

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>BAIN CAPITAL VENTURE INVESTORS, LLC</u> (Last) (First) (Middle) 200 CLARENDON STREET (Street) BOSTON MA 02116 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/26/2021	3. Issuer Name and Ticker or Trading Symbol <u>Rent the Runway, Inc. [RENT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. 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 checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	483,732	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Seed Series Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	3,992,000	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series A Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	1,691,175	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series C Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	370,369	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series D Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	395,193	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series E Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	550,469	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series F Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	558,074	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾
Series G Convertible Preferred Stock	(2)	(2)	Common Stock ⁽¹⁾	135,406	(2)	I	See footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

1. Name and Address of Reporting Person* <u>BAIN CAPITAL VENTURE INVESTORS, LLC</u> (Last) (First) (Middle) 200 CLARENDON STREET (Street) BOSTON MA 02116		
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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Bain Capital Venture Fund 2009, L.P.](#)

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Bain Capital Venture Partners 2009, L.P.](#)

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[BCIP Venture Associates](#)

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[BCIP VENTURE ASSOCIATES-B](#)

(Last) (First) (Middle)

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Salem Enrique T](#)

(Last) (First) (Middle)

C/O BAIN CAPITAL VENTURE INVESTORS

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Agarwal Ajay](#)

(Last) (First) (Middle)

C/O BAIN CAPITAL VENTURE INVESTORS

200 CLARENDON STREET

(Street)

BOSTON MA 02116

(City)

(State)

(Zip)

Explanation of Responses:

- 1. Upon the closing of the Issuer's initial public offering, each share of Common Stock will be reclassified into one share of Class A Common Stock.
2. Each share of Seed Series, Series A, Series C, Series D, Series E, Series F and Series G Convertible Preferred Stock is convertible into Common Stock on a 1-for-1 basis at the holder's election and will automatically convert immediately prior to the closing of the Issuer's initial public offering.
3. Bain Capital Venture Investors, LLC ("BCVI") is the general partner of Bain Capital Venture Partners 2009, L.P. ("BCV Partners 2009"), which is the general partner of Bain Capital Venture Fund 2009, L.P. ("BCV Fund 2009").
4. BCIP Venture Associates ("BCIP Venture"), whose managing partner is Boylston Coinvestors, LLC ("Boylston"), holds 53,172 shares of Common Stock, 151,354 shares of Seed Series Convertible Preferred Stock, 41,336 shares of Series A Convertible Preferred Stock, 40,712 shares of Series C Convertible Preferred Stock, 43,440 shares of Series D Convertible Preferred Stock, 60,508 shares of Series E Convertible Preferred Stock, 61,344 shares of Series F Convertible Preferred Stock and 14,884 shares of Series G Convertible Preferred Stock.
5. BCIP Venture Associates-B ("BCIP Venture-B" and, together with BCV Fund 2009 and BCIP Venture, the "Bain Capital Venture Entities"), whose managing partner is Boylston, holds 3,848 shares of Common Stock, 31,755 shares of Seed Series Convertible Preferred Stock, 13,453 shares of Series A Convertible Preferred Stock, 2,946 shares of Series C Convertible Preferred Stock, 3,144 shares of Series D Convertible Preferred Stock, 4,379 shares of Series E Convertible Preferred Stock, 4,439 shares of Series F Convertible Preferred Stock and 1,077 shares of Series G Convertible Preferred Stock.
6. The governance, investment strategy and decision-making process with respect to the investments held by the Bain Capital Venture Entities is directed by the Executive Committee of BCVI, which consists of Enrique Salem and Ajay Agarwal.

Remarks:

Bain Capital Venture Investors, LLC, By: /s/ Scott Friend, Title: Managing Director 10/26/2021

Bain Capital Venture Fund 2009, L.P., By: Bain Capital Venture Partners 2009, L.P., its general partner, By: Bain Capital Venture Investors, LLC, its general partner, By: /s/ Scott Friend, Title: Managing Director 10/26/2021

Bain Capital Venture Partners 2009, L.P., By: Bain Capital Venture Investors, LLC, its general partner, By: /s/ Scott Friend, Title: Managing Director 10/26/2021

BCIP Venture Associates, By: Boylston Coinvestors, LLC, its managing partner, By: /s/ Scott Friend, Title: Authorized Signatory 10/26/2021

BCIP Venture Associates-B, By: Boylston Coinvestors, LLC, its managing partner, By: /s/ Scott Friend, Title: Authorized Signatory 10/26/2021

/s/ Enrique T. Salem 10/26/2021

/s/ Ajay Agarwal 10/26/2021

** 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 5 (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.