FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

ashington,	D.C.	20549	

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-028								
Estimated average burden								
hours per response	: 0.5							

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

Name and Address of Reporting Person*     Paranksy Noam					2. Issuer Name and Ticker or Trading Symbol ThredUp Inc. [TDUP]							(Ch	eck all app	licable) tor	ng Per	rson(s) to Is	vner			
(Last)	(Fir	st) (M	/liddle)		3. Date of Earliest Transaction (Month/Day/Year) 06/23/2024								below	er (give title v)		Other (s below)	specify			
C/O THREDUP INC. 969 BROADWAY, SUITE 200					4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person								
(Street)	ND CA	9	94607				Dule 10hF 1(a) Transaction Indication								Form filed by More than One Reporting Person					
(City)	(Sta	ate) (Z	ľip)		Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In															
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)				Execution Date,		ution Date,				es Acquired (A) Of (D) (Instr. 3, 4			Benefic Owned	ies cially Following	Form (D) o	r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	Amount	(A) or (D)		Price		ransaction(s) Instr. 3 and 4)							
Class A Common Stock 06/23,				06/23/2	2024			<b>A</b> <sup>(1)</sup>		149,432		A	\$ <mark>0</mark>	14	9,432		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			Transaction of Code (Instr. Derivative		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 derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	or Nun of	ount nber res						

## **Explanation of Responses:**

1. These shares represent restricted stock units (each, an "RSU"). Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock. The RSUs vest in three equal annual installments on each date of the anniversary of the date of grant, subject to the Reporting Person's continued service to the Issuer on each such date.

## Remarks:

/s/ Alon Rotem, Attorney-in-

**Fact** 

06/25/2024

\*\* Signature of Reporting Person

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.