FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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*  Sobers Sean  (Last) (First) (Middle)  C/O THREDUP INC.  969 BROADWAY, SUITE 200  (Street)						Issuer Name and Ticker or Trading Symbol     ThredUp Inc. [TDUP]  3. Date of Earliest Transaction (Month/Day/Year) 06/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify below) below)  Chief Financial Officer  6. Individual or Joint/Group Filing (Check Applicable Line)					
OAKLA (City)			94607 (Zip)		-	X Form filed by One Reporting Person Form filed by More than One Reporting Person										I				
		Tab	le I - No	n-Deri	vativ	e Se	curit	ies Ac	quir	red,	Dis	posed o	f, or B	enef	icially	y Owned				
Date					/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		TI C	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			a) or 4 and	5. Amou Securitie Benefici Owned F Reported	es ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
						С	Code	V	Amount	(A) (D)	or F	rice	Transact	ion(s)			(111511.4)			
Class A Common Stock 0					1/202	2022			A	<b>A</b> <sup>(1)</sup>	V	1,479	) A	. !	\$3.553	9,	9,046		D	
Class A Common Stock 06/01					1/202	/2022			М		19,214	4 A		\$0	28,260			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 Da if any (Month/Day/Y	Date,	Code (Inst		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expi	oate Ex piration onth/Da	Date		7. Title and Amour of Securities Underlying Derivative Security (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)		Owners Form Direct or Inc. (I) (In Inc.)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exe	e ercisab		Expiration Date	Title	of	mber ares					
Restricted Stock Units	(2)	06/01/2022			M			19,214		(3)		(3)	Class A Commo Stock		,214	\$0	288,21	.3	D	

## **Explanation of Responses:**

- 1. Shares purchased pursuant to the ThredUp Inc. 2021 Employee Stock Purchase Plan.
- 2. Each restricted stock unit ("RSU") represents a contingent right to receive one share of the Issuer's Class A Common Stock.
- 3. On April 11, 2022, the Reporting Person was granted 307,427 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** 

\*\* Signature of Reporting Person Date

06/03/2022

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.