

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>Marino Anthony Salvatore</u> (Last) (First) (Middle) <u>C/O THREDUP INC.</u> <u>969 BROADWAY, SUITE 200</u> (Street) <u>OAKLAND CA 94607</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ThredUp Inc. [TDUP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/16/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Class A Common Stock	09/01/2022		A ⁽¹⁾		10,388	A	\$0	78,924	D	
Class A Common Stock	09/02/2022		S ⁽²⁾		3,828	D	\$2.3094	75,096	D	
Class A Common Stock	09/01/2022		M		28,617	A	\$0	103,713	D	
Class A Common Stock	09/02/2022		S ⁽²⁾		10,543	D	\$2.3098	93,170	D	

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				
Class B Common Stock	(3)	08/16/2022		G ⁽⁴⁾	V		125,000	(3)	(3)	Class A Common Stock	125,000	\$0	0	I	By Trust ⁽⁵⁾
Class B Common Stock	(3)	08/16/2022		G ⁽⁴⁾	V	125,000		(3)	(3)	Class A Common Stock	125,000	\$0	134,660	D	
Class B Common Stock	(3)	08/16/2022		G ⁽⁶⁾	V		125,000	(3)	(3)	Class A Common Stock	125,000	\$0	0	I	By Trust ⁽⁷⁾
Class B Common Stock	(3)	08/16/2022		G ⁽⁶⁾	V	125,000		(3)	(3)	Class A Common Stock	125,000	\$0	259,660	D	
Restricted Stock Units	(8)	09/01/2022		M			28,617	(9)	(9)	Class A Common Stock	28,617	\$0	400,636	D	

Explanation of Responses:

- Settlement of shares from performance-based restricted stock units under the Issuer's 2021 Stock Option and Incentive Plan in a transaction exempt under Rule 16b-3. Each unit represents a right to receive one share of the Issuer's Class A Common Stock.
- Represents the number of shares sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of RSUs. This sale is mandated by the Issuer's election under its equity incentive plans to require the satisfaction of tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the Reporting Person.
- Each share of Class B Common Stock 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.
- On August 16, 2022, 125,000 shares of the Issuer's Class B Common Stock were transferred from The Anthony Salvatore Marino 2021 Annuity Trust (the "Anthony Marino GRAT"), of which the Reporting Person is the trustee, to the Reporting Person. This was a bona fide gift with no payment in consideration.
- Shares held of record by the Anthony Marino GRAT.
- On August 16, 2022, 125,000 shares of the Issuer's Class B Common Stock were transferred from The Courtney Erin Marino 2021 Annuity Trust (the "Courtney Marino GRAT"), of which the Reporting Person's spouse is the trustee, to the Reporting Person. This was a bona fide gift with no payment in consideration.
- Shares held of record by the Courtney Marino GRAT.
- Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock.
- On April 11, 2022, the Reporting Person was granted 457,869 RSUs, vesting in sixteen equal quarterly installments on June 1, September 1, December 1 and March 1 until fully vested, subject to the Reporting Person's continued service to the Issuer on each such date.

Remarks:

/s/ Alon Rotem, Attorney-in-Fact 09/06/2022

** 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.