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

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b),
(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2
(Amendment No. 3)

The Honest Company, Inc.

(Name of Issuer)

Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

438333 10 6

(CUSIP Number)

September 30, 2024

(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 disclosures provided in a prior cover page.

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).

| | | | |
|---|--|---|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS. Institutional Venture Partners XIII, L.P. | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Delaware | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 0 shares | |
| | 6 | SHARED VOTING POWER 1,392,475 shares (2) | |
| | 7 | SOLE DISPOSITIVE POWER 0 shares | |
| | 8 | SHARED DISPOSITIVE POWER 1,392,475 shares (2) | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,392,475 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.4% (3) |
| 12 | TYPE OF REPORTING PERSON* | | PN |

- (1) This Schedule 13G is filed by Institutional Venture Partners XIII, L.P. (“IVP XIII”), Institutional Venture Management XIII, LLC (“IVM XIII”), Todd C. Chaffee (“Chaffee”), Norman A. Fogelson (“Fogelson”), Stephen J. Harrick (“Harrick”), J. Sanford Miller (“Miller”), and Dennis B. Phelps (“Phelps”) and, collectively, with IVP XIII, IVM XIII, Chaffee, Fogelson, Harrick and Miller, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 1,392,475 shares held by IVP XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII, and may be deemed to own beneficially the shares held by IVP XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|---|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS Institutional Venture Management XIII, LLC | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Delaware | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 0 shares | |
| | 6 | SHARED VOTING POWER 1,470,208 shares (2) | |
| | 7 | SOLE DISPOSITIVE POWER 0 shares | |
| | 8 | SHARED DISPOSITIVE POWER 1,470,208 shares (2) | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,470,208 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.5% (3) |
| 12 | TYPE OF REPORTING PERSON* | | OO |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|--------------------------|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS Todd C. Chaffee | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION United States of America | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER | 0 shares |
| | 6 | SHARED VOTING POWER | 1,470,208 shares (2) |
| | 7 | SOLE DISPOSITIVE POWER | 0 shares |
| | 8 | SHARED DISPOSITIVE POWER | 1,470,208 shares (2) |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,470,208 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.5% (3) |
| 12 | TYPE OF REPORTING PERSON* | | IN |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|--------------------------|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS Norman A. Fogelsong | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION United States of America | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER | 196,525 shares |
| | 6 | SHARED VOTING POWER | 1,470,208 shares (2) |
| | 7 | SOLE DISPOSITIVE POWER | 196,525 shares |
| | 8 | SHARED DISPOSITIVE POWER | 1,470,208 shares (2) |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,666,733 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.7% (3) |
| 12 | TYPE OF REPORTING PERSON* | | IN |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelsong, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|--------------------------|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS Stephen J. Harrick | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION United States of America | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER | 245,657 shares |
| | 6 | SHARED VOTING POWER | 1,470,208 shares (2) |
| | 7 | SOLE DISPOSITIVE POWER | 245,657 shares |
| | 8 | SHARED DISPOSITIVE POWER | 1,470,208 shares (2) |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,715,865 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.7% (3) |
| 12 | TYPE OF REPORTING PERSON* | | IN |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|---|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS J. Sanford Miller | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION United States of America | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 0 shares | |
| | 6 | SHARED VOTING POWER 1,470,208 shares (2) | |
| | 7 | SOLE DISPOSITIVE POWER 0 shares | |
| | 8 | SHARED DISPOSITIVE POWER 1,470,208 shares (2) | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,470,208 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.5% (3) |
| 12 | TYPE OF REPORTING PERSON* | | IN |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

| | | | |
|---|--|---|-----------------------------|
| 1 | NAMES OF REPORTING PERSONS Dennis B. Phelps | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1) | | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION United States of America | | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 13,617 shares | |
| | 6 | SHARED VOTING POWER 1,470,208 shares (2) | |
| | 7 | SOLE DISPOSITIVE POWER 13,617 shares | |
| | 8 | SHARED DISPOSITIVE POWER 1,470,208 shares (2) | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 1,483,825 shares (2) |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | 1.5% (3) |
| 12 | TYPE OF REPORTING PERSON* | | IN |

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of (i) 1,392,475 shares held by IVP XIII and (ii) 77,733 shares held by IVM XIII. IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelson, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (3) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer’s Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

Introductory Note: This statement on Schedule 13G is filed by the Reporting Persons with the Commission in respect of shares of Common Stock, \$0.0001 par value per share (“Common Stock”), of The Honest Company, Inc., a Delaware corporation (the “Issuer”).

Item 1

- (a) Name of Issuer: The Honest Company, Inc.
- (b) Address of Issuer’s Principal Executive Offices:
- 12130 Millennium Drive, #500
Los Angeles, CA 90094

Item 2

- (a) Name of Reporting Persons Filing:
1. Institutional Venture Partners XIII, L.P. (“IVP XIII”)
 2. Institutional Venture Management XIII, LLC (“IVM XIII”)
 3. Todd C. Chaffee (“Chaffee”)
 4. Norman A. Fogelsong (“Fogelsong”)
 5. Stephen J. Harrick (“Harrick”)
 6. J. Sanford Miller (“Miller”)
 7. Dennis B. Phelps (“Phelps”)
- (b) Address of Principal Business Office: c/o Institutional Venture Partners
3000 Sand Hill Road, Building 2, Suite 250
Menlo Park, California 94025
- (c) Citizenship:
- | | |
|-----------|--------------------------|
| IVP XIII | Delaware |
| IVM XIII | Delaware |
| Chaffee | United States of America |
| Fogelsong | United States of America |
| Harrick | United States of America |
| Miller | United States of America |
| Phelps | United States of America |
- (d) Title of Class of Securities: Common Stock
- (e) CUSIP Number: 438333 10 6

Item 3 Not applicable.

Item 4 Ownership.

The following information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of September 30, 2024:

| Reporting Persons | Shares Held Directly | Sole Voting Power | Sole Dispositive Power | Shared Voting Power | Shared Dispositive Power | Beneficial Ownership | Percentage of Class (2) |
|--------------------------|-----------------------------|--------------------------|-------------------------------|----------------------------|---------------------------------|-----------------------------|--------------------------------|
| IVP XIII | 1,392,475 | 0 | 0 | 1,392,475 | 1,392,475 | 1,392,475 | 1.4% |
| IVM XIII (1) | 77,733 | 0 | 0 | 1,470,208 | 1,470,208 | 1,470,208 | 1.5% |
| Chaffee (1) | 0 | 0 | 0 | 1,470,208 | 1,470,208 | 1,470,208 | 1.5% |
| Fogelsong (1) | 196,525 | 196,525 | 196,525 | 1,470,208 | 1,470,208 | 1,666,733 | 1.7% |
| Harrick (1) | 245,657 | 245,657 | 245,657 | 1,470,208 | 1,470,208 | 1,715,865 | 1.7% |
| Miller (1) | 0 | 0 | 0 | 1,470,208 | 1,470,208 | 1,470,208 | 1.5% |
| Phelps (1) | 13,617 | 13,617 | 13,617 | 1,470,208 | 1,470,208 | 1,483,825 | 1.5% |

- (1) IVM XIII serves as the sole general partner of IVP XIII and has shared voting and investment control over the shares owned by IVP XIII and may be deemed to own beneficially the shares held by IVP XIII. Chaffee, Fogelsong, Harrick, Miller and Phelps are Managing Directors of IVM XIII and share voting and dispositive power over the shares held by IVP XIII and IVM XIII, and may be deemed to own beneficially the shares held by IVP XIII and IVM XIII.
- (2) The percentage is based on 100,081,644 shares of Common Stock reported to be outstanding as of August 5, 2024 in the Issuer's Form 10-Q for the quarterly period ended June 30, 2024 as filed with the Securities and Exchange Commission on August 8, 2024.

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

If this statement is being filed to report the fact that as of the date hereof, the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

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.

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.

