

**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): **November 14, 2025**

**ThredUp Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**001-40249**

(Commission File Number)

**26-4009181**

(I.R.S. Employer  
Identification No.)

**969 Broadway, Suite 200  
Oakland, California**

(Address of principal executive offices)

**94607**

(Zip Code)

Registrant's telephone number, including area code: **(415) 402-5202**

**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:

- 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, par value \$0.0001 per share	TDUP	The Nasdaq Stock Market LLC Long-Term 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

*(d)*

On November 14, 2025, the board of directors (the “Board”) of ThredUp Inc. (the “Company”) appointed Kelly Bodnar Battles to the Board as a Class II director, effective as of December 1, 2025. The Board also elected Ms. Battles to serve as chair of the Audit Committee of the Board, effective as of December 1, 2025 and determined that she is an “audit committee financial expert” (as defined in Item 407 of Regulation S-K under the Securities Exchange Act of 1934, as amended).

As a non-employee director, Ms. Battles will be compensated for her services in the manner described in the Company’s current Non-Employee Director Compensation Policy, as described under “Corporate-Governance—Non-Employee Director Compensation” in the Company’s definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission (the “SEC”) on April 7, 2025 (the “Proxy Statement”) and filed as Exhibit 10.7 to the Company’s Registration Statement on Form S-1 (File No. 333-253834), filed with the SEC on March 3, 2021 (the “Registration Statement”). The Company has also entered into its standard form of Indemnification Agreement as described under “Certain Relationships and Related Party Transactions—Liability and Indemnification of Officers and Directors” in the Proxy Statement and filed as Exhibit 10.1 to the Registration Statement with Ms. Battles in connection with her appointment to the Board.

There are no arrangements or understandings between Ms. Battles, on the one hand, and any other persons, on the other hand, pursuant to which Ms. Battles was selected as a director. Ms. Battles has no family relationship with any director or executive officer of the Company. Furthermore, there are no transactions between Ms. Battles and the Company that would be required to be reported under Item 404(a) of Regulation S-K.

On November 17, 2025, the Company issued a press release announcing the appointment of Ms. Battles to the Board. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

*(d) Exhibits*

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release, dated November 17, 2025</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**SIGNATURES**

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

Date: November 17, 2025

THREDUP INC.

By: /s/ Sean Sobers

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Sean Sobers

Chief Financial Officer

(Principal Financial and Accounting Officer)

**ThredUp Appoints Financial Governance Leader Kelly Bodnar Battles to Board of Directors and Audit Committee Chair**  
*Financial Leader to Bolster Oversight During Period of Accelerated Growth*

**OAKLAND, Calif. – November 17, 2025** – ThredUp (NASDAQ: TDUP, LTSE: TDUP), one of the largest online resale platforms for apparel, shoes, and accessories, today announced the appointment of Kelly Bodnar Battles to its Board of Directors, with the appointment becoming effective on December 1, 2025. Upon the effective date, Battles will assume the role of Audit Committee Chair. This appointment reinforces ThredUp's continued commitment to strengthening its financial governance as the company accelerates its growth and transformation into an AI-first resale marketplace.

"Kelly's experience in financial leadership and corporate governance, particularly at multiple high-growth, public companies, is invaluable as ThredUp continues to scale and mature," said James Reinhart, Cofounder and CEO of ThredUp. "As we execute our strategy to leverage technology and redefine the future of resale, we are confident that her oversight and strategic counsel will be instrumental in driving long-term value for our shareholders."

Kelly Bodnar Battles joins the Board bringing more than 35 years of finance and strategy leadership experience. She has served as Chief Financial Officer for several companies, including Alpha Medical, Quora, Bracket Computing, and Host Analytics, and held executive roles at Cisco Systems and Hewlett Packard.

Battles currently serves on the Board and Audit Committee of Arista Networks (NYSE: ANET) and is a Board member and Audit Committee Chair at Genesys, Qumulo, and Alpha Medical. She previously held the same role for the Wikimedia Foundation. Battles holds a Bachelor of Science in Engineering from Princeton University and an MBA from Harvard Business School, both with honors.

"I'm thrilled to join ThredUp's Board at such a pivotal time for the company. The resale industry is reaching an inflection point, and ThredUp is perfectly positioned to accelerate its growth and transform the industry's future," said Battles. "I look forward to supporting the company's relentless commitment to scale, innovation, and long-term shareholder value."

Battles joins Patricia Nakache (Chair), Ian Friedman, Mandy Ginsberg, Timothy Haley, Dan Nova, Coretha Rushing, Noam Paransky, and CEO James Reinhart on ThredUp's Board of Directors.

For more information, visit ThredUp's Investor Relations website.

**About ThredUp**

ThredUp is transforming resale with technology and a mission to inspire the world to think secondhand first. By making it easy to buy and sell secondhand, ThredUp has become one of the world's largest online resale platforms for apparel, shoes and accessories. Sellers enjoy ThredUp because we make it easy to clean out their closets and unlock value for themselves or

for the charity of their choice while doing good for the planet. Buyers enjoy shopping value, premium and luxury brands all in one place, at up to 90% off estimated retail price. Our proprietary operating platform is the foundation for our managed marketplace and consists of distributed processing infrastructure, proprietary software and systems and data science expertise. With ThredUp's Resale-as-a-Service, some of the world's leading brands and retailers are leveraging our platform to deliver customizable, scalable resale experiences to their customers. ThredUp has processed over 200 million unique secondhand items from 60,000 brands across 100 categories. By extending the life cycle of clothing, ThredUp is changing the way consumers shop and ushering in a more sustainable future for the fashion industry.

**Contact**

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