SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
Versant Venture Capital VI, L.P.

(Last) (First) (Middle)
ONE SANSOME STREET, SUITE 1650

(Street)
SAN FRANCISCO CA 94104

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
LENZ Therapeutics, Inc. [LENZ]

3. Date of Earliest Transaction (Month/Day/Year)
08/22/2025

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
X 10% Owner
Officer (give title below)
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/22/2025		S		20,493	D	$40.0297[1]	1,379,727	D[2]	
Common Stock	08/22/2025		S		10,076	D	$40.0297[1]	952,802	I	See Footnote[3]
Common Stock	08/22/2025		S		5,668	D	$40.5899[4]	1,374,059	D[2]	
Common Stock	08/22/2025		S		2,809	D	$40.5899[4]	949,993	I	See Footnote[2]
Common Stock	08/25/2025		S		50,270	D	$39.5255[5]	1,323,789	D[2]	
Common Stock	08/25/2025		S		24,760	D	$39.5255[5]	925,233	I	See Footnote[2]
Common Stock	08/25/2025		S		2,149	D	$39.9212[6]	1,321,640	D[2]	
Common Stock	08/25/2025		S		1,058	D	$39.9212[6]	924,175	I	See Footnote[2]
Common Stock	08/26/2025		S		43,978	D	$38.9744[7]	1,277,662	D[2]	
Common Stock	08/26/2025		S		21,661	D	$38.9744[7]	902,514	I	See Footnote[2]
Common Stock	08/26/2025		S		3,465	D	$39.5022[8]	1,274,197	D[2]	
Common Stock	08/26/2025		S		1,707	D	$39.5022[8]	900,807	I	See Footnote[2]
Common Stock								842,162	I	See Footnote[9]

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*
Versant Venture Capital VI, L.P.

(Last) (First) (Middle)
ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Ventures VI GP, L.P.]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Ventures VI GP-GP, LLC]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Vantage II, L.P.]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Vantage II GP, L.P.]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Vantage II GP-GP, LLC]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Venture Capital VII, L.P.]

(Last)	(First)	(Middle)

ONE SANSOME STREET, SUITE 1650

(Street)

SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Ventures VII GP, L.P.]

(Last)	(First)	(Middle)
ONE SANSOME STREET, SUITE 1650		
(Street)		
SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

[Versant Ventures VII GP-GP, LLC]

(Last)	(First)	(Middle)
ONE SANSOME STREET, SUITE 1650		
(Street)		
SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $39.5085 to $40.4616, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (1) to this Form 4.

2. These shares are held by Versant Venture Capital VI, L.P. ("VVC VI"). Versant Ventures VI GP-GP, LLC ("VV VI GP") is the sole general partner of Versant Ventures VI GP, L.P. ("VV VI") and VV VI is the sole general partner of VVC VI. Each of VV VI GP and VV VI may be deemed to share voting, investment and dispositive power over the shares held by VVC VI and disclaims beneficial ownership of such shares, except to the extent of their respective pecuniary interests therein.

3. These shares are held by Versant Venture Capital VII, L.P. ("VVC VII"). Versant Ventures VII GP-GP, LLC ("VV VII GP") is the sole general partner of Versant Ventures VII GP, L.P. ("VV VII") and VV VII is the sole general partner of VVC VII. Each of VV VII GP and VV VII may be deemed to share voting, investment and dispositive power over the shares held by VVC VII and disclaims beneficial ownership of such shares, except to the extent of their respective pecuniary interests therein.

4. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $40.50 to $40.8819, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (4) to this Form 4.

5. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $38.815 to $39.80, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (5) to this Form 4.

6. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $39.81 to $40.015, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (6) to this Form 4.

7. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $38.50 to $39.485, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (7) to this Form 4.

8. The price reported in Column 4 is a weighted average price. These securities were sold in multiple transactions at prices ranging from $39.49 to $39.54, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities sold at each separate price within the ranges set forth in this footnote (8) to this Form 4.

9. These shares are held by Versant Vantage II, L.P. ("VV II"). Versant Vantage II GP-GP, LLC ("VV II GP-GP") is the sole general partner of Versant Vantage II GP, L.P. ("VV II GP") and VV II GP is the sole general partner of VV II. Each of VV II GP-GP and VV II GP may be deemed to share voting, investment and dispositive power over the shares held by VV II and disclaims beneficial ownership of such shares, except to the extent of their respective pecuniary interests therein.

Versant Vantage II, LP By: Versant Vantage II GP, L.P. Its: General Partner By: Versant Vantage II GP-GP, LLC Its: General Partner By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Vantage II GP, L.P., By: Versant Vantage II GP-GP, LLC Its: General Partner By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Vantage II GP-GP, LLC, By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Venture Capital VI, L.P. By: Versant Ventures VI GP, L.P. Its: General Partner By: Versant Ventures VI GP-GP, LLC Its: General Partner By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Ventures VI GP, L.P., By: Versant Ventures VI GP-GP, LLC Its: General Partner By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Ventures VI GP-GP, LLC By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Venture Capital VII, L.P. By: Versant Ventures VII GP, L.P. Its: General Partner By: Versant Ventures VII GP-GP, LLC Its: General Partner By: /s/ Max	08/26/2025

Eisenberg Its: Chief Operating Officer	
Versant Ventures VII GP, L.P., By: Versant Ventures VII GP-GP, LLC Its: General Partner By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
Versant Ventures VII GP-GP, LLC By: /s/ Max Eisenberg Its: Chief Operating Officer	08/26/2025
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.