Instruction 1(b).

FORM 4

Check this box if no longer subject

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

STATEMENT	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

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

to Section 16. Form 4 or Form 5 obligations may continue. See 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*     Nakache Patricia			2. Issuer Name and Ticker or Trading Symbol ThredUp Inc. [ TDUP ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable)											ssuer					
Nakacije Patricia						1		-					) X	Direct	tor	X	10% O	wner	
(Last)	Last) (First) (Middle) C/O THREDUP INC.			3. Date of Earliest Transaction (Month/Day/Year) 11/03/2021									Office below	er (give title v)		Other ( below)	specify		
969 BROADWAY, SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)	ND CA	A 9	4607											<u>&gt;</u>	Form	filed by On filed by Mo on		Ü	- 1
(City)	(St	ate) (Z	Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da				ay/Year) if an		A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)  4. Securitie Disposed (5)		ies Acquired (A Of (D) (Instr. 3,		(A) or 3, 4 and	Benefic	ies cially Following	Form (D) o	vnership :: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) (D)	or	Price	Transa	action(s) 3 and 4)			(1130.4)
Class A Common Stock 11/03/				2021			A <sup>(1)</sup>		892 A		1	\$ <mark>0</mark>	13,354		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)	Derivative Security Price of Derivative Security		4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Disp of (D	osed )) :r. 3, 4	6. Date Exercis Expiration Dat (Month/Day/Ye		Amount of Securities Underlyin Derivative Security 3 and 4)		int of rities rlying ative rity (In	str.	. Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)		
			Code	v	(A)	(D)	Date Exercisa	Number											

## **Explanation of Responses:**

1. Grant of fully vested restricted stock units ("RSUs") under the Issuer's 2021 Stock Option and Incentive Plan in a transaction exempt under Rule 16b-3. Each unit represents a right to receive one share of the Issuer's Class A Common Stock. The Reporting Person elected to receive RSUs in lieu of her annual cash retainer, which retainer is paid in quarterly installments.

## Remarks:

/s/ Alon Rotem, Attorney-in-

11/05/2021

Fact

\*\* 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.