

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

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>Friend Scott</u>  (Last) (First) (Middle) <u>C/O BAIN CAPITAL VENTURE INVESTORS, LLC</u> <u>200 CLARENDON STREET</u>  (Street) <u>BOSTON MA 02116</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/26/2021</u>	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) <input checked="" type="checkbox"/> 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) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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 <sup>(1)</sup>	483,732	I	See footnotes <sup>(3)(4)</sup>

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 <sup>(1)</sup>	3,992,000	(2)	I	See footnotes <sup>(3)(4)</sup>
Series A Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	1,691,175	(2)	I	See footnotes <sup>(3)(4)</sup>
Series C Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	370,369	(2)	I	See footnotes <sup>(3)(4)</sup>
Series D Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	395,193	(2)	I	See footnotes <sup>(3)(4)</sup>
Series E Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	550,469	(2)	I	See footnotes <sup>(3)(4)</sup>
Series F Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	558,074	(2)	I	See footnotes <sup>(3)(4)</sup>
Series G Convertible Preferred Stock	(2)	(2)	Common Stock <sup>(1)</sup>	135,406	(2)	I	See footnotes <sup>(3)(4)</sup>

## Explanation of Responses:

- 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.
- 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. These shares have no expiration date.
- Consists of securities held by Bain Capital Venture Fund 2009, L.P. ("BCV Fund 2009"), BCIP Venture Associates ("BCIP Venture") and BCIP Venture Associates-B ("BCIP Venture-B" and, together with BCV Fund 2009 and BCIP Venture, the "Bain Capital Venture Entities").
- Bain Capital Venture Investors, LLC ("BCVI") (i) is the ultimate general partner of BCV Fund 2009 and (ii) governs the investment strategy and decision-making process with respect to investments held by each of BCIP Venture and BCIP Venture-B. Mr. Friend is a Managing Director of BCVI. By virtue of the relationships described in this footnote, Mr. Friend may be deemed to share voting and dispositive power with respect to the securities held by the Bain Capital Venture Entities. Mr. Friend disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

## Remarks:

/s/ Scott Friend

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.**