

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0002008023  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer Rent the Runway, Inc.  
SEC File Number 001-40958  
Address of Issuer 10 Jay Street  
Suite 900  
Brooklyn  
NEW YORK  
11201  
Phone 2125246860  
Name of Person for Whose Account the Securities are To Be Sold Zachary B. Phillips

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Class A Common Stock	Morgan Stanley Smith Barney LLC 1 New York Plaza 38th Floor New York NY 10004	6309	4055.43	67223096	02/01/2024	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Date you Nature of Name of Is Date Amount of Date of Nature of

Class	Acquired	Acquisition Transaction	Person from Whom Acquired	this a Gift?	Donor Acquired	Securities Acquired	Payment	Payment *
Class A Common Stock	02/01/2024	Shares acquired upon vesting of restricted stock units awarded under Issuers incentive award plan	Issuer	<input type="checkbox"/>		763	10/28/2021	Services Rendered
Class A Common Stock	02/01/2024	Shares acquired upon vesting of restricted stock units awarded under Issuers incentive award plan	Issuer	<input type="checkbox"/>		9375	03/15/2023	Services Rendered
Class A Common Stock	02/01/2024	Shares acquired upon vesting of restricted stock units awarded under Issuers incentive award plan	Issuer	<input type="checkbox"/>		1221	07/11/2023	Services Rendered

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Zachary B. Phillips 10 Jay St Suite 900 Brooklyn NY 11201	Class A Common Stock	12/01/2023	4794	2338.03
Zachary B. Phillips 10 Jay St Suite 900 Brooklyn NY 11201	Class A Common Stock	11/02/2023	1661	1030.15

## 144: Remarks and Signature

Remarks	Shares to be sold to cover withholding taxes upon vesting of restricted stock unit awards. The date of the Rule 10b5-1 sell to cover instruction for the restricted stock units granted on October 28, 2021, March 15, 2023, and July 11, 2023 was August 8, 2022, April 9, 2023 and September 19, 2023, respectively.
Date of Notice	02/01/2024
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1	09/19/2023
<b>ATTENTION:</b>	

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature                      /s/ Zachary B. Phillips

***ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)***