FORM 4

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

Washington,	D.C. 20549
-------------	------------

Check this box if no longer subject
o Section 16. Form 4 or Form 5
bligations may continue. See
+ + ! 4 /l- \

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 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*     Nakache Patricia						2. Issuer Name <b>and</b> Ticker or Trading Symbol ThredUp Inc. [TDUP]									Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Ivakacı	ic i auticia	<u>t</u>							-					2	V Direct	tor	X	10% O	wner	
(Last) (First) (Middle) C/O THREDUP INC.						3. Date of Earliest Transaction (Month/Day/Year) 08/02/2022									Office below	er (give title /)	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	, 9	4607												X Form	filed by On		•	- 1	
,															Perso		ie ilia	ii Olie Rep	orting	
(City)	(St	ate) (Z	Zip)																	
		Table	I - Nor	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	oosed of	, or E	3ene	ficial	lly Own	ed				
Date				Date	nth/Day/Year) if a		2A. Deemed Execution Date, if any (Month/Day/Year)				Disposed	Securities Acquired (Aisposed Of (D) (Instr. 3			Benefic	ies cially Following	Form (D) o	vnership n: Direct r Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code	v	Amount					(A) or (D)		Price	Transa	action(s) 3 and 4)			(1130.4)				
Class A Common Stock 08/02					2022				<b>A</b> <sup>(1)</sup>		8,378	1	4	\$ <mark>0</mark>	45	45,602		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)	if any	med on Date, Day/Year)	4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Dispo	r osed ) r. 3, 4	Expiration (Month/li	Date Exercisable and Expiration Date    Month/Day/Year		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		str.	s. 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 Beneficat Ownership (Instr. 4)	

## **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-

08/04/2022

Fact

\*\* Signature of Reporting Person Date

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.