

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 13G**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**UPEXI, INC.**

(Name of Issuer)

**Common Stock, par value \$0.001**

(Title of Class of Securities)

**39959A205**

(CUSIP Number)

**04/24/2025**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)  
☒ Rule 13d-1(c)  
☐ Rule 13d-1(d)

**SCHEDULE 13G**

**CUSIP No.** 39959A205

1	<b>Names of Reporting Persons</b> GSR Growth Investments LP
2	<b>Check the appropriate box if a member of a Group (see instructions)</b> <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	<b>Sec Use Only</b>
4	<b>Citizenship or Place of Organization</b> UNITED KINGDOM

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 3,894,760.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 3,894,760.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,894,760.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.99 %	
12	Type of Reporting Person (See Instructions) PN	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent (i) 2,306,060 shares of Common Stock, par value \$0.001 (the "Common Stock") of Upexi Inc. (the "Issuer") held by the Reporting Person; and (ii) 1,588,700 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by the Reporting Person. Excludes 491,203 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by the Reporting Person due to a 9.99% beneficial ownership limitation pursuant to the terms of such pre-funded warrants.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current Report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 1,588,700 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by the Reporting Person.

## SCHEDULE 13G

CUSIP No.	39959A205
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1	Names of Reporting Persons GSR Growth Investments GP Ltd.
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization UNITED KINGDOM

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 3,894,760.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 3,894,760.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,894,760.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.99 %	
12	Type of Reporting Person (See Instructions) OO	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent (i) 2,306,060 shares of the Issuer's Common Stock held by GSR Growth Investments LP; and (ii) 1,588,700 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by GSR Growth Investments LP. Excludes 491,203 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by the GSR Growth Investments LP due to a 9.99% beneficial ownership limitation pursuant to the terms of such pre-funded warrants. The Reporting Person is the General Partner of GSR Growth Investments LP.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current Report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 1,588,700 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by GSR Growth Investments LP.

## SCHEDULE 13G

CUSIP No.	39959A205
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1	Names of Reporting Persons GSR Strategies LLC
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 2,192,982.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 2,192,982.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 2,192,982.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 5.53 %	
12	Type of Reporting Person (See Instructions) OO	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent shares of Common Stock of the Issuer issuable upon exercise of warrants held by the Reporting Person.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current Report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 2,192,982 shares of the Issuer's Common Stock issuable upon exercise of warrants held by the Reporting Person.

## SCHEDULE 13G

CUSIP No.	39959A205
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1	Names of Reporting Persons GSR USA Intermediate LLC	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 2,192,982.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 2,192,982.00

9	<b>Aggregate Amount Beneficially Owned by Each Reporting Person</b> 2,192,982.00
10	<b>Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)</b> <input type="checkbox"/>
11	<b>Percent of class represented by amount in row (9)</b> 5.53 %
12	<b>Type of Reporting Person (See Instructions)</b> OO

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent shares of the Issuer's Common Stock issuable upon exercise of warrants held by the GSR Strategies LLC. The Reporting Person is the member manager of GSR Strategies LLC.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current Report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 2,192,982 shares of the Issuer's Common Stock issuable upon exercise of warrants held by the GSR Strategies LLC.

## SCHEDULE 13G

<b>CUSIP No.</b>	39959A205
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1	<b>Names of Reporting Persons</b> CNC Inversiones Ltd.	
2	<b>Check the appropriate box if a member of a Group (see instructions)</b> <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	<b>Sec Use Only</b>	
4	<b>Citizenship or Place of Organization</b> UNITED KINGDOM	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	<b>Sole Voting Power</b> 0.00
	6	<b>Shared Voting Power</b> 4,150,800.00
	7	<b>Sole Dispositive Power</b> 0.00
	8	<b>Shared Dispositive Power</b> 4,150,800.00
9	<b>Aggregate Amount Beneficially Owned by Each Reporting Person</b> 4,150,800.00	
10	<b>Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)</b> <input type="checkbox"/>	
11	<b>Percent of class represented by amount in row (9)</b> 9.99 %	
12	<b>Type of Reporting Person (See Instructions)</b> OO	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent shares of Common Stock of the Issuer issuable upon exercise of pre-funded warrants held by the Reporting Person. Excludes 235,165 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by the Reporting Person due to a 9.99% beneficial ownership limitation pursuant to the terms of such pre-funded warrants.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Company's Current report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 4,150,800 shares of the Issuer's Common Stock of the Issuer issuable upon exercise of pre-funded warrants held by the Reporting Person.

## SCHEDULE 13G

CUSIP No. 39959A205

1	Names of Reporting Persons Carlos Cristian Gil	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization SPAIN	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,150,800.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,150,800.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,150,800.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.99 %	
12	Type of Reporting Person (See Instructions) IN	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd. The Reporting Person is a Director of CNC Inversiones Ltd. Excludes 235,165 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd. due to a 9.99% beneficial ownership limitation pursuant to the terms of such pre-funded warrants.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii)

35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current report on Form 8-K filed with the SEC on April 21, 2025, plus (iii) 4,150,800 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd.

## SCHEDULE 13G

CUSIP No. 39959A205

1	Names of Reporting Persons Nadia Gil	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization SPAIN	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,150,800.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,150,800.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,150,800.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.99 %	
12	Type of Reporting Person (See Instructions) IN	

**Comment for Type of Reporting Person:** The shares reported in rows 6 and 8 above represent shares of the Issuer's Common Stock Issuer issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd. The Reporting Person is a Director of CNC Inversiones Ltd. Excludes 235,165 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd. due to a 9.99% beneficial ownership limitation pursuant to the terms of such pre-funded warrants.

The percentage in row 11 above is based on (i) 1,425,924 shares of Common Stock of the Issuer outstanding as of April 11, 2025, as reported in the Issuer's Preliminary Proxy Statement on Schedule 14A filed with the SEC on April 29, 2025, plus (ii) 35,970,383 shares of Common Stock of the Issuer sold pursuant to a securities purchase agreement with certain investors, as reported in the Issuer's Current report on Form 8-K filed with the SEC on April 21, 2025 plus (iii) 4,150,800 shares of the Issuer's Common Stock issuable upon exercise of pre-funded warrants held by CNC Inversiones Ltd.

## SCHEDULE 13G

- (a) **Name of issuer:**  
UPEXI, INC.
- (b) **Address of issuer's principal executive offices:**  
3030 Rocky Point Drive, Suite 420, Tampa, FL 33607

**Item 2.**

- (a) **Name of person filing:**  
GSR Growth Investments LP
- (b) **Address or principal business office or, if none, residence:**  
c/o Zedra Booths Hall, Booths Park 3 Chelford Road, Knutsford, Cheshire, WA168GS, United Kingdom
- (c) **Citizenship:**  
United Kingdom
- (d) **Title of class of securities:**  
Common Stock, par value \$0.001
- (e) **CUSIP No.:**  
39959A205

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a) ☐ **Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);**
- (b) ☐ **Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);**
- (c) ☐ **Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);**
- (d) ☐ **Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);**
- (e) ☐ **An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);**
- (f) ☐ **An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);**
- (g) ☐ **A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);**
- (h) ☐ **A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);**
- (i) ☐ **A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);**
- (j) ☐ **A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:**
- (k) ☐ **Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).**

**Item 4. Ownership**

- (a) **Amount beneficially owned:**  
GSR Growth Investments LP: 3,894,760  
GSR Growth Investments GP Ltd: 3,894,760  
GSR Strategies LLC: 2,192,982  
GSR USA Intermediate LLC: 2,192,982  
CNC Inversiones Ltd: 4,150,800  
Carlos Cristian Gil: 4,150,800  
Nadia Gil: 4,150,800
- (b) **Percent of class:**  
GSR Growth Investments LP: 9.99%  
GSR Growth Investments GP Ltd: 9.99%  
GSR Strategies LLC: 5.53%  
GSR USA Intermediate LLC: 5.53%  
CNC Inversiones Ltd: 9.99%  
Carlos Cristian Gil: 9.99%  
Nadia Gil: 9.99% %
- (c) **Number of shares as to which the person has:**



**(i) Sole power to vote or to direct the vote:**

GSR Growth Investments LP: 0  
GSR Growth Investments GP Ltd: 0  
GSR Strategies LLC: 0  
GSR USA Intermediate LLC: 0  
CNC Inversiones Ltd: 0  
Carlos Cristian Gil: 0  
Nadia Gil: 0

**(ii) Shared power to vote or to direct the vote:**

GSR Growth Investments LP: 3,894,760  
GSR Growth Investments GP Ltd: 3,894,760  
GSR Strategies LLC: 2,192,982  
GSR USA Intermediate LLC: 2,192,982  
CNC Inversiones Ltd: 4,150,800  
Carlos Cristian Gil: 4,150,800  
Nadia Gil: 4,150,800

**(iii) Sole power to dispose or to direct the disposition of:**

GSR Growth Investments LP: 0  
GSR Growth Investments GP Ltd: 0  
GSR Strategies LLC: 0  
GSR USA Intermediate LLC: 0  
CNC Inversiones Ltd: 0  
Carlos Cristian Gil: 0  
Nadia Gil: 0

**(iv) Shared power to dispose or to direct the disposition of:**

GSR Growth Investments LP: 3,894,760  
GSR Growth Investments GP Ltd: 3,894,760  
GSR Strategies LLC: 2,192,982  
GSR USA Intermediate LLC: 2,192,982  
CNC Inversiones Ltd: 4,150,800  
Carlos Cristian Gil: 4,150,800  
Nadia Gil: 4,150,800

**Item 5. Ownership of 5 Percent or Less of a Class.**

**Item 6. Ownership of more than 5 Percent on Behalf of Another Person.**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

GSR Growth Investments LP

**Signature:** /s/ James Contos  
**Name/Title:** James Contos, as Authorized Signer of GSR Growth Investments GP Ltd.  
**Date:** 04/30/2025

## GSR Growth Investments GP Ltd.

**Signature:** /s/ James Contos  
**Name/Title:** James Contos, as Authorized Signer  
**Date:** 04/30/2025

## GSR Strategies LLC

**Signature:** /s/ Joshua Riezman  
**Name/Title:** Joshua Riezman, as Manager of GSR USA Intermediate LLC  
**Date:** 04/30/2025

## GSR USA Intermediate LLC

**Signature:** /s/ Joshua Riezman  
**Name/Title:** Joshua Riezman, as Manager  
**Date:** 04/30/2025

## CNC Inversiones Ltd.

**Signature:** /s/ Carlos Cristian Gil  
**Name/Title:** Carlos Cristian Gil, as Director  
**Date:** 04/30/2025

## Carlos Cristian Gil

**Signature:** /s/ Carlos Cristian Gil  
**Name/Title:** Carlos Cristian Gil  
**Date:** 04/30/2025

## Nadia Gil

**Signature:** /s/ Nadia Gil  
**Name/Title:** Nadia Gil  
**Date:** 04/30/2025

### Exhibit Information

Exhibit A - Joint Acquisition Statement Pursuant to Rule 13d-1(k)

**EXHIBIT A**

**JOINT ACQUISITION STATEMENT  
PURSUANT TO RULE 13d-1(k)**

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that she or it knows or has reason to believe that such information is inaccurate.

Dated: April 30, 2025

GSR Growth Investments LP

By: /s/ James Contos

James Contos, as Authorized Signer of GSR Growth Investments GP Ltd.

Dated: April 30, 2025

GSR Growth Investments GP Ltd.

By: /s/ James Contos

James Contos, as Authorized Signer

Dated: April 30, 2025

GSR Strategies LLC

By: /s/ Joshua Riezman

Joshua Riezman, as Manager of GSR USA Intermediate LLC

Dated: April 30, 2025

GSR USA Intermediate LLC

By: /s/ Joshua Riezman

Joshua Riezman, as Manager

Dated: April 30, 2025

CNC Inversiones Ltd.

By: /s/ Carlos Cristian Gil

Carlos Cristian Gil, as Director of CNC Inversiones Ltd.

Dated: April 30, 2025

By: /s/ Carlos Cristian Gil

Carlos Cristian Gil

Dated: April 30, 2025

By: /s/ Nadia Gil

Nadia Gil

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