

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>HALEY TIMOTHY M</u>			2. Issuer Name and Ticker or Trading Symbol <u>ThredUp Inc. [TDUP]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/30/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O THREDUP INC. 969 BROADWAY, SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) OAKLAND CA 94607								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/30/2021		J ⁽¹⁾		2,905	D	⁽²⁾	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Common Stock	03/30/2021		J ⁽¹⁾		113,298	D	⁽²⁾	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	⁽⁴⁾	03/30/2021		C			1,478	⁽⁴⁾	⁽⁴⁾	Common Stock	1,478	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series A Preferred Stock	⁽⁴⁾	03/30/2021		C			57,634	⁽⁴⁾	⁽⁴⁾	Common Stock	57,634	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series A-1 Preferred Stock	⁽⁴⁾	03/30/2021		C			968	⁽⁴⁾	⁽⁴⁾	Common Stock	968	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series A-1 Preferred Stock	⁽⁴⁾	03/30/2021		C			37,760	⁽⁴⁾	⁽⁴⁾	Common Stock	37,760	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series B Preferred Stock	⁽⁴⁾	03/30/2021		C			135,106	⁽⁴⁾	⁽⁴⁾	Common Stock	135,106	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series B Preferred Stock	⁽⁴⁾	03/30/2021		C			5,269,130	⁽⁴⁾	⁽⁴⁾	Common Stock	5,269,130	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series C Preferred Stock	⁽⁴⁾	03/30/2021		C			39,214	⁽⁴⁾	⁽⁴⁾	Common Stock	39,214	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series C Preferred Stock	⁽⁴⁾	03/30/2021		C			1,529,349	⁽⁴⁾	⁽⁴⁾	Common Stock	1,529,349	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series D Preferred Stock	⁽⁴⁾	03/30/2021		C			42,342	⁽⁴⁾	⁽⁴⁾	Common Stock	42,342	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series D Preferred Stock	⁽⁴⁾	03/30/2021		C			1,651,350	⁽⁴⁾	⁽⁴⁾	Common Stock	1,651,350	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series E Preferred Stock	⁽⁴⁾	03/30/2021		C			26,765	⁽⁴⁾	⁽⁴⁾	Common Stock	26,765	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series E Preferred Stock	(4)	03/30/2021		C			1,043,846	(4)	(4)	Common Stock	1,043,846	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series E-1 Preferred Stock	(4)	03/30/2021		C			13,981	(4)	(4)	Common Stock	13,981	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series E-1 Preferred Stock	(4)	03/30/2021		C			545,293	(4)	(4)	Common Stock	545,293	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Series F Preferred Stock	(4)	03/30/2021		C			4,903	(4)	(4)	Common Stock	4,903	\$0	0	I	By Redpoint Associates IV, LLC ⁽³⁾
Series F Preferred Stock	(4)	03/30/2021		C			191,206	(4)	(4)	Common Stock	191,206	\$0	0	I	By Redpoint Ventures IV, L.P. ⁽³⁾
Class B Common Stock	(2)	03/30/2021		J ⁽¹⁾			267,662	(2)	(2)	Class A Common Stock	267,662	\$0	267,662	I	By Redpoint Associates IV, LLC ⁽³⁾
Class B Common Stock	(2)	03/30/2021		J ⁽¹⁾			10,438,866	(2)	(2)	Class A Common Stock	10,438,866	\$0	10,438,866	I	By Redpoint Ventures IV, L.P. ⁽³⁾

Explanation of Responses:

- Immediately prior to the closing of the Issuer's initial public offering and following the conversion of each series of the Issuer's convertible preferred stock into Common Stock, each share of Common Stock was reclassified into one share of Class B Common Stock in an exempt transaction pursuant to Rule 16b-7.
- Each share of Class B is convertible into one share of Class A Common Stock at the option of the holder and upon the occurrence of other events set forth in the Issuer's Certificate of Incorporation.
- Redpoint Ventures IV, LLC ("RV IV LLC") is the sole general partner of Redpoint Ventures IV, L.P. ("RV IV"). The Reporting Person is a manager of RV IV LLC and RA IV, and disclaims beneficial ownership of the securities held by RV IV and RA IV, except to the extent of his pecuniary interest therein.
- Immediately prior to the closing of the Issuer's initial public offering, each share of Series A Preferred Stock, Series A-1 Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock, Series E Preferred Stock, Series E-1 Preferred Stock and Series F Preferred Stock (collectively, the "Preferred Stock") automatically converted into one share of the Issuer's Common Stock, par value \$0.0001 per share, on a one-for-one basis. The Preferred Stock had no expiration date.

Remarks:

/s/ Alon Rotem, Attorney-in-Fact 04/01/2021

** 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.

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