
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Rent the Runway, Inc.

(Name of Issuer)

Class A Common Stock, \$0.001 par value per share

(Title of Class of Securities)

(CUSIP Number)

Bjorn Sperber
11111 Santa Monica Blvd, Ste 350
Los Angeles, CA, 90025
(424) 330-8820

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

05/13/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on 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).

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Gateway Runway, LLC

2

Check the appropriate box if a member of a Group (See Instructions)

(a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 WC
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
Sole Voting Power

7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
Shared Voting Power

8 4,274,394.00
Sole Dispositive Power

9 0.00
Shared Dispositive Power

10 4,274,394.00
Aggregate amount beneficially owned by each reporting person

11 4,274,394.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 12.8 %
Type of Reporting Person (See Instructions)

14 OO

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Gateway Runway Intermediate Holdings, Inc.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
Sole Voting Power

7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
Shared Voting Power

Shares	
Beneficially	0.00
Owned by	Shared Voting Power
Each	8
Reporting	4,274,394.00
Person	Sole Dispositive Power
With:	9
	0.00
	Shared Dispositive Power
	10
	4,274,394.00
	Aggregate amount beneficially owned by each reporting person
11	4,274,394.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	<input type="checkbox"/>
	Percent of class represented by amount in Row (11)
13	12.8 %
	Type of Reporting Person (See Instructions)
14	CO

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Nexus Special Situations III, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input checked="" type="checkbox"/> (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	<input type="checkbox"/>
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	0.00
	Shared Voting Power
Number of	8
Shares	4,274,394.00
Beneficially	Sole Dispositive Power
Owned by	9
Each	0.00
Reporting	Shared Dispositive Power
Person	10
With:	4,274,394.00
11	Aggregate amount beneficially owned by each reporting person

4,274,394.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

12.8 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Nexus Special Situations III (Cayman) L.P.

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

CAYMAN ISLANDS

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

Owned by

4,274,394.00

Each

Sole Dispositive Power

Reporting 9

Person

0.00

With:

Shared Dispositive Power

10

4,274,394.00

Aggregate amount beneficially owned by each reporting person

11

4,274,394.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

12.8 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Nexus Capital Management LP
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

6 Citizenship or place of organization
DELAWARE

7 Sole Voting Power
0.00

Number of Shares Beneficially Owned by Each Reporting Person With: 8 Shared Voting Power
4,274,394.00

9 Sole Dispositive Power
0.00

10 Shared Dispositive Power
4,274,394.00

11 Aggregate amount beneficially owned by each reporting person
4,274,394.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
Percent of class represented by amount in Row (11)
12.8 %

14 Type of Reporting Person (See Instructions)
PN

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Nexus Special Situations GP III, L.P.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
 Source of funds (See Instructions)

4 AF
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
 Citizenship or place of organization

6 DELAWARE

7 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 8 0.00
 Shared Voting Power 4,274,394.00
 Sole Dispositive Power 9 0.00
 Shared Dispositive Power 10 4,274,394.00

11 Aggregate amount beneficially owned by each reporting person
 4,274,394.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
 Percent of class represented by amount in Row (11)

14 12.8 %
 Type of Reporting Person (See Instructions)

PN

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
 Nexus Partners III, LLC
 Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
 Source of funds (See Instructions)

4 AF
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
 Citizenship or place of organization

6 DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With: 7 Sole Voting Power 0.00

Owned by Each Reporting Person With:	8	Shared Voting Power
		4,274,394.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	4,274,394.00
11	Aggregate amount beneficially owned by each reporting person	
		4,274,394.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
		<input type="checkbox"/>
13	Percent of class represented by amount in Row (11)	
		12.8 %
14	Type of Reporting Person (See Instructions)	
		OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person	
	Damian Giangiacomo	
	Check the appropriate box if a member of a Group (See Instructions)	
2	<input type="checkbox"/>	(a)
	<input checked="" type="checkbox"/>	(b)
3	SEC use only	
4	Source of funds (See Instructions)	
	AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	<input type="checkbox"/>	
6	Citizenship or place of organization	
	UNITED STATES	
		Sole Voting Power
	7	0.00
		Shared Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	8	4,274,394.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	4,274,394.00
11	Aggregate amount beneficially owned by each reporting person	
		4,274,394.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	

Percent of class represented by amount in Row (11)
13 12.8 %
Type of Reporting Person (See Instructions)
14 IN, HC

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Michael Cohen
Check the appropriate box if a member of a Group (See Instructions)
2 (a)
 (b)
3 SEC use only
4 Source of funds (See Instructions)
AF
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization
UNITED STATES
7 Sole Voting Power
0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
4,274,394.00
9 Sole Dispositive Power
0.00
10 Shared Dispositive Power
4,274,394.00
11 Aggregate amount beneficially owned by each reporting person
4,274,394.00
12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13 Percent of class represented by amount in Row (11)
12.8 %
14 Type of Reporting Person (See Instructions)
IN, HC

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Daniel Flesh
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 UNITED STATES
Sole Voting Power

7 0.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
4,274,394.00
9 Sole Dispositive Power
0.00
10 Shared Dispositive Power
4,274,394.00

11 Aggregate amount beneficially owned by each reporting person
4,274,394.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 12.8 %
Type of Reporting Person (See Instructions)

14 HC, IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Class A Common Stock, \$0.001 par value per share

Name of Issuer:

(b) Rent the Runway, Inc.

Address of Issuer's Principal Executive Offices:

(c) 10 Jay Street, Brooklyn, NEW YORK , 11201.

Item 4. Purpose of Transaction

Item 4 of the Scheduled 13D is hereby amended and supplemented as follows: On May 13, 2026, the Issuer

announced the resignation of Jennifer Hyman from her roles as Chief Executive Officer and President of the Issuer and as a member of the Issuer's board of directors, effective May 15, 2026, and the appointment of an interim Chief Executive Officer. In connection with Ms. Hyman's resignation, on May 12, 2026 the Issuer and Ms. Hyman entered into a Separation, Advisor and Release Agreement (the "Separation Agreement") and a side letter agreement (the "Side Letter"). The Separation Agreement provides for Ms. Hyman's transition from her roles with the Issuer, the provision of certain advisor services following her separation, and certain separation benefits and release provisions. The Separation Agreement also includes customary restrictive covenants, including mutual non-disparagement obligations. Gateway Runway is a party to the Separation Agreement solely with respect to the non-disparagement provisions and certain affirmations contained therein. Pursuant to the Side Letter, Ms. Hyman and her affiliates agreed to terminate any and all of their respective rights under the Investor Rights Agreement, including rights to designate a director and a board observer to the Issuer's board of directors. The Reporting Persons may engage with the Issuer's board of directors, management, and other stockholders with respect to the identification and appointment of a successor to Ms. Hyman. The foregoing summaries of the Separation Agreement and Side Letter do not purport to be complete and are qualified in their entireties by reference to the full text of the Separation Agreement and the Side Letter, which are filed as Exhibit 99.6 and Exhibit 99.7 hereto, respectively, and incorporated herein by reference.

Item 5. Interest in Securities of the Issuer

Items 5(a)-(c) of the Schedule 13D are hereby amended and supplemented as follows: The beneficial ownership percentages reported herein are based on 33,419,413 shares of Class A Common Stock outstanding as of April 2, 2026, as reported by the Issuer in its Annual Report on Form 10-K filed with the Securities and Exchange Commission on April 14, 2026. Gateway Runway directly holds 4,274,394 shares of Class A Common Stock.

- (a) Gateway Runway is jointly owned by Gateway Runway Intermediate and Nexus SS III. Nexus SS III Cayman is the limited partner Nexus SS III. Nexus Capital Management is the investment manager of Nexus SS III and Nexus SS III Cayman. Nexus SS GP III is the general partner of Nexus SS III and Nexus SS III Cayman. Nexus Partners is the general partner of Nexus SS GP III. Mr. Giangiacomo, Mr. Cohen and Mr. Flesh are the owners of Nexus Capital Management and Nexus Partners.

The information set forth in the cover pages of this Schedule 13D is incorporated by reference into this Item 5(b). Based on filings made by Story3 and CHS US Investments, the Reporting Persons believe Story3 has beneficial ownership of 4,274,394 shares of Class A Common Stock, or 12.8% of the Issuer's outstanding shares of Class A Common Stock, and CHS US Investments has beneficial ownership of 19,983,656 shares of Class A Common Stock, or 59.8% of the Issuer's outstanding shares of Class A Common Stock. Accordingly, the Reporting Persons believe that collectively, the Reporting Persons, Story3, and CHS US Investments have beneficial ownership of 28,532,444 shares of Class A Common Stock, or approximately 85.4% of the Issuer's outstanding shares of Class A Common Stock. The Reporting Persons expressly disclaim the existence of, or membership in a "group" within the meaning of Section 13(d)(3) of the Act and Rule 13d-5(b) thereunder with Story3 or CHS US Investments, as well as beneficial ownership with respect to any shares of Class A Common Stock beneficially owned by Story3 and CHS US Investments, and neither the filing of this Statement on Schedule 13D nor any of its contents shall be deemed to constitute an admission by any Reporting Person that it is the beneficial owner of any of the shares of Class A Common Stock referred to herein for purposes of Section 13(d) of the Act, or for any other purpose, and such beneficial ownership is expressly disclaimed by the Reporting Persons.

- (c) None of the Reporting Persons has effected any transaction with respect to the Class A Common Stock in the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 of the Schedule 13D is hereby amended and supplemented as follows: The information set forth in Item 4 of this Schedule 13D is incorporated by reference into this Item 6.

Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and supplemented as follows: Exhibit 99.6 - Separation Agreement (incorporated by reference to Exhibit 10.1 of the Issuer's Current Report on Form 8-K filed on May 13, 2026) Exhibit 99.7 - Side Letter (incorporated by reference to Exhibit 10.2 of the Issuer's Current Report on Form 8-K filed on May 13, 2026)

SIGNATURE

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.

Gateway Runway, LLC

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, President

Date: 05/13/2026

Gateway Runway Intermediate Holdings, Inc.

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, President

Date: 05/13/2026

Nexus Special Situations III, L.P.

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, Authorized Signatory

Date: 05/13/2026

Nexus Special Situations III (Cayman) L.P.

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, Authorized Signatory

Date: 05/13/2026

Nexus Capital Management LP

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, Authorized Signatory

Date: 05/13/2026

Nexus Special Situations GP III, L.P.

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, Authorized Signatory

Date: 05/13/2026

Nexus Partners III, LLC

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo, Manager

Date: 05/13/2026

Damian Giangiacomo

Signature: /s/ Damian Giangiacomo

Name/Title: Damian Giangiacomo

Date: 05/13/2026

Michael Cohen

Signature: /s/ Michael Cohen

Name/Title: Michael Cohen

Date: 05/13/2026

Daniel Flesh

Signature: /s/ Daniel Flesh

Name/Title: Daniel Flesh

Date: 05/13/2026