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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(a)  
(Amendment No. 3)\*

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## EARGO, INC.

(Name of Issuer)

Common Stock, \$0.0001 par value per share  
(Title of Class of Securities)

270087109  
(CUSIP number)

Edwin de Graaf  
Cooperatieve Gilde Healthcare V U.A.  
Newtonlaan 91  
3584 BP Utrecht  
The Netherlands

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

October 6, 2022  
(Date of Event which Requires Filing of this Statement)

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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 Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. ☐

\* 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).

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<b>1</b>	NAMES OF REPORTING PERSON Cooperatieve Gilde Healthcare V U.A.  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	SOURCE OF FUNDS*  WC	
<b>5</b>	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)  <input type="checkbox"/>	
<b>6</b>	CITIZENSHIP OR PLACE OF ORGANIZATION  The Netherlands	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>7</b>	SOLE VOTING POWER  0
	<b>8</b>	SHARED VOTING POWER  2,119,290 (1)
	<b>9</b>	SOLE DISPOSITIVE POWER  0
	<b>10</b>	SHARED DISPOSITIVE POWER  2,119,290 (1)
<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,119,290 (1)	
<b>12</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  <input type="checkbox"/>	
<b>13</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  5.38% (2)	
<b>14</b>	TYPE OF REPORTING PERSON*  OO	

- (1) All shares are held of record by Cooperatieve Gilde Healthcare V U.A. ("Gilde Healthcare"). Gilde Healthcare V Management B.V. is the manager of Gilde Healthcare and may be deemed to have voting, investment and dispositive power with respect to these securities. Gilde Healthcare V Management B.V. is fully owned by Gilde Healthcare Holding B.V. The managing partners of Gilde Healthcare Holding B.V. are Manapouri B.V. (of which Edwin de Graaf is the owner and managing director) and Martemanshurk B.V. (of which Pieter van der Meer is the owner and managing director).
- (2) Based on 39,385,438 shares of common stock outstanding of Eargo, Inc. (the "Issuer") as of August 3, 2022, as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on August 8, 2022.

<b>1</b>	NAMES OF REPORTING PERSON Gilde Healthcare V Management B.V.  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
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<b>1</b>	NAMES OF REPORTING PERSON Manapouri B.V. (100% owned by Edwin de Graaf)	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
<b>3</b>	SEC USE ONLY	
<b>4</b>	SOURCE OF FUNDS*  AF	
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<b>1</b>	NAMES OF REPORTING PERSON Martemanshurk BV (100% owned by Pieter van der Meer)		
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
<b>3</b>	SEC USE ONLY		
<b>4</b>	SOURCE OF FUNDS*  AF		
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- (2) Based on 39,385,438 shares of common stock outstanding of Eargo, Inc. (the "Issuer") as of August 3, 2022, as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on August 8, 2022.

This Amendment No. 3 ("Amendment No. 3") to Schedule 13D amends the initial Statement on Schedule 13D filed on October 30, 2020 (as so amended, the "Schedule 13D"), relating to the common stock, par value \$0.0001 per share ("Common Stock"), of Eargo, Inc., a Delaware corporation (the "Issuer"). This Amendment No. 3 reflects, among other things, the sales of shares of Common Stock by Cooperatieve Gilde Healthcare V U.A. ("Gilde Healthcare"). Capitalized terms used but not defined in this Amendment No. 3 shall have the same meanings ascribed to them in the Schedule 13D.

**Item 1. Security and Issuer.**

There are no changes to the Item 1 information previously filed.

**Item 2. Identity and Background.**

There are no changes to the Item 2 information previously filed.

**Item 3. Source and Amount of Funds or Other Consideration.**

There are no changes to the Item 3 information previously filed.

**Item 4. Purpose of Transaction.**

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following:

On October 6, 2022, Gilde Healthcare sold an aggregate of 641,622 shares of Common Stock of the Company in open market transactions.

**Item 5. Interest in Securities of the Issuer.**

Item 5 is hereby amended and restated in its entirety below:

(a) According to the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission ("SEC") on August 8, 2022, there were 39,385,438 shares of Common Stock outstanding as of August 3, 2022.

Gilde Healthcare is the record holder of an aggregate of 2,119,290 shares of Common Stock, which represents beneficial ownership of approximately 5.38% of the outstanding shares of Common Stock as of August 3, 2022.

GHCV, as the manager of Gilde Healthcare, has the power to vote and dispose of securities held by Gilde Healthcare and may be deemed to beneficially own the securities held of record by Gilde Healthcare.

As a result, each of the Reporting Persons may beneficially own 2,119,290 shares of Common Stock, or approximately 5.38% of the outstanding Common Stock.

(b) Each Reporting Person has shared power to vote and dispose of 2,119,290 shares of Common Stock.

(c) Except as reported on Annex A, none of the Reporting Persons has effected any transactions in the Issuer's securities within the past 60 days.

(d) Only Gilde Healthcare has the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by Gilde Healthcare.

(e) Not applicable.

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

Except as referenced herein, there are no changes to the Item 6 information previously filed.

**Item 7. Materials to be Filed as Exhibits.**

There are no changes to the Item 7 information previously filed.

Signatures

After reasonable inquiry and to the best knowledge and belief of the undersigned, such person certifies that the information set forth in this Statement with respect to such person is true, complete and correct.

Dated: October 11, 2022

COOPERATIEVE GILDE HEALTHCARE V U.A.

By: GILDE HEALTHCARE V MANAGEMENT BV  
Its: Manager

By: /s/ Edwin de Graaf  
Name: Edwin de Graaf  
Title: Managing Director

GILDE HEALTHCARE V MANAGEMENT B.V.

By: /s/ Edwin de Graaf  
Name: Edwin de Graaf  
Title: Managing Director

GILDE HEALTHCARE HOLDING B.V.

By: /s/ Edwin de Graaf  
Name: Edwin de Graaf  
Title: Managing Director

MANAPOURI B.V.

By: /s/ Edwin de Graaf  
Name: Edwin de Graaf  
Title: Managing Director

MARTEMANSHURK B.V.

By: /s/ Pieter van der Meer  
Name: Pieter van der Meer  
Title: Managing Director



**60 Day Trading History**

The following transactions were effected by Cooperatieve Gilde Healthcare V U.A. in Common Stock during the past 60 days:

<u>Trade Date</u>	<u>Amount Sold</u>	<u>Weighted Average Price Per Share</u>
10/04/2022	197,973	\$ 1.098
10/05/2022	37,801	\$ 1.025
10/06/2022	641,622	\$ 1.101