

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. ___)*

The RealReal, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

88339P101

(CUSIP Number)

December 31, 2019

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("*Act*") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAMES OF REPORTING PERSONS**Great Hill Investors, LLC****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**Massachusetts****NUMBER OF** **5** SOLE VOTING POWER

0

SHARES**BENEFICIALLY** **6** SHARED VOTING POWER**38,469****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER

0

REPORTING**PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **38,469****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**38,469****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**0.05%*****12** TYPE OF REPORTING PERSON**OO (Limited liability company)**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**Great Hill Equity Partners V, L.P.****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware**

NUMBER OF **5** **SOLE VOTING POWER**
SHARES **0**

BENEFICIALLY **6** **SHARED VOTING POWER**
OWNED BY **9,928,262**

EACH **7** **SOLE DISPOSITIVE POWER**
REPORTING **0**

PERSON **8** **SHARED DISPOSITIVE POWER**
WITH **9,928,262**

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,928,262****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.57%*****12** TYPE OF REPORTING PERSON**PN**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**GHP V, LLC****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware****NUMBER OF** **5** SOLE VOTING POWER**0****SHARES****BENEFICIALLY** **6** SHARED VOTING POWER**9,928,262****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER**0****REPORTING****PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **9,928,262****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,928,262****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.57%*****12** TYPE OF REPORTING PERSON**OO (Limited liability company)**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**Great Hill Partners GP V, L.P.****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**Delaware****NUMBER OF** **5** SOLE VOTING POWER**0****SHARES****BENEFICIALLY** **6** SHARED VOTING POWER**9,928,262****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER**0****REPORTING****PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **9,928,262****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,928,262****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.57%*****12** TYPE OF REPORTING PERSON**PN**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1	NAMES OF REPORTING PERSONS		
	Christopher S. Gaffney		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input type="checkbox"/>	(b) <input checked="" type="checkbox"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION		
	United States of America		
NUMBER OF	5	SOLE VOTING POWER	
SHARES		0	
BENEFICIALLY	6	SHARED VOTING POWER	
OWNED BY		9,966,731	
EACH	7	SOLE DISPOSITIVE POWER	
REPORTING		0	
PERSON	8	SHARED DISPOSITIVE POWER	
WITH		9,966,731	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	9,966,731		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	Not Applicable		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	11.62%*		
12	TYPE OF REPORTING PERSON		
	IN		

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1	NAMES OF REPORTING PERSONS	
	John G. Hayes	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	United States of America	
NUMBER OF	5	SOLE VOTING POWER
SHARES	0	
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY	9,966,731	
EACH	7	SOLE DISPOSITIVE POWER
REPORTING	0	
PERSON	8	SHARED DISPOSITIVE POWER
WITH	9,966,731	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	9,966,731	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
	Not Applicable	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	11.62%*	
12	TYPE OF REPORTING PERSON	
	IN	

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**Michael Andrew Kumin****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**United States of America****NUMBER OF** **5** SOLE VOTING POWER**0****SHARES****BENEFICIALLY** **6** SHARED VOTING POWER**9,966,731****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER**0****REPORTING****PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **9,966,731****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,966,731****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.62%*****12** TYPE OF REPORTING PERSON**IN**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**Mark D. Taber****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**United States of America****NUMBER OF** **5** SOLE VOTING POWER**0****SHARES****BENEFICIALLY** **6** SHARED VOTING POWER**9,966,731****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER**0****REPORTING****PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **9,966,731****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,966,731****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.62%*****12** TYPE OF REPORTING PERSON**IN**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

1 NAMES OF REPORTING PERSONS**Matthew T. Vettel****2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP(a) (b) **3** SEC USE ONLY**4** CITIZENSHIP OR PLACE OF ORGANIZATION**United States of America****NUMBER OF** **5** SOLE VOTING POWER**0****SHARES****BENEFICIALLY** **6** SHARED VOTING POWER**9,966,731****OWNED BY****EACH** **7** SOLE DISPOSITIVE POWER**0****REPORTING****PERSON** **8** SHARED DISPOSITIVE POWER**WITH** **9,966,731****9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**9,966,731****10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**Not Applicable****11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**11.62%*****12** TYPE OF REPORTING PERSON**IN**

* Based on 85,791,236 outstanding shares of Common Stock as of October 31, 2019, as noted in the Form 10-Q filed November 5, 2019.

Item 1.

- (a) **Name of Issuer:** The RealReal, Inc. (the "Issuer").
- (b) **Address of the Issuer's Principal Executive Offices:** 55 Francisco Street, Suite 600, San Francisco, CA.

Item 2.

- (a) **Name of Person Filing:** This statement is filed on behalf of:

Great Hill Equity Partners V, L.P.
 Great Hill Investors LLC
 GHP V, LLC
 Great Hill Partners GP V, L.P.
 Christopher S. Gaffney
 John G. Hayes
 Mark D. Taber
 Matthew T. Vettel
 Michael Andrew Kumin

- (b) **Address of Principal Business Office:** The principal business address of each of the reporting persons is c/o Great Hill Partners, L.P., 200 Clarendon Street, 29th floor, Boston, MA 02116.

(c) Citizenship:

Great Hill Equity Partners V, L.P.	Delaware limited partnership
Great Hill Investors LLC	Massachusetts limited liability company
GHP V, LLC	Delaware limited liability company
Great Hill Partners GP V, L.P.	Delaware limited partnership
Christopher S. Gaffney	U.S. citizen
John G. Hayes	U.S. citizen
Mark D. Taber	U.S. citizen
Matthew T. Vettel	U.S. citizen
Michael Andrew Kumin	U.S. citizen

- (d) **Title and Class of Securities:** Common stock, \$0.00001 par value ("Common Stock").

- (e) **CUSIP Number:** 88339P101

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership:

(a) Amount Beneficially Owned:

As of December 31, 2019, Great Hill Equity Partners V, L.P. (“GHEP V”) owned 9,928,262 shares of Common Stock. Great Hill Partners GP V, L.P. (“GHP V GP”), is the sole general partner of GHEP V. GHP V, LLC is the sole general partner of GHP V GP. Christopher Gaffney, John G. Hayes, Michael Andrew Kumin, Mark D. Taber and Matthew T. Vettel (collectively, the “GH Control Persons”) are the managers of GHP V, LLC.

As of December 31, 2019, Great Hill Investors, LLC (“GHI”) owned 38,469 shares of Common Stock. The GH Control Persons are the managers of GHI.

(b) Percent of Class:

See the response(s) to Item 11 on the attached cover page(s).

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

See the response(s) to Item 5 on the attached cover page(s).

(ii) shared power to vote or to direct the vote

See the response(s) to Item 6 on the attached cover page(s).

(iii) sole power to dispose or to direct the disposition of

See the response(s) to Item 7 on the attached cover page(s).

(iv) shared power to dispose or to direct the disposition of

See the response(s) to Item 8 on the attached cover page(s).

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. Notice of Dissolution of Group:

Not applicable.

Item 10. Certification:

Not applicable.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2020

GREAT HILL INVESTORS, LLC

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

GREAT HILL EQUITY PARTNERS V, L.P.

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

GREAT HILL PARTNERS GP V, L.P.

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

GHP V, LLC

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

CHRISTOPHER S. GAFFNEY

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

JOHN G. HAYES

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MICHAEL ANDREW KUMIN

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MARK D. TABER

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MATTHEW T. VETTEL

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

LIST OF EXHIBITS

<u>Exhibit No.</u>	<u>Description</u>
99	Joint Filing Agreement

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that they are jointly filing this statement on Schedule 13G. Each of them is responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of the 14th day of February 2020.

GREAT HILL INVESTORS, LLC

By: /s/ John S. Dwyer
Name: John S. Dwyer
Title: Attorney-in-fact

GREAT HILL EQUITY PARTNERS V, L.P.

By: /s/ John S. Dwyer
Name: John S. Dwyer
Title: Attorney-in-fact

GREAT HILL PARTNERS GP V, L.P.

By: /s/ John S. Dwyer
Name: John S. Dwyer
Title: Attorney-in-fact

GHP V, LLC

By: /s/ John S. Dwyer
Name: John S. Dwyer
Title: Attorney-in-fact

CHRISTOPHER S. GAFFNEY

By: /s/ John S. Dwyer
Name: John S. Dwyer
Title: Attorney-in-fact

JOHN G. HAYES

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MICHAEL ANDREW KUMIN

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MARK D. TABER

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact

MATTHEW T. VETTEL

By: /s/ John S. Dwyer

Name: John S. Dwyer

Title: Attorney-in-fact
