## SEC Form 4

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

			of Section So(n) of the Investment Company Act of 1340					
1. Name and Addree HALEY TIN	ess of Reporting Pers	on*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>ThredUp Inc.</u> [ TDUP ]	(Check	lationship of Reporting Person(s) to Issuer k all applicable)			
				Х	Director	10% Owner		
(Last) C/O THREDUI	JP INC.		3. Date of Earliest Transaction (Month/Day/Year) 03/25/2021		Officer (give title below)	Other (specify below)		
969 BROADWAY, SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)	6 Indiv	vidual or Joint/Group Filin	a (Check Applicable		
			. In anonamone, base of original filed (Montal bay) really	Line)	g (one of the photosic			
(Street)				X	Form filed by One Rep	orting Person		
OAKLAND	ND CA 94607				Form filed by More that Person	n One Reporting		
(City)	(State)	(Zip)						

#### 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 / Disposed Of ( 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(
Class A Common Stock	03/25/2021		A		10,714(1)	Α	\$ <mark>0</mark>	10,714	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)	4. Transa Code ( 8)		5. Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		<ul> <li>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</li> </ul>		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				

#### 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 full on the earlier of (i) March 25, 2022 or (ii) the Issuer's next annual meeting of stockholders, subject to the Reporting Person's continued service to the Issuer.

### **Remarks:**

#### /s/ Alon Rotem, Attorney-in-03/29/2021 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.