

Upland Software, Inc.  
Form 3  
December 03, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â GLOBAL UNDERVALUED SECURITIES MASTER FUND LP			(Month/Day/Year)	Upland Software, Inc. [UPLD]	
(Last)	(First)	(Middle)	11/23/2015		
301 COMMERCE STREET, SUITE 1900			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		
FORT WORTH,Â TXÂ 76102			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below)    (specify below) Member of 10% owner group		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <u>(1)</u> <u>(2)</u> <u>(4)</u> <u>(6)</u>	1,351,159	D	Â
Common Stock <u>(1)</u> <u>(3)</u> <u>(5)</u> <u>(6)</u>	192,708	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GLOBAL UNDERVALUED SECURITIES MASTER FUND LP 301 COMMERCE STREET, SUITE 1900 FORT WORTH, TX 76102	^	^	^	Member of 10% owner group
KLEINHEINZ CAPITAL PARTNERS, INC. 301 COMMERCE STREET, SUITE 1900 FORT WORTH, TX 76102	^	^	^	Member of 10% owner group
MJBW Investments, LP 301 COMMERCE STREET, SUITE 1900 FORT WORTH, TX 76102	^	^	^	Member of 10% owner group
MJBW Genpar, LLC 301 COMMERCE STREET, SUITE 1900 FORT WORTH, TX 76102	^	^	^	Member of 10% owner group
KLEINHEINZ JOHN B 301 COMMERCE STREET, SUITE 1900 FORT WORTH, TX 76102	^	^	^	Member of 10% owner group

## Signatures

/s/ John B. Kleinheinz, President of Kleinheinz Capital Partners, Inc., general partner of Global Undervalued Securities Master Fund, L.P.	12/03/2015
**Signature of Reporting Person	Date
/s/ John B. Kleinheinz, President of Kleinheinz Capital Partners, Inc.	12/03/2015
**Signature of Reporting Person	Date
/s/ John B. Kleinheinz, President of MJBW Genpar, LLC, general partner of MJBW Investments, LP	12/03/2015
**Signature of Reporting Person	Date
/s/ John B. Kleinheinz, President of MJBW Genpar, LLC	12/03/2015
**Signature of Reporting Person	Date
/s/ John B. Kleinheinz	12/03/2015
**Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) On November 25, 2015, Kleinheinz Capital Partners, Inc. ("Kleinheinz Capital"), MJBW Investments, LP ("MJBW"), MJBW Genpar, LLC ("Genpar"), Global Undervalued Securities Master Fund, L.P. ("Global Master"), and John B. Kleinheinz ("Mr. Kleinheinz") made a joint filing under Section 13(d) of the Securities Exchange Act of 1934, as amended, relating to the common stock of Upland Software, Inc. (the "Common Stock").

(2) Represents shares of Common Stock directly beneficially owned by Global Master.

(3) Represents shares of Common Stock directly beneficially owned by MJBW.

(4) Kleinheinz Capital is the general partner of Global Master and indirectly beneficially owns the shares of Common Stock owned by Global Master.

(5) Genpar is the general partner of MJBW and indirectly beneficially owns the shares of Common Stock owned by MJBW.

(6) Mr. Kleinheinz is the sole director and President of Kleinheinz Capital and is the sole member and President of Genpar and indirectly beneficially owns the shares of Common Stock owned by Global Master and MJBW. Mr. Kleinheinz, Kleinheinz Capital and Genpar disclaim any beneficial ownership of shares of Common Stock, except to the extent of any pecuniary interest therein.

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

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