

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Upfront Ventures Management, LLC</u> (Last) (First) (Middle) 1314 7TH STREET, SUITE 600 (Street) SANTA MONICA CA 90401 (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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/02/2021	
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	08/02/2021		C ⁽¹⁾		171,414	A	\$0 ⁽¹⁾	171,414	I	By Upfront Growth I, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		C ⁽¹⁾		257,121	A	\$0 ⁽¹⁾	257,121	I	By Upfront Growth II, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		C ⁽¹⁾		553,526	A	\$0 ⁽¹⁾	553,526	I	By Upfront IV, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		C ⁽¹⁾		31,751	A	\$0 ⁽¹⁾	31,751	I	By Upfront IV Ancillary, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		S ⁽³⁾		171,414	D	\$23.1588	0	I	By Upfront Growth I, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		S ⁽³⁾		257,121	D	\$23.1588	0	I	By Upfront Growth II, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		S ⁽³⁾		553,526	D	\$23.1588	0	I	By Upfront IV, L.P. ⁽²⁾
Class A Common Stock	08/02/2021		S ⁽³⁾		31,751	D	\$23.1588	0	I	By Upfront IV Ancillary, L.P. ⁽²⁾

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
Class B Common Stock	(4)	08/02/2021		C ⁽¹⁾			171,414	(4)	(4)	Class A Common Stock	171,414	\$0	1,542,727	I	By Upfront Growth I, L.P. ⁽²⁾

**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	(4)	08/02/2021		C ⁽¹⁾			257,121	(4)	(4)	Class A Common Stock	257,121	\$0	2,314,091	I	By Upfront Growth II, L.P. ⁽²⁾
Class B Common Stock	(4)	08/02/2021		C ⁽¹⁾			553,526	(4)	(4)	Class A Common Stock	553,526	\$0	4,981,748	I	By Upfront IV L.P. ⁽²⁾
Class B Common Stock	(4)	08/02/2021		C ⁽¹⁾			31,751	(4)	(4)	Class A Common Stock	31,751	\$0	285,749	I	By Upfront IV Ancillary, L.P. ⁽²⁾

1. Name and Address of Reporting Person*
[Upfront Ventures Management, LLC](#)

(Last) (First) (Middle)
[1314 7TH STREET, SUITE 600](#)

(Street)
[SANTA MONICA CA 90401](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Upfront Growth I, L.P.](#)

(Last) (First) (Middle)
[1314 7TH STREET](#)

(Street)
[SANTA MONICA CA 90401](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Upfront Growth II, L.P.](#)

(Last) (First) (Middle)
[1314 7TH STREET](#)

(Street)
[SANTA MONICA CA 90401](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Upfront IV Ancillary, L.P.](#)

(Last) (First) (Middle)
[1314 7TH STREET](#)

(Street)
[SANTA MONICA CA 90401](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Upfront IV, L.P.](#)

(Last) (First) (Middle)
[1314 7TH STREET](#)

(Street)
[SANTA MONICA CA 90401](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
Upfront Growth GP I, LLC		
(Last)	(First)	(Middle)
1314 7TH STREET		
(Street)		
SANTA MONICA	CA	90401
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Upfront Growth GP II, LLC		
(Last)	(First)	(Middle)
1314 7TH STREET		
(Street)		
SANTA MONICA	CA	90401
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Upfront IV Ancillary GP, LLC		
(Last)	(First)	(Middle)
1314 7TH STREET		
(Street)		
SANTA MONICA	CA	90401
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Upfront GP IV, L.P.		
(Last)	(First)	(Middle)
1314 7TH STREET		
(Street)		
SANTA MONICA	CA	90401
(City) (State) (Zip)		

Explanation of Responses:

- Each share of Class B Common Stock was converted into one share of Class A Common Stock at the option of the holder in connection with the registered public offering of shares of the Issuer's Class A Common Stock, pursuant to a final prospectus dated July 28, 2021, which offering was consummated on August 2, 2021.
- 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 are managed by Upfront Ventures Management, LLC, which is controlled by Mark Suster and Yves Sisteron. Each of the Upfront Entities, their respective general partners, Upfront Ventures Management, LLC and Messrs. Suster and Sisteron disclaims beneficial ownership of the shares reported herein except to the extent of his or its respective pecuniary interest therein.
- Pursuant to an underwriting agreement and in connection with the registered public offering of shares of the Issuer's Class A Common Stock, pursuant to a final prospectus dated July 28, 2021, which offering was consummated on August 2, 2021, Upfront Growth I sold 171,414 shares of Class A Common Stock, Upfront Growth II sold 257,121 shares of Class A Common Stock, Upfront IV sold 553,526 shares of Class A Common Stock and Upfront IV Ancillary sold 31,751 shares of Class A Common Stock, each at a price per share of \$23.1588 (after underwriting discounts and commissions). The Upfront Entities were selling stockholders in the registered public offering.
- 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.

Remarks:

[UPFRONT VENTURES MANAGEMENT, LLC](#) By: [/s/ Dana Kibler, Chief Financial Officer](#) [08/02/2021](#)

[UPFRONT GROWTH I, L.P.](#) By: [Upfront Growth GP I, LLC, its general partner](#) By: [Upfront Ventures Management, LLC, its managing member](#) By: [/s/ Dana Kibler, Chief Financial Officer](#) [08/02/2021](#)

[UPFRONT GROWTH II, L.P.](#) By: [Upfront Growth GP II, LLC, its general partner](#) By: [Upfront Ventures Management, LLC, its managing member](#) By: [/s/ Dana Kibler, Chief Financial Officer](#) [08/02/2021](#)

[UPFRONT IV ANCILLARY, L.P.](#) By: [Upfront IV Ancillary,](#) [08/02/2021](#)

GP, LLC, its general partner By: Upfront Ventures Management, LLC, its managing member By: /s/ Dana Kibler, Chief Financial Officer

UPFRONT IV, L.P. By: Upfront GP IV, L.P., its general partner By: Upfront Ventures Management, Inc, its general partner By: Upfront Ventures Management, LLC, its sole stockholder By: /s/ Dana Kibler, Chief Financial Officer 08/02/2021

UPFRONT GROWTH GP I, LLC By: Upfront Ventures Management, LLC, its managing member By: /s/ Dana Kibler, Chief Financial Officer 08/02/2021

UPFRONT GROWTH GP II, LLC By: Upfront Ventures Management, LLC, its managing member By: /s/ Dana Kibler, Chief Financial Officer 08/02/2021

UPFRONT IV ANCILLARY GP, LLC By: Upfront Ventures Management, LLC, its managing member By: /s/ Dana Kibler, Chief Financial Officer 08/02/2021

UPFRONT GP IV, L.P. By: Upfront Ventures Management, Inc, its general partner By: Upfront Ventures Management, LLC, its sole stockholder By: /s/ Dana Kibler, Chief Financial Officer 08/02/2021

** 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.

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.