

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>GOODRICH PAUL B</b>		2. Issuer Name and Ticker or Trading Symbol <b>Redfin Corp [RDFN]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/02/2017</b>		
C/O MADRONA VENTURE GROUP, 999 THIRD AVE., 34TH FLOOR			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) <b>SEATTLE, WA 98104</b>					
(City)	(State)	(Zip)			

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/02/2017		C		1,355,350	A	(1)	1,355,350	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		2,739,483	A	(3)	4,094,833	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		1,184,724	A	(4)	5,279,557	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		1,497,804	A	(5)	6,777,361	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		411,932	A	(6)	7,189,293	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		392,965	A	(7)	7,582,258	I	By Madrona Venture Fund III, L.P. (2)
Common Stock	08/02/2017		C		104,077	A	(1)	104,077	I	By Madrona Venture Fund III-A, L.P. (8)
Common Stock	08/02/2017		C		210,372	A	(3)	314,449	I	By Madrona Venture Fund III-A, L.P. (8)

Common Stock	08/02/2017		C		47,326	A	(4)	361,775		I	By Madrona Venture Fund III-A, L.P. (8)
Common Stock	08/02/2017		C		59,835	A	(5)	421,610		I	By Madrona Venture Fund III-A, L.P. (8)
Common Stock	08/02/2017		C		16,456	A	(6)	438,066		I	By Madrona Venture Fund III-A, L.P. (8)
Common Stock	08/02/2017		C		15,698	A	(7)	453,764		I	By Madrona Venture Fund III-A, L.P. (8)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Series A-1 Preferred Stock	(1)	08/02/2017		C			1,355,350	(1)	(1)			Common Stock	1,355,350	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)
Series A-3 Preferred Stock	(3)	08/02/2017		C			2,739,483	(3)	(3)			Common Stock	2,739,483	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)
Series B Preferred Stock	(4)	08/02/2017		C			1,184,724	(4)	(4)			Common Stock	1,184,724	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)
Series C Preferred Stock	(5)	08/02/2017		C			1,497,804	(5)	(5)			Common Stock	1,497,804	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)
Series D Preferred Stock	(6)	08/02/2017		C			411,932	(6)	(6)			Common Stock	411,932	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)
Series E Preferred Stock	(7)	08/02/2017		C			392,965	(7)	(7)			Common Stock	392,965	\$ 0	0	I	By Madrona Venture Fund III, L.P. (2)

Series A-1 Preferred Stock	(1)	08/02/2017								C					104,077	(1)	(1)	Common Stock	104,077	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)
Series A-3 Preferred Stock	(2)	08/02/2017								C					210,372	(3)	(3)	Common Stock	210,372	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)
Series B Preferred Stock	(4)	08/02/2017								C					47,326	(4)	(4)	Common Stock	47,326	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)
Series C Preferred Stock	(5)	08/02/2017								C					59,835	(5)	(5)	Common Stock	59,835	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)
Series D Preferred Stock	(6)	08/02/2017								C					16,456	(6)	(6)	Common Stock	16,456	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)
Series E Preferred Stock	(7)	08/02/2017								C					15,698	(7)	(7)	Common Stock	15,698	\$ 0	0	I	By Madrona Venture Fund III-A, L.P. (8)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOODRICH PAUL B C/O MADRONA VENTURE GROUP 999 THIRD AVE., 34TH FLOOR SEATTLE, WA 98104	X			

## Signatures

/s/ Kristi Weichelt as attorney-in-fact for Paul Goodrich		08/02/2017
<small>Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

\* 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).

Each share of the issuer's Series A-1 Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of (1) its Common Stock in its firm commitment initial public offering (the "IPO") pursuant to a registration statement on Form S-1 (File No. 333-219093) under the Securities Act of 1933, as amended (the "Registration Statement"), and had no expiration date.

These securities are held of record by Madrona Venture Fund III, L.P. ("Madrona Fund III"). Madrona Investment Partners III, L.P. ("Madrona Partners III") is the general partner of Madrona Fund III, and Madrona III General Partner, LLC ("Madrona III LLC") is the general partner of Madrona Partners III. The reporting person, who is a member of the issuer's board of directors, (2) together with Tom Alberg, Scott Jacobson, Len Jordon, Matthew McIlwain and Tim Porter, are the managing members of Madrona III LLC, and each may be deemed to share voting and investment power over the securities held by Madrona Fund III. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

(3) Each share of the issuer's Series A-3 Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of its Common Stock in its IPO pursuant to a the Registration Statement, and had no expiration date.

(4) Each share of the issuer's Series B Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of its Common Stock in its IPO pursuant to a the Registration Statement, and had no expiration date.

- (5) Each share of the issuer's Series C Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of its Common Stock in its IPO pursuant to a the Registration Statement, and had no expiration date.
- (6) Each share of the issuer's Series D Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of its Common Stock in its IPO pursuant to a the Registration Statement, and had no expiration date.
- (7) Each share of the issuer's Series E Preferred Stock automatically converted into 1 share of the issuer's Common Stock on August 2, 2017 in connection with the closing of the issuer's sale of its Common Stock in its IPO pursuant to a the Registration Statement, and had no expiration date.

These securities are held of record by Madrona Venture Fund III-A, L.P. ("Madrona Fund III-A"). Madrona Partners III is the general partner of Madrona Fund III-A, and Madrona III LLC is the general partner of Madrona Partners III. The reporting person, who is a member of the issuer's board of directors, together with Tom Alberg, Scott Jacobson, Len Jordon, Matthew (8) McIlwain and Tim Porter are the managing members of Madrona III LLC, and each may be deemed to share voting and investment power over the securities held by Madrona Fund III-A. The reporting person disclaims beneficial ownership over such securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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