SEC Form 4

FORM 4

UNI

TED STATES SECURITIES AND EXCHANGE COMMISSIC)N

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average	burden
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	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).
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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

1. Name and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol TheRealReal, Inc. [REAL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	<u>II L. III</u>			X	Director	10% Owner			
			-	_	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	1	below)	below)			
C/O THEREA	LREAL		09/13/2021						
55 FRANCISC	CO STREET								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fil	ing (Check Applicable			
SAN				X	Form filed by One Re	eporting Person			
FRANCISCO	CA	94133			Form filed by More th Person	an 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. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and		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)		(1150.4)	
Common Stock	09/13/2021		A		9,087	Α	\$0.0	19,441	D		
Common Stock								7,450,330	Ι	by PWP Growth Equity ⁽¹⁾	

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)		of Deriv Secu Acqu (A) o Dispo of (D	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration		vate Amount of Year) Securities		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	and s				Title	Amount or Number of Shares		(1130. 4)	

Explanation of Responses:

1. Includes 5,785,182 shares held by PWP Growth Equity Fund II LP and 1,665,148 shares held by PWP Growth Equity Fund II B LP (collectively, the ?Funds?). On June 15, 2020, the Funds were spun off from Perella Weinberg Partners Capital Management LP and, as a result of the spin-off and the separation agreement signed in connection therewith, investing, management and voting control over the shares reported herein transferred to GreyLion Capital LP (the ?Separation?). In connection with the Separation, sole voting, management and investment control was delegated to GreyLion Capital LP. (together with its affiliates, ?GreyLion?). David Ferguson and Gilbert Baird are members of the GreyLion investment committee and control voting and investment decisions related to the shares reported herein. As a result, the Reporting Person may be deemed to beneficially own and share voting, investment and dispositive power with res

> By: Matt Gustke For: Gilbert 09/14/2021

L Baird III

** 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.