

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 0001961707  
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 St.  
Suite 900  
Brooklyn  
NEW YORK  
11201  
Phone 2125246860  
Name of Person for Whose Account the Securities are To Be Sold Andrew Rau

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	14504	30748.48	64236581	06/15/2023	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 Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
Class A Common Stock	06/15/2023	Shares acquired upon vesting of restricted stock units awarded under Issuers Amended and Restated 2021 Incentive Award Plan	Issuer	<input type="checkbox"/>		5000	09/12/2022	Services Rendered
Class A Common Stock	06/15/2023	Shares acquired upon vesting of restricted stock units awarded under Issuers Amended and Restated 2021 Incentive Award Plan	Issuer	<input type="checkbox"/>		28125	04/13/2023	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
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	03/16/2023	1204	3356.75
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	03/17/2023	1070	2748.83
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	03/20/2023	893	2283.76
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	03/21/2023	1199	3138.26
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	05/02/2023	102	232.05
Andrew Rau 10 Jay St. Suite 900 Brooklyn NY 11201	Class A Common Stock	05/03/2023	184	430.58
Andrew Rau 10 Jay St.	Class A Common Stock	06/02/2023	2131	4440.15

## 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 shares paid for on 9/15/2022 (2,192 of the shares sold) was 10/10/2022. The remaining shares were not sold pursuant to a Rule 10b5-1 plan.

Date of Notice 06/15/2023

**ATTENTION:**

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/ Andrew Rau

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