

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Upfront Ventures Management, LLC</u>			2. Issuer Name and Ticker or Trading Symbol <u>ThredUp Inc. [TDUP]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/09/2021					
1314 7TH STREET, SUITE 600			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(Street)	(City)	(State)	90401					
SANTA MONICA CA 90401								

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	11/09/2021		C ⁽¹⁾		371,973	A	\$0.00 ⁽¹⁾	371,973	I	By Upfront Growth I, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		C ⁽¹⁾		557,960	A	\$0.00 ⁽¹⁾	557,960	I	By Upfront Growth II, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		C ⁽¹⁾		1,201,169	A	\$0.00 ⁽¹⁾	1,201,169	I	By Upfront IV L.P. ⁽²⁾
Class A Common Stock	11/09/2021		C ⁽¹⁾		68,898	A	\$0.00 ⁽¹⁾	68,898	I	By Upfront IV Ancillary, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽³⁾		338,157	D	\$0.00	33,816	I	By Upfront Growth I, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁴⁾		507,236	D	\$0.00	50,724	I	By Upfront Growth II, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁵⁾		1,091,972	D	\$0.00	109,197	I	By Upfront IV L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁶⁾		62,635	D	\$0.00	6,263	I	By Upfront IV Ancillary, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁷⁾		28,023	A	\$0.00	28,023	I	By Upfront Growth GP I, LLC ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁸⁾		28,023	D	\$0.00	0	I	By Upfront Growth GP I, LLC ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽⁹⁾		15,218	A	\$0.00	15,218	I	By Upfront Growth GP II, LLC ⁽²⁾

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	11/09/2021		J ⁽¹⁰⁾		15,218	D	\$0.00	0	I	Upfront Growth GP II, LLC ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽¹¹⁾		266,133	A	\$0.00	266,133	I	Upfront GP IV, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽¹²⁾		266,133	D	\$0.00	0	I	Upfront GP IV, L.P. ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽¹³⁾		626	A	\$0.00	626	I	Upfront IV Ancillary GP, LLC ⁽²⁾
Class A Common Stock	11/09/2021		J ⁽¹⁴⁾		626	D	\$0.00	0	I	Upfront IV Ancillary GP, LLC ⁽²⁾

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 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				
Class B Common Stock	(15)	11/09/2021		C ⁽¹⁾			371,973	(15)	(15)	Class A Common Stock	371,973	\$0.00	1,170,754	I	By Upfront Growth I, L.P. ⁽²⁾
Class B Common Stock	(15)	11/09/2021		C ⁽¹⁾			557,960	(15)	(15)	Class A Common Stock	557,960	\$0.00	1,756,131	I	By Upfront Growth II, L.P. ⁽²⁾
Class B Common Stock	(15)	11/09/2021		C ⁽¹⁾			1,201,169	(15)	(15)	Class A Common Stock	1,201,169	\$0.00	3,780,579	I	By Upfront IV L.P. ⁽²⁾
Class B Common Stock	(15)	11/09/2021		C ⁽¹⁾			68,898	(15)	(15)	Class A Common Stock	68,898	\$0.00	216,851	I	By Upfront IV Ancillary, L.P. ⁽²⁾

1. Name and Address of Reporting Person*
[Upfront Ventures Management, LLC](#)

 (Last) (First) (Middle)
 1314 7TH STREET, SUITE 600

 (Street)
 SANTA MONICA CA 90401

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
[Suster Mark](#)

 (Last) (First) (Middle)
 C/O UPFRONT VENTURES
 1314 7TH STREET, SUITE 600

 (Street)
 SANTA MONICA CA 90401

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
[Sisteron Yves](#)

 (Last) (First) (Middle)

C/O UPFRONT VENTURES
1314 7TH STREET, SUITE 600

(Street)
SANTA MONICA CA 90401

(City) (State) (Zip)

Explanation of Responses:

1. Each share of Class B Common Stock was converted into one share of Class A Common Stock at the option of the holder in connection with the distributions described herein.
2. Upfront Growth GP I, LLC is the general partner of Upfront Growth I, L.P. ("Upfront Growth I"). Upfront Growth GP II, LLC is the general partner of Upfront Growth II, L.P. ("Upfront Growth II"). Upfront GP IV, L.P. is the general partner of Upfront IV, L.P. ("Upfront IV"). Upfront IV Ancillary GP, LLC is the general partner of Upfront IV Ancillary, L.P. ("Upfront IV Ancillary," and together with Upfront Growth I, Upfront Growth II and Upfront IV, the "Upfront Entities"). The Upfront Entities are managed by Upfront Ventures Management, LLC, which is controlled by Mark Suster and Yves Sisteron. Each of the Upfront Entities, their respective general partners, Upfront Ventures Management, LLC and Messrs. Suster and Sisteron disclaims beneficial ownership of the shares reported herein except to the extent of his or its respective pecuniary interest therein.
3. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront Growth I to its general partner and limited partners without additional consideration.
4. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront Growth II to its general partner and limited partners without additional consideration.
5. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront IV to its general partner and limited partners without additional consideration.
6. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront IV Ancillary to its general partner and limited partners without additional consideration.
7. Represents receipt of shares in the distribution in kind described in footnote (3).
8. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront Growth GP I, LLC to its members without consideration.
9. Represents receipt of shares in the distribution in kind described in footnote (4).
10. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront Growth GP II, LLC to its members without consideration.
11. Represents receipt of shares in the distribution in kind described in footnote (5).
12. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront GP IV, L.P. to its general partner and limited partners without consideration.
13. Represents receipt of shares in the distribution in kind described in footnote (6).
14. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Upfront IV Ancillary GP, LLC to its members without consideration.
15. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and upon the occurrence of other events set forth in the Issuer's Certificate of Incorporation.

Remarks:

2 of 2: The number of joint filers exceeds the EDGAR maximum of 10 joint filers per Form. This Form 4 is being filed in conjunction with a Form 4 being filed by Upfront GP IV, L.P. and other filing persons.

Upfront Ventures Management,
LLC, By: /s/ Dana Kibler, Chief Financial Officer 11/12/2021

/s/ Mark Suster 11/12/2021

/s/ Yves Sisteron 11/12/2021

** 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.