

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT7494732

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2020
CONVEYING PARTY DATA	
Name	Execution Date
SIGNAL SCIENCES CORP.	10/01/2020
RECEIVING PARTY DATA	
Name:	FASTLY, INC.
Street Address:	475 BRANNAN STREET, SUITE 300
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94107
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	15930692
CORRESPONDENCE DATA	
Fax Number:	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	4242500051
Email:	arman@ak-ip.com
Correspondent Name:	ANSARI KATIRAEI LLP
Address Line 1:	11781 SMOKEY HILL GRV
Address Line 4:	COLORADO SPRINGS, COLORADO 80908
ATTORNEY DOCKET NUMBER:	SIG_P0001
NAME OF SUBMITTER:	/ARMAN KATIRAEI/
SIGNATURE:	/Arman Katiraei/
DATE SIGNED:	08/19/2022
Total Attachments: 14	
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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**FORM 8-K
CURRENT REPORT**

**Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): October 1, 2020

FASTLY, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-38897
(Commission File Number)

27-5411834
(I.R.S. Employer
Identification Number)

**475 Brannan Street, Suite 300
San Francisco, CA 94107**
(Address of principal executive offices) (Zip code)

(844) 432-7859
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock, \$0.00002 par value	"FSLY"	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☒

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 3.02. Unregistered Sales of Equity Securities.

See the disclosure under Item 8.01 of this Current Report on Form 8-K.

Item 8.01. Other Events.

On October 1, 2020, Fastly, Inc. ("Fastly") completed its previously announced acquisition of Signal Sciences Corp., a Delaware corporation (the "Company"), pursuant to the terms of an Agreement and Plan of Reorganization, dated as of August 26, 2020 (the "Merger Agreement"), with One Fish, Inc., a Delaware corporation and a wholly owned subsidiary of Fastly ("One Fish"), Two Fish, LLC, a Delaware limited liability company and a wholly owned subsidiary of Fastly ("Two Fish"), and Shareholder Representative Services LLC, a Colorado limited liability company, solely in its capacity as Stockholder Representative.

The acquisition was accomplished by the merger of One Fish with and into the Company (the "First Merger"), and upon consummation of the First Merger, One Fish ceased to exist and the Company became a wholly owned subsidiary of Fastly. The surviving corporation of the First Merger then merged with and into Two Fish (the "Second Merger"), which will continue to exist as a wholly owned subsidiary of Fastly.

At the closing of the First Merger, all outstanding shares of Company capital stock, options to purchase shares of Company capital stock, and warrants to purchase shares of Company capital stock were cancelled in exchange for an aggregate of 6,367,709 shares of Class A Common Stock of Fastly, par value \$0.00002 per share (the "Shares"), and approximately \$200,000,000 in cash to existing Company securityholders; *provided*, that (a) unvested options to purchase shares of Company capital stock held by employees of the Company that became, upon closing, employees of Fastly or any of its subsidiaries have been assumed by Fastly and became options to purchase 251,754 shares of Fastly's Class A common stock and (b) all other unvested options to purchase shares of Company capital stock have been cancelled for no consideration. A portion of the aggregate consideration is being held in escrow to secure the indemnification obligations of the Company securityholders. In addition, Fastly will establish a retention pool in an aggregate amount of \$50,000,000 in the form of restricted stock units covering shares of Fastly Class A Common Stock that will be granted to certain Company employees in accordance with the terms of the Merger Agreement.

Fastly issued the Shares described herein in reliance upon the exemptions from registration afforded by Section 4(a)(2) and Rule 506 promulgated under the Securities Act of 1933, as amended.

The foregoing summary of the Merger Agreement and the transactions contemplated thereby do not purport to be complete and are subject to, and qualified in their entirety by, the full text of the Merger Agreement, which will be filed with the Securities and Exchange Commission upon the earlier of the filing of Fastly's Quarterly Report on Form 10-Q for the quarter ended September 30, 2020, and Fastly's Registration Statement on Form S-3 covering the resale of the Shares, which Fastly has agreed to file under the terms of the Merger Agreement.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Exhibit Description
99.1	<u>Press Release dated October 1, 2020</u>
104	Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 1.01)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FASTLY, INC.

Dated: October 2, 2020

By:

/s/ Adriel Lares

Adriel Lares

Chief Financial Officer

Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:*

*"ONE FISH, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SIGNAL SCIENCES CORP." UNDER THE NAME OF
"SIGNAL SCIENCES CORP.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2020, AT 8:06
O`CLOCK A.M.*




Jeffrey W. Bullock, Secretary of State

5495625 8100M
SR# 20207579668

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203770453
Date: 10-01-20

PATENT
REEL: 061236 FRAME: 0256

CERTIFICATE OF MERGER

of

ONE FISH, INC.
a Delaware corporation

with and into

SIGNAL SCIENCES CORP.
a Delaware corporation

Pursuant to Section 251 of the General Corporation Law of
the State of Delaware

SIGNAL SCIENCES CORP. does hereby certify as follows:

FIRST: That the constituent corporation One Fish, Inc. ("***Merger Sub I***") was incorporated pursuant to the Delaware General Corporation Law (the "***DGCL***") and the constituent corporation Signal Sciences Corp. (the "***Company***") was incorporated pursuant to the DGCL.

SECOND: That an Agreement and Plan of Reorganization (the "***Merger Agreement***"), made and entered into as of August 26, 2020, by and among Merger Sub I, the Company, and the other parties thereto, setting forth the terms and conditions of the merger of Merger Sub I with and into the Company (the "***First Merger***"), has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251(c) of the DGCL.

THIRD: That the Company shall be the surviving corporation after the First Merger (the "***First-Step Surviving Corporation***") and the name of the First-Step Surviving Corporation shall be "Signal Sciences Corp.", a Delaware corporation.

FOURTH: That as of the effective time of the First Merger, the Certificate of Incorporation of the First-Step Surviving Corporation, with such amendments as are effected by the First Merger, as attached to this Certificate of Merger as **Exhibit A**, and, as so amended, shall constitute the Amended and Restated Certificate of Incorporation of the First-Step Surviving Corporation.

FIFTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the First-Step Surviving Corporation at the following address:

Signal Sciences Corp.
c/o Fastly, Inc.
475 Brannan Street, Suite 300
San Francisco, CA 94107

SIXTH: That a copy of the Merger Agreement will be furnished by the First-Step Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the First Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed in its corporate name as of this 1st day of October, 2020.

SIGNAL SCIENCES CORP.

By: /s/Andrew Peterson
Name: Andrew Peterson
Title: Chief Executive Officer

EXHIBIT A

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
SIGNAL SCIENCES CORP.**

I.

The name of this corporation is Signal Sciences Corp.

II.

The address of the registered office of the corporation in the State of Delaware shall be 1209 Orange Street, City of Wilmington, County of New Castle, 19801 or in such other location as the Board of Directors may from time to time determine or the business of the corporation may require. The corporation's registered agent for service of process at such address is The Corporation Trust Company.

III.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("**DGCL**").

IV.

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is 1,000, each having a par value of \$0.001.

V.

A. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. The Board of Directors is expressly empowered to adopt, amend, or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend, or repeal the Bylaws of the corporation; *provided, however*, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Certificate of Incorporation, such action by stockholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

C. Unless and except to the extent that the Bylaws of this corporation shall so require, the election of directors of this corporation need not be by written ballot.

VI.

A. The personal liability of the directors to the corporation or its stockholders for monetary damages for any breach of a fiduciary duty shall be eliminated to the fullest extent permitted under applicable law.

B. This corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any director, officer, or agent of the corporation (and any other persons to which applicable law permits the corporation to provide indemnification) who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer or agent of the corporation. If applicable law is amended after approval by the stockholders of this Article VI to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

C. Any repeal or modification of this Article VI shall only be prospective and shall not affect the rights or protections or increase the liability of any director under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

VII.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

* * * * *

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SIGNAL SCIENCES CORP.", A DELAWARE CORPORATION,
WITH AND INTO "TWO FISH, LLC" UNDER THE NAME OF "SIGNAL
SCIENCES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2020,
AT 8:41 O`CLOCK A.M.



Jeffrey W. Bullock, Secretary of State

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SR# 20207580574

You may verify this certificate online at corp.delaware.gov/authver.shtml

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Date: 10-01-20

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REEL: 061236 FRAME: 0262

CERTIFICATE OF MERGER

of

SIGNAL SCIENCES CORP.
a Delaware corporation

with and into

TWO FISH, LLC
a Delaware limited liability company

Pursuant to Section 264(c) of the General Corporation Law of
the State of Delaware and Title 6, Section 18-209 of the Delaware Limited Liability Act

TWO FISH, LLC does hereby certify as follows:

FIRST: That the constituent corporation Signal Sciences Corp. (the “*Company*”) was incorporated pursuant to the Delaware General Corporation Law and the constituent limited liability company Two Fish, LLC (“*Merger Sub II*”) was formed pursuant to the Delaware Limited Liability Company Act.

SECOND: That an Agreement and Plan of Reorganization (the “*Merger Agreement*”), made and entered into as of August 26, 2020, by and among the Company, Merger Sub II, and the other parties thereto, setting forth the terms and conditions of the merger of the Company with and into Merger Sub II (the “*Second Merger*”), has been approved, adopted, certified, executed, and acknowledged by each of the Company and Merger Sub II.

THIRD: That Merger Sub II shall be the surviving entity after the Second Merger (the “*Surviving Entity*”), which will continue its existence as said Surviving Entity under the name, “Signal Sciences, LLC” upon the effective date of the Second Merger.

FOURTH: That the Certificate of Formation of Merger Sub II, as in effect as of the effective time of the Second Merger, shall be amended by deleting Section 1 thereto and replacing it in its entirety with the following:

“1. The name of the limited liability company formed is Signal Sciences, LLC.”

FIFTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Entity at the following address:

Two Fish, LLC
475 Brannan Street, Suite 300
San Francisco, CA 94107

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any stockholder of the Company or any member of Merger Sub II.

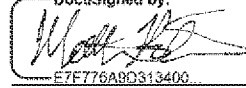
SEVENTH: That the Second Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, Merger Sub II has caused this Certificate of Merger to be executed in its name as of this 1st day of October, 2020.

TWO FISH, LLC

DocuSigned by:



By:

Name: Matt Peterson

Title: President

[SIGNATURE PAGE TO SECOND CERTIFICATE OF MERGER]