

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* BETTINELLI GREG			2. Date of Event Requiring Statement (Month/Day/Year) 03/25/2021		3. Issuer Name and Ticker or Trading Symbol ThredUp Inc. [TDUP]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director Officer (give title below)			5. If Amendment, Date of Original Filed (Month/Day/Year)
C/O THREDUP INC. 969 BROADWAY, SUITE 200			10% Owner			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
(Street)	(City)	(State)	(Zip)	Other (specify below)		
OAKLAND	CA	94607				

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	11,621	I	By Upfront Growth I, L.P. ⁽²⁾
Common Stock ⁽¹⁾	17,432	I	By Upfront Growth II, L.P. ⁽²⁾
Common Stock ⁽¹⁾	317,500	I	By Upfront IV Ancillary, L.P. ⁽²⁾
Common Stock ⁽¹⁾	454,198	I	By Upfront IV L.P. ⁽²⁾

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					
Series D Preferred Stock	(3)	(3)	Common Stock	5,081,076	(3)	I	By Upfront IV L.P. ⁽²⁾
Series E Preferred Stock	(3)	(3)	Common Stock	1,597,929	(3)	I	By Upfront Growth I, L.P. ⁽²⁾
Series E-1 Preferred Stock	(3)	(3)	Common Stock	2,396,893	(3)	I	By Upfront Growth II, L.P. ⁽²⁾
Series F Preferred Stock	(3)	(3)	Common Stock	104,591	(3)	I	By Upfront Growth I, L.P. ⁽²⁾
Series F Preferred Stock	(3)	(3)	Common Stock	156,887	(3)	I	By Upfront Growth II, L.P. ⁽²⁾

Explanation of Responses:

- Immediately prior to the completion 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 shall be reclassified into one share of Class B Common Stock in an exempt transaction pursuant to Rule 16b-7. Class B Common Stock is convertible into Class A Common Stock at any time at the option of the holder.
- Upfront Growth GP I, LLC is the general partner of Upfront Growth I, L.P. ("Upfront Growth I"). Upfront Growth GP II, LLC is the general partner of Upfront Growth II, L.P. ("Upfront Growth II"). Upfront GP IV, L.P. is the general partner of Upfront IV L.P. ("Upfront IV"). Upfront IV Ancillary GP, LLC is the general partner of Upfront IV Ancillary, L.P. ("Upfront IV Ancillary", and together with Upfront Growth I, Upfront Growth II and Upfront IV, the "Upfront Entities"). The Upfront Entities and their general partners are managed by Upfront Ventures Management, which is controlled by Mark Suster and Yves Sisteron. The Reporting Person is a member or limited partner, as applicable, of the general partners of the respective Upfront Entities. The Reporting Person disclaims beneficial ownership of the shares reported herein except to the extent of his pecuniary interest therein.
- Each share of Series D Preferred Stock, Series E Preferred Stock, Series E-1 Preferred Stock and Series F Preferred Stock (collectively, the "Preferred Stock") shall automatically convert into one share of the Issuer's Common Stock, par value \$0.0001 per share, on a one-for-one basis, immediately prior to the closing of the Issuer's initial public offering. The shares of Preferred Stock have no expiration date.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Alon Rotem Attorney-in-Fact

03/25/2021

** 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 5 (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.

LIMITED POWER OF ATTORNEY

The undersigned hereby constitutes and appoints Alon Rotem, Sean Sobers, Alex Tinucci, Popi Heron and Bradley Weber, signing singly, and with

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as officer and/or director of ThredUp Inc. (the "Company"),
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any su
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of

The undersigned hereby grants to each such attorney-in-fact, acting singly, full power and authority to do and perform any and every act and t

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file such forms with respect to th

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of February 20, 2021.

/s/ Greg Bettinelli

Greg Bettinelli