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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

National Vision Holdings, Inc. (Name of Issuer)

Common Stock, \$0.01 per share (Title of Class of Securities)

63845R107(CUSIP Number)

April 27, 2022 (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).

CUSIP No. 63845R107

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	NAMES OF REPO		NG PERSONS N NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	I.R.S. IDENTIFIC	AIIO	(INOS. OF ADOVE LEKSONS (ENTITIES ONET)
1	Durable Capital Pa	artners	LP
2	CHECK THE API	PROPI	RIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
			(a) 🗆
			(b) 🗆
3	SEC USE ONLY		
4	CITIZENSHIP OF	R PLA	CE OF ORGANIZATION
	Delaware		
	NUMBER OF	5	SOLE VOTING POWER
1	NUMBER OF		
			4,544,452
	SHARES	6	SHARED VOTING POWER
В	ENEFICIALLY		0
	OWNED BY	_	
	EACH	7	SOLE DISPOSITIVE POWER
	REPORTING		4,544,452
	PERSON		
	WITH:	8	SHARED DISPOSITIVE POWER
			0
9	AGGREGATE AN	NOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON
	4,544,452		
	-,,,-,-,2		
10	CHECK BOX IF	F THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) \Box
11	PERCENT OF CL	ASS I	REPRESENTED BY AMOUNT IN ROW 9
	5.6%		
12	TYPE OF REPOR	TING	PERSON (SEE INSTRUCTIONS)
	IA, PN		
	·		

Item 1(a). <u>Name of Issuer</u>:

National Vision Holdings, Inc. (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices:

2435 Commerce Avenue, Building 2200 Duluth, GA 30096

Item 2(a). <u>Names of Person Filing</u>:

The name of the person filing this report is: Durable Capital Partners LP (the "Reporting Person")

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the principal business office of the Reporting Person is: 5425 Wisconsin Avenue, Suite 802 Chevy Chase, Maryland 20815

Item 2(c). <u>Citizenship or Place of Organization</u>:

The Reporting Person is a limited partnership organized under the laws of the State of Delaware.

Item 2(d). <u>Title of Class of Securities</u>:

Common stock, \$0.01 per share ("Common Stock")

Item 2(e). <u>CUSIP Number</u>:

63845R107

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:

(a) \Box Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).

- (b) \Box Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) \Box Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) 🗆 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) \boxtimes An investment advisor in accordance with §240.13d-1(b)(1)(ii)(E).
- (f) \Box An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).

- (g) \Box A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h) □ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) □ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) □ A non-U.S. institution that is the functional equivalent of any of the institutions listed in § 240.13d-1 (b)(1)(ii)
 (A) through (I), so long as the non-U.S. institution is subject to a regulatory scheme that is substantially comparable to the regulatory scheme applicable to the equivalent U.S. institution.
- (k) \Box Group, in accordance with §240.13d-1(b)(1)(ii)(K).

Item 4. <u>Ownership</u>.

The information required by this item with respect to the Reporting Person is set forth in Rows 5 through 9 and 11 of the cover page to this Schedule 13G. The ownership percentages reported are based on 81,596,628 outstanding shares of voting Common Stock as of April 18, 2022, as reported in the Issuer's Schedule 14A filed on April 26, 2022.

Durable Capital Master Fund LP directly holds 4,544,452 shares of Common Stock (the "Shares"). The Reporting Person, as the investment adviser to Durable Capital Master Fund LP, has sole power to direct the vote and disposition of the Shares. Durable Capital Partners GP LLC ("Durable GP") is the general partner of the Reporting Person, and Henry Ellenbogen is the chief investment officer of the Reporting Person and the managing member of Durable GP.

Item 5. <u>Ownership of Five Percent or Less of a Class</u>.

Inapplicable.

Item 6. <u>Ownership of More than Five Percent on Behalf of Another Person</u>.

See disclosure of relationships among parties under Item 4. The economic benefits of the Shares are shared based on agreements among the parties.

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

See control and Shares holding disclosure in Item 4.

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

Inapplicable.

Item 9. <u>Notice of Dissolution of Group</u>.

Inapplicable.

Item 10. <u>Certification</u>.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: May 9, 2022

DURABLE CAPITAL PARTNERS LP

By: <u>/s/ Julie Jack</u> Name: Julie Jack Title: Authorized Person