment from grant date of February 24, 2023).
- 4. Number of shares withheld to cover taxes with respect to time-based restricted stock units which vested on February 25, 2024 (upon completion of two years of continuous employment from grant date of February 25, 2022).
- 5. Number of shares withheld to cover taxes with respect to time-based restricted stock units which vested on February 26, 2024 (upon completion of three years of continuous employment from grant date of February 26, 2021).

Remarks:

/s/ Bryan Pechersky, attorney-02/27/2024 in-fact

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.