UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-102)

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

LENZ Therapeutics, Inc.

(Name of Issuer)

Common Stock, par value \$0.00001 per share (Title of Class of Securities)

52635N103 (CUSIP Number)

Versant Venture Capital VI, L.P. Max Eisenberg One Sansome Street, Suite 1650 San Francisco, CA 94104 415-801-8100

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

August 14, 2024 (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 $\S240.13d-1(e)$, 240.13d-1(g), check the following box. \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.

1.	Name of Reporting Persons						
	Versant Venture Capital VI, L.P.						
2.			Appropriate Box if a Member of a Group (See Instructions)				
	(a) 🗆	(I	b) 🗵				
3.	SEC I	Use O	nly				
3.							
4.	Sourc	e of F	unds (See Instructions)				
	WC						
5.		c if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)				
6.	Citiga	nghin	or Place of Organization				
0.	Citize	пѕшр	of Flace of Organization				
	Delav	vare					
	7. Sole Voting Power						
	nber of		2,101,199 shares of common stock (1)				
	hares	8.	Shared Voting Power				
	eficially ned by						
	Each	0	0				
	porting	9.	Sole Dispositive Power				
	erson With		2,101,199 shares of common stock (1)				
		10.	Shared Dispositive Power				
			0				
11.	. Aggregate Amount Beneficially Owned by Each Reporting Person						
	2 101	100 -	hanna of a muse of table (1)				
12.	2,101,199 shares of common stock (1) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)						
12.	Check	c ii tiic	Angeloguic Amount in Now (11) Excludes Certain Shales (See Instructions)				
13.	Perce	nt of C	Class Represented by Amount in Row 11				
	7.6%	(2)					
14.	Type	of Rep	porting Person (See Instructions)				
	PN						
	111						

- (1) These shares are held by Versant VI (as defined in Item 2(a) of the Original Schedule 13D). Versant Ventures VI GP-GP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of Versant Ventures VI GP (as defined in Item 2(a) of the Original Schedule 13D), which is the general partner of Versant VI. Each of Versant Ventures VI GP-GP and Versant Ventures VI GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VI.
- (2) Based upon 27,500,892 shares of Common Stock (as defined in Item 1 of the Original Schedule 13D) outstanding as of October 31, 2024, as set forth in the Issuer's quarterly report on Form 10-Q for the quarter ended September 30, 2024, filed with the United States Securities and Exchange Commission (the "Commission") on November 6, 2024 (the "Form 10-Q").

CUSIP No. 52635N103 13D

1.	Name of Reporting Persons				
			tures VI GP, L.P.		
2.			Appropriate Box if a Member of a Group (See Instructions)		
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	CEC.				
3.	SEC	Use O	nly		
4.	Sourc	e of F	unds (See Instructions)		
	Source	011			
	AF				
5.	Checl	c if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)		
		1 .	N CO ' '		
6.	Citize	ensnip	or Place of Organization		
	Delay	vare			
		7.	Sole Voting Power		
Number o Shares			0		
	eficially	8.	Shared Voting Power		
	ned by		2,101,199 shares of common stock (1)		
	Each	9.	Sole Dispositive Power		
	oorting erson	7.	Sole Dispositive Fower		
	With		0		
		10.	Shared Dispositive Power		
11	2,101,199 shares of common stock (1)				
11.	Aggre	gate P	Amount Beneficially Owned by Each Reporting Person		
	2.101	.199 sl	hares of common stock (1)		
12.					
13.	Perce	nt of C	Class Represented by Amount in Row 11		
	7.6%	(2)			
14.			porting Person (See Instructions)		
	-J F				
	PN				

(1) These shares are held by Versant VI. Versant Ventures VI GP-GP is the general partner of Versant Ventures VI GP, which is the general partner of Versant VI. Each of Versant Ventures VI GP-GP and Versant Ventures VI GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VI.

CUSIP No. 52635N103 13D

1.	Name of Reporting Persons				
	Versant Ventures VI GP-GP, LLC				
2.			Appropriate Box if a Member of a Group (See Instructions)		
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2	SEC	Use O	wite.		
3.	SEC	Use O	my .		
4.	Sourc	e of F	unds (See Instructions)		
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5.	AF	, if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)		
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6.	Citize	enship	or Place of Organization		
	ъ.				
	Delav	vare 7.	Sole Voting Power		
		7.	Sole volling Power		
	nber of		0		
	hares	8.	Shared Voting Power		
	eficially ned by				
	Each		2,101,199 shares of common stock (1)		
	orting	9.	Sole Dispositive Power		
	erson With		0		
	** 1611	10.	Shared Dispositive Power		
			2 101 100 1		
11.	Δααre	egate A	2,101,199 shares of common stock (1) Amount Beneficially Owned by Each Reporting Person		
11.	Aggi	gate F	undum Beneficially Owned by Lacif Reporting Letson		
	2,101	,199 sl	hares of common stock (1)		
12.					
13.	Percent of Class Represented by Amount in Row 11				
15.		0. 0			
	7.6%				
14.	Type	of Rep	porting Person (See Instructions)		
	00				

(1) These shares are held by Versant VI. Versant Ventures VI GP-GP is the general partner of Versant Ventures VI GP, which is the general partner of Versant VI. Each of Versant Ventures VI GP-GP and Versant Ventures VI GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VI.

1.	Name of Reporting Persons					
	Versant Vantage II, L.P.					
2.	Check the Appropriate Box if a Member of a Group (See Instructions)					
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	OF C.	T 0				
3.	SEC	Jse O	nly			
4.	Sourc	e of F	unds (See Instructions)			

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5.	Check	t if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)			
6.	Citize	nship	or Place of Organization			
	Delav					
		7.	Sole Voting Power			
	mber of		842,162 shares of common stock (1)			
	hares eficially	8.	Shared Voting Power			
	ned by					
1	Each	9.				
	porting	9.	Sole Dispositive Power			
	erson With		842,162 shares of common stock (1)			
	VV ILII		Shared Dispositive Power			
11.	Aggra	anta A	0 Amount Beneficially Owned by Each Reporting Person			
11.	Aggre	gate F	through beneficially Owned by Each Reporting Person			
	842,1	62 sha	ares of common stock (1)			
12.			e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Perce	nt of C	Class Represented by Amount in Row 11			
	3.1%	(2)				
14.			porting Person (See Instructions)			
	PN					
1	1 11					

- (1) These shares are held by Versant Vantage II (as defined in Item 2(a) of the Original Schedule 13D). Versant Vantage II GP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of Versant Vantage II, and Versant Vantage II GP-GP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of Versant Vantage II GP. Each of Versant Vantage II GP and Versant Vantage II GP-GP share voting, investment and dispositive power over the shares held by Versant Vantage II.
- (2) Based upon 27,500,892 shares of Common Stock outstanding as of October 31, 2024, as set forth in the Form 10-Q.

CUSIP No. 52635N103 13D

1.	Name of Reporting Persons					
	Versant Vantage II GP, L.P.					
2.	Check		appropriate Box if a Member of a Group (See Instructions)			
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3.	SEC	Use O	nly			
4.	Sourc	e of F	unds (See Instructions)			
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5.	Check	if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)			
6.	Citiga	nghin	or Place of Organization			
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7. Sole Voting Power						
N	mbor of					
Number of Shares		0				
	eficially	8.	Shared Voting Power			
	Owned by		842,162 shares of common stock (1)			
	Each Reporting		Sole Dispositive Power			
	erson					
7	With		0			
		10.	Shared Dispositive Power			
			842,162 shares of common stock (1)			
11.						
		_				
	842,162 shares of common stock (1)					
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Represented by Amount in Row 11					
- 1	1 Problem of Callot Represented by Ambuilt in Row 11					
	3.1%					
14.	Type	of Rep	oorting Person (See Instructions)			
	DN					
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(1) These shares are held by Versant Vantage II. Versant Vantage II GP is the general partner of Versant Vantage II, and Versant Vantage II GP-GP is the general partner of Versant Vantage II GP. Each of Versant Vantage II GP and Versant Vantage II GP-GP share voting, investment and dispositive power over the shares held by Versant Vantage II.

1.	Name of Reporting Persons					
	Versant Vantage II GP-GP, LLC					
2.	Checl (a) □		appropriate Box if a Member of a Group (See Instructions) b) □			
3.	SEC	Jse O	nly			
4.		e of F	unds (See Instructions)			
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5.	Checl	c if Di	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)			
6.	Citize	nship	or Place of Organization			
	Delay	_				
		7.	Sole Voting Power			
	umber of 0					
	hares ficially	8.	Shared Voting Power			
	ned by		040.160.1			
	Each		842,162 shares of common stock (1) Sole Dispositive Power			
	orting	9.	Sole Dispositive Power			
	erson Vith		0			
'	VILII	10.	Shared Dispositive Power			
			·			
			842,162 shares of common stock (1)			
11.	Aggre	gate A	Amount Beneficially Owned by Each Reporting Person			
	042 1	62 ak -	res of common stock (1)			
12.			res of common stock (1) Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
14.	Check	ii tile	Aggregate Amount in Now (11) Excludes Certain Shares (See histractions)			
13.	Perce	nt of C	Class Represented by Amount in Row 11			
	3.1%	(2)				
14.	Type	of Rep	porting Person (See Instructions)			
	00					
	00					

(1) These shares are held by Versant Vantage II. Versant Vantage II GP is the general partner of Versant Vantage II, and Versant Vantage II GP-GP is the general partner of Versant Vantage II GP. Each of Versant Vantage II GP and Versant Vantage II GP-GP share voting, investment and dispositive power over the shares held by Versant Vantage II.

1.	Name of Reporting Persons					
	Versant Venture Capital VII, L.P.					
2.			Appropriate Box if a Member of a Group (See Instructions)			
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4.	Sourc	e of F	unds (See Instructions)			
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	Delav	vare 7.	Sole Voting Power			
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	nber of		1,669,323 shares of common stock (1)			
	hares eficially	8.	Shared Voting Power			
	ned by					
I	Each	9.	0 Sole Dispositive Power			
	orting	9.	Sole Dispositive Power			
	erson With		1,669,323 shares of common stock (1)			
		10.	Shared Dispositive Power			
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11.	Aggre	egate A	Amount Beneficially Owned by Each Reporting Person			
10			hares of common stock (1)			
12.	Check	c if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Perce	nt of C	Class Represented by Amount in Row 11			
1.4	6.1%		Develop Develop (Con Laterations)			
14.	Type	or Kep	porting Person (See Instructions)			
	PN					

- (1) Consists of (i) 1,598,789 shares of Common Stock held by Versant VII (as defined in Item 2(a) of the Original Schedule 13D) and (ii) 70,534 shares of Common Stock issuable upon exercise of a warrant to purchase shares of Common Stock (the "Warrant") held by Versant VII. Versant Ventures VII GP-GP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of Versant Ventures VII GP (as defined in Item 2(a) of the Original Schedule 13D), which is the general partner of Versant VII. Each of Versant Ventures VII GP-GP and Versant Ventures VII GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VII.
- (2) Based upon 27,571,426 shares of Common Stock, which consists of (i) 27,500,892 shares of Common Stock outstanding as of October 31, 2024, as set forth in the Form 10-Q, plus (ii) 70,534 shares of Common Stock issuable upon exercise of the Warrant held by Versant VII.

1.	Name of Reporting Persons				
	Versant Ventures VII GP, L.P.				
2.			Appropriate Box if a Member of a Group (See Instructions)		
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4.	Sourc	e of F	unds (See Instructions)		
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6.	Citize	nship	or Place of Organization		
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	Delav	vare 7.	Sole Voting Power		
		7.	Sole volling Power		
	nber of		0		
	hares	8.	Shared Voting Power		
	eficially ned by				
	Each	0	1,669,323 shares of common stock (1)		
	orting	9.	Sole Dispositive Power		
	erson With		0		
·	vv 1t11	10.	Shared Dispositive Power		
			1,669,323 shares of common stock (1)		
11.	Aggre	gate A	Amount Beneficially Owned by Each Reporting Person		
			hares of common stock (1)		
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.		nt of C	Class Represented by Amount in Row 11		
	6.1%				
14.	Type	of Rep	porting Person (See Instructions)		
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	111				

- (1) Consists of (i) 1,598,789 shares of Common Stock received by Versant VII and (ii) 70,534 shares of Common Stock issuable upon exercise of the Warrant held by Versant VII. Versant Ventures VII GP-GP is the general partner of Versant Ventures VII GP, which is the general partner of Versant VII. Each of Versant Ventures VII GP-GP and Versant Ventures VII GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VII.
- (2) Based upon 27,571,426 shares of Common Stock, which consists of (i) 27,500,892 shares of Common Stock outstanding as of October 31, 2024, as set forth in the Form 10-Q, plus (ii) 70,534 shares of Common Stock issuable upon exercise of the Warrant held by Versant VII.

1.	Name of Reporting Persons				
	Versant Ventures VII GP-GP, LLC				
2.			Appropriate Box if a Member of a Group (See Instructions)		
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3.	SEC 1	Use O	nly		
4.	Sourc	e of F	unds (See Instructions)		
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5.	Check	CII DI	sclosure of Legal Proceedings Is Required Pursuant to Item 2(d) or 2(e)		
6.	Citize	nship	or Place of Organization		
	Delav				
		7.	Sole Voting Power		
Number of			0		
Shares		8.	Shared Voting Power		
	eficially ned by				
	Each		1,669,323 shares of common stock (1)		
	orting	9.	Sole Dispositive Power		
	erson		0		
١ ١	Vith	10.	Shared Dispositive Power		
			1,669,323 shares of common stock (1)		
11.	Aggre	gate A	Amount Beneficially Owned by Each Reporting Person		
	1 660	323 d	hares of common stock (1)		
12.	1,669,323 shares of common stock (1) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
12.	Chico	. 11 1110	Tiggingure Timount in Now (17) Executed Cortain Shares (See Institutions)		
13.	Percent of Class Represented by Amount in Row 11				
	6.1% (2)				
14.			porting Person (See Instructions)		
	00				

- (1) Consists of (i) 1,598,789 shares of Common Stock received by Versant VII and (ii) 70,534 shares of Common Stock issuable upon exercise of the Warrant held by Versant VII. Versant Ventures VII GP-GP is the general partner of Versant Ventures VII GP, which is the general partner of Versant VII. Each of Versant Ventures VII GP-GP and Versant Ventures VII GP may be deemed to share voting, investment and dispositive power with respect to the shares held by Versant VII.
- (2) Based upon 27,571,426 shares of Common Stock, which consists of (i) 27,500,892 shares of Common Stock outstanding as of October 31, 2024, as set forth in the Form 10-Q, plus (ii) 70,534 shares of Common Stock issuable upon exercise of the Warrant held by Versant VII.

Explanatory Note:

This Amendment No. 3 (this "Amendment") amends and supplements the Schedule 13D originally filed by certain of the Reporting Persons with the Commission on July 9, 2021 as it has been amended by Amendment No. 1 that was filed with the Commission on November 17, 2023 and Amendment No. 2 that was filed with the Commission on March 25, 2024 ("Amendment No. 2" and collectively, the "Original Schedule 13D"). Only those items that are hereby reported are amended; all other items reported in the Original Schedule 13D remain unchanged. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Capitalized terms not defined in this Amendment have the meanings ascribed to them in the Original Schedule 13D.

Item 1. Security and Issuer

Item 1 of the Original Schedule 13D is hereby amended and restated in its entirety as follows:

This Amendment, a joint statement on Schedule 13D, is filed with respect to the common stock, par value \$0.00001 per share (the "Common Stock"), of LENZ Therapeutics, Inc. (formerly known as Graphite Bio, Inc.), a Delaware corporation (the "Issuer"). The address of the principal executive offices of the Issuer is 201 Lomas Santa Fe Dr., Suite 300, Solana Beach, California 92075.

Item 5. Interest in Securities of the Issuer

Item 5 of the Original Schedule 13D is hereby supplemented and amended, as the case may be, as follows:

This information reported below is based on a total of 27,500,892 shares of Common Stock outstanding as of October 31, 2024, as reported on the Form 10-Q filed with the Commission on November 6, 2024. This Amendment is being filed to update the aggregate percentage of the Common Stock owned by the Reporting Persons due to dilution caused by the Issuer's sales of additional shares of its Common Stock from time to time since the date of the filing of Amendment No. 2. Such transactions resulted in a decrease of over one percent (1%) in the aggregate percentage ownership reported by the Reporting Persons in Amendment No. 2.

(a) and (b) See Items 7-11 and 13 of the cover pages of this Amendment.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Amendment is true, complete and correct

November 8, 2024

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, Chief Operating Officer

Versant Ventures VI GP, L.P.

By: Versant Ventures VI GP-GP, LLC

Its: General Partner

By: /s/ Max Eisenberg, Chief Operating Officer

Versant Ventures VI GP-GP, LLC

By: /s/ Max Eisenberg, Chief Operating Officer

Versant Vantage II, L.P.

By: Versant Vantage II GP, L.P.

Its: General Partner

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Max Eisenberg, Chief Operating Officer

Versant Vantage II GP, L.P.

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Max Eisenberg, Chief Operating Officer

Versant Vantage II GP-GP, LLC

By: /s/ Max Eisenberg, Chief Operating Officer

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 Eisenberg, Chief Operating Officer

Versant Ventures VII GP, L.P.

By: Versant Ventures VII GP-GP, LLC

Its: General Partner

By: /s/ Max Eisenberg, Chief Operating Officer

Versant Ventures VII GP-GP, LLC

By: /s/ Max Eisenberg, Chief Operating Officer