(Last)

(Street)

MENLO PARK

(First)

CA

3000 SAND HILL ROAD BLDG. 2, SUITE 250

(Middle)

94025

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C.	20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 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* Institutional Venture Management XV, LLC		L	2. Issuer Name and Ticker or Trading Symbol Lulu's Fashion Lounge Holdings, Inc. [LVLU]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below)									
(Last) 3000 SA	(Fir ND HILL F	rst) (NROAD BLDG. 2	Middle) , SUITE 250	12	/16/	2022				nth/Day/Year)								
(Street) MENLO PARK CA 94025			4.	4. If Amendment, Date of Original Filed (Month/Day/Year)					Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person									
(City)	(Sta		(ip)															
1 Title of 9	Security (Inst		I - Non-Deriva			Curities Deemed	_	quire	ed, D	4. Securities			5. Amount o		6. Owne	rshin	7. Nati	ure of
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/			Execution Date, if any (Month/Day/Year)		te,	Transaction Code (Instr. 8)				tr. 3, 4	Securities Beneficially Owned Foll- Reported	,	Form: D (D) or In (I) (Instr.	irect direct	Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D)	Price	Transaction	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common	Stock		12/16/20)22				J ⁽¹⁾		1,218	A	(1)	4,480)	D ⁽²	2)		
Common	Stock		12/16/20)22				J ⁽¹⁾		1,219	A	(1)	4,479)	I		Venta Mana	utional ure agement LLC(3)
Common	Stock												3,730,1	60	I		Vent	ers XV,
Common	Stock												19,84	3	I		Vento Partn Exec	ers XV
Common	Stock												3,749,9	97	I		Vento Partn	
		Tal	ole II - Derivat (e.g., p							posed of, , converti				d				
Derivative Conversion Date Execusecurity or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date, if any (Month/Day/Year)	cution Date, Tran Y Cod		5. Numb of Derivativ Securitie Acquirre (A) or Dispose of (D) (Instr. 3, and 5)		6. Date Exerci Expiration Dat (Month/Day/Ye		rcisable and Date //Year) 7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		le and unt of rities rrying rative rity (Inst	8. Price of Derivative Security (Instr. 5) tr. 8. Price of deri derive Security Security Foll Rep Trar (Instr. 5)		urities Form eficially Direct ned or Inc		at 11. Natur of Indirect bet (D) odirect istr. 4)		
				Cod	e V	/ (A)	(D)	Date Exe	e rcisabl	Expiration e Date	Title	Amour or Number of Shares	er					
		Reporting Person* ture Manager	nent XV, LL	<u>C</u>														

(City)	(State)	(Zip)
Name and Address Institutional V		ement XVI, LLC
(Last) 3000 SAND HILI	(First) L ROAD BLDG.	(Middle) 2, SUITE 250
Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
Name and Address Chaffee Todd		n [*]
(Last) 3000 SAND HILI	(First) L ROAD, BLDG	(Middle) . 2, SUITE 250
Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address <u>Dash Somesh</u>	s of Reporting Perso	n*
(Last) 300 SAND HILL	(First) ROAD, BLDG.	(Middle) 2, SUITE 250
Street) MENLO PARK	CA	94025
MENLO PARK	CH	y .023
(City) 1. Name and Address	(State)	(Zip)
(City)	(State) s of Reporting Person NORMAN A	(Zip)
(City) 1. Name and Address FOGELSONG (Last)	(State) s of Reporting Person NORMAN A (First) ROAD, BLDG.	(Zip)
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street)	(State) s of Reporting Person NORMAN A (First) ROAD, BLDG.	(Zip) n* A (Middle) 2, SUITE 250
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL (Street) MENLO PARK	(State) s of Reporting Person NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person	(Zip) n* A (Middle) 2, SUITE 250 94025 (Zip)
(City) I. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) I. Name and Address	(State) s of Reporting Person NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person En J (First)	(Zip) n* A (Middle) 2, SUITE 250 94025 (Zip) n* (Middle)
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Harrick Stephe (Last)	(State) s of Reporting Person S NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person J (First) ROAD, BLDG.	(Zip) n* A (Middle) 2, SUITE 250 94025 (Zip) n* (Middle)
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Harrick Stepho (Last) 300 SAND HILL Street)	(State) s of Reporting Person S NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person J (First) ROAD, BLDG.	(Zip) n* (Middle) 2, SUITE 250 94025 (Zip) n* (Middle) 2, SUITE 250
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Harrick Stephe (Last) 300 SAND HILL Street) MENLO PARK	(State) s of Reporting Person NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person Person CA (State) s of Reporting Person CA (State) s of Reporting Person CA (State)	(Zip) (Middle) 2, SUITE 250 94025 (Zip) (Middle) 2, SUITE 250 94025 (Zip)
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Harrick Stephe (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address	(State) s of Reporting Person S NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person En J (First) ROAD, BLDG. CA (State) s of Reporting Person En J (First) ROAD, BLDG.	(Zip) n* (Middle) 2, SUITE 250 94025 (Zip) n* (Middle) 2, SUITE 250 94025 (Zip) n* (Middle)
(City) 1. Name and Address FOGELSONG (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Harrick Stephe (Last) 300 SAND HILL Street) MENLO PARK (City) 1. Name and Address Maltz Jules A. (Last)	(State) s of Reporting Person S NORMAN A (First) ROAD, BLDG. CA (State) s of Reporting Person S Per	(Zip) n* (Middle) 2, SUITE 250 94025 (Zip) n* (Middle) 2, SUITE 250 94025 (Zip) n* (Middle)

(Last)	(First)	(Middle)
300 SAND HILL	ROAD, BLDG.	2, SUITE 250
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address Phelps Dennis		n*
Phelps Dennis	<u>B</u>	
	B (First)	(Middle)
Phelps Dennis (Last)	B (First)	(Middle)
Phelps Dennis (Last) 3000 SAND HILI	(First) ROAD, BLDG.	(Middle)

Explanation of Responses:

- 1. Represents the receipt of shares from Eric Liaw that Mr. Liaw received pursuant to the Issuer's non-employee director compensation policy. Pursuant to a series of Director Compensation Assignment Agreements, Mr. Liaw has agreed to assign the beneficial interest in any equity awards granted to him for his service as director of the Issuer to Institutional Venture Management XV, LLC ("IVM XV") and Institutional Venture Management XVI, LLC ("IVM XVI").
- 2. Todd C. Chaffee, Somesh Dash, Norman A. Fogelsong, Eric Liaw, Stephen J. Harrick, Jules A. Maltz, J. Sanford Miller and Dennis B. Phelps are the managing directors of IVM XV and may be deemed to share voting and dispositive power over the shares held by IVM XV. Each of Messrs. Chaffee, Dash, Fogelsong, Harrick, Maltz, Miller and Phelps disclaims beneficial ownership of the shares held by IVM XV except to the extent of his respective proportionate pecuniary interest therein. Mr. Liaw is a director of the Issuer and files separate Section 16 reports.
- 3. The shares are held directly by IVM XVI. Todd C. Chaffee, Somesh Dash, Norman A. Fogelsong, Stephen J. Harrick, Eric Liaw, Jules A. Maltz, J. Sanford Miller and Dennis B. Phelps, Jr. are the managing directors of IVM XVI and may be deemed to share voting and dispositive power over the shares held by IVM XVI. Each of Messrs. Chaffee, Dash, Fogelsong, Harrick, Maltz, Miller and Phelps disclaims beneficial ownership of these securities, except to the extent of his respective proportionate pecuniary interest therein. Mr. Liaw is a director of the Issuer and files separate Section 16 reports.
- 4. The shares are held directly by Institutional Venture Partners XV, L.P. ("IVP XV"). IVM XV is the general partner of IVP XV. Todd C. Chaffee, Somesh Dash, Norman A. Fogelsong, Eric Liaw, Stephen J. Harrick, Jules A. Maltz, J. Sanford Miller and Dennis B. Phelps are the managing directors of IVM XV and may be deemed to share voting and dispositive power over the shares held by IVP XV. Each of IVM XV and Messrs. Chaffee, Dash, Fogelsong, Harrick, Maltz, Miller and Phelps disclaims beneficial ownership of the shares held by IVP XV except to the extent of its or his respective proportionate pecuniary interest therein. Mr. Liaw is a director of the Issuer and files separate Section 16 reports.
- 5. The shares are held directly by Institutional Venture Partners XV Executive Fund, L.P. ("IVP XV EF"). IVM XV is the general partner of IVP XV EF. Todd C. Chaffee, Somesh Dash, Norman A. Fogelsong, Eric Liaw, Stephen J. Harrick, Jules A. Maltz, J. Sanford Miller and Dennis B. Phelps are the managing directors of IVM XV and may be deemed to share voting and dispositive power over the shares held by IVP XV EF. Each of IVM XV and Messrs. Chaffee, Dash, Fogelsong, Harrick, Maltz, Miller and Phelps disclaims beneficial ownership of the shares held by IVP XV EF except to the extent of its or his respective proportionate pecuniary interest therein. Mr. Liaw is a director of the Issuer and files separate Section 16 reports.
- 6. The shares are held directly by Institutional Venture Partners XVI, L.P. ("IVP XVI"). IVM XVI is the general partner of IVP XVI. Todd C. Chaffee, Somesh Dash, Norman A. Fogelsong, Eric Liaw, Stephen J. Harrick, Jules A. Maltz, J. Sanford Miller and Dennis B. Phelps are the managing directors of IVM XVI and may be deemed to share voting and dispositive power over the shares held by IVP XVI. Each of IVM XVI and Messrs. Chaffee, Dash, Fogelsong, Harrick, Miller and Phelps disclaims beneficial ownership of the shares held by IVP XVI except to the extent of its or his respective proportionate pecuniary interest therein. Mr. Liaw is a director of the Issuer and files separate Section 16 reports.

Remarks:

Institutional Venture Management XV, LLC, By: /s/Tracy Hogan, Attorney-In- Fact	12/16/2022
Institutional Venture Management XVI, LLC, By: /s/Tracy Hogan, Attorney-In- Fact	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Todd C. Chaffee	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Somesh Dash	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Norman A. Fogelsong	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Stephen J. Harrick	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Jules A. Maltz	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Sanford J. Miller	12/15/2022
/s/ Tracy Hogan, Attorney-In- Fact Dennis B. Phelps	12/15/2022
** 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.