FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

hours per response:

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0.5

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

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

1. Name and Address of Reporting Person* Gustke Matt						2. Issuer Name and Ticker or Trading Symbol TheRealReal, Inc. [REAL]									heck all app Direc	licable)		ssuer Owner r (specify
(Last) (First) (Middle) C/O THE REALREAL, INC.						3. Date of Earliest Transaction (Month/Day/Year) 11/20/2019									helov	v)	belo	v)
55 FRANCISCO STREET, SUITE 600																		
(Street) SAN FRANCISCO CA 94133				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Lir	ne) X Form Form	<i>'</i>			
(City)	(S	tate) (2	Zip)															
		Tab	le I - Noi	n-Deriv	ative	Se	curitie	es Acc	quired,	Dis	posed o	f, o	r Bene	eficia	lly Owne	ed .		
1. Title of Security (Instr. 3) 2. Transar Date (Month/D.					h/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Di		1. Securities Acquired (A) Disposed Of (D) (Instr. 3,			d 5) Secur Benef Owne	icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount		(A) or (D)	Price		ted action(s) 3 and 4)		(Instr. 4)
Common Stock 11/20/					0/2019						432(1)		D	\$1 6 .	93 9	00,505	D	
		Ta									sed of, onvertib				Owned			
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution or Exercise (Month/Day/Year) if any			Date, Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration			7. Title and Amount of Securities Underlying Derivative Security (Instr. : and 4) Amoun or Numbe of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	

Explanation of Responses:

1. These shares of Common Stock were withheld to satisfy the tax withholding obligation in connection with the vesting of 1,250 restricted stock units.

/s/ Dana DuFrane, attorney-in-<u>fact</u>

11/22/2019

** 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.