SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 3)

LENZ THERAPEUTICS, INC.

(Name of Issuer)

Common Stock, $0.00001 par value per share

(Title of Class of Securities)

52635N103

(CUSIP Number)

Peter Kolchinsky
RA Capital Management, L.P., 200 Berkeley Street, 18th Floor
Boston, MA, 02116
617.778.2500

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

10/29/2026

(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 §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

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).

SCHEDULE 13D

CUSIP Number(s):	52635N103

1	**Name of reporting person** RA Capital Management, L.P.
2	**Check the appropriate box if a member of a Group (See Instructions)** ☐ (a) ☐ (b)
3	**SEC use only**

4	Source of funds (See Instructions) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 70,533.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 70,533.00
11	Aggregate amount beneficially owned by each reporting person 70,533.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 0.2 %	
14	Type of Reporting Person (See Instructions) IA, PN	

SCHEDULE 13D

CUSIP Number(s):	52635N103

1	Name of reporting person Peter Kolchinsky	
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)	
3	SEC use only	
4	Source of funds (See Instructions) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization UNITED STATES	
Number of Shares	7	Sole Voting Power

Beneficially Owned by Each Reporting Person With:		0.00
	8	**Shared Voting Power** 70,533.00
	9	**Sole Dispositive Power** 0.00
	10	**Shared Dispositive Power** 70,533.00
11	**Aggregate amount beneficially owned by each reporting person** 70,533.00	
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐	
13	**Percent of class represented by amount in Row (11)** 0.2 %	
14	**Type of Reporting Person (See Instructions)** HC, IN	

SCHEDULE 13D

CUSIP Number(s):	52635N103

1	**Name of reporting person** Rajeev Shah	
2	**Check the appropriate box if a member of a Group (See Instructions)** ☐ (a) ☐ (b)	
3	**SEC use only**	
4	**Source of funds (See Instructions)** AF	
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐	
6	**Citizenship or place of organization** UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 0.00
	8	**Shared Voting Power** 70,533.00
	9	**Sole Dispositive Power** 0.00
	10	**Shared Dispositive Power** 70,533.00

11	**Aggregate amount beneficially owned by each reporting person** 70,533.00
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐
13	**Percent of class represented by amount in Row (11)** 0.2 %
14	**Type of Reporting Person (See Instructions)** HC, IN

SCHEDULE 13D

CUSIP Number(s):	52635N103

1	**Name of reporting person** RA Capital Healthcare Fund, L.P.	
2	**Check the appropriate box if a member of a Group (See Instructions)** ☐ (a) ☐ (b)	
3	**SEC use only**	
4	**Source of funds (See Instructions)** WC	
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐	
6	**Citizenship or place of organization** DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 0.00
	8	**Shared Voting Power** 54,582.00
	9	**Sole Dispositive Power** 0.00
	10	**Shared Dispositive Power** 54,582.00
11	**Aggregate amount beneficially owned by each reporting person** 54,582.00	
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐	
13	**Percent of class represented by amount in Row (11)** 0.2 %	
14	**Type of Reporting Person (See Instructions)**	

PN

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock, $0.00001 par value per share

(b) Name of Issuer:

LENZ THERAPEUTICS, INC.

(c) Address of Issuer's Principal Executive Offices:

445 Marine View Ave., Ste. #320, Del Mar, CALIFORNIA , 92014.

Item 1 Comment: Item 1 of the Statement is amended and supplemented as follows:

This Amendment No. 3 (this "Amendment No. 3" or this "Schedule 13D/A") amends and supplements the statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on March 28, 2024 and amended on May 9, 2025 and November 7, 2025 (as amended, the "Statement") by the Reporting Persons. Unless otherwise defined herein, capitalized terms used in this Amendment No. 3 shall have the meanings ascribed to them in the Statement. Unless amended or supplemented below, the information in the Statement remains unchanged.

Item 2. Identity and Background

(a) This Amendment No. 3 is being filed on behalf of RA Capital Management, L.P. ("RA Capital"), Peter Kolchinsky, Rajeev Shah, and RA Capital Healthcare Fund, L.P. (the "Fund"), who are collectively referred to herein as the "Reporting Persons." The agreement among the Reporting Persons to file this 13D/A jointly in accordance with Rule 13d-1(k) of the Act, is filed as Exhibit 99.1.

The Reporting Persons' beneficial ownership of the Issuer's common stock consists of (i) 54,582 shares of common stock issuable upon the exercise of immediately exercisable warrants ("Warrants") directly held by the Fund; (ii) 10,580 shares of common stock issuable upon the exercise of immediately exercisable Warrants directly held by the RA Capital Nexus Fund II, L.P. (the "Nexus Fund II"); and (iii) 5,371 shares of common stock issuable upon the exercise of immediately exercisable Warrants directly held by a separately managed account (the "Account").

RA Capital Healthcare Fund GP, LLC is the general partner of the Fund and RA Capital Nexus Fund II GP, LLC is the general partner of the Nexus Fund II. The general partner of RA Capital is RA Capital Management GP, LLC, of which Dr. Kolchinsky and Mr. Shah are the controlling persons. RA Capital serves as investment adviser for each of the Fund, the Nexus Fund II and the Account and may be deemed a beneficial owner, for purposes of Section 13(d) of the Securities Exchange Act of 1934 (the "Act"), of any securities of the Issuer held by the Fund, the Nexus Fund II or the Account. Each of the Fund and the Nexus Fund II has delegated to RA Capital the sole power to vote and the sole power to dispose of all securities held in its portfolio, including the shares of the Issuer's Common Stock reported herein. Because each of the Fund and the Nexus Fund II has divested itself of voting and investment power over the reported securities it holds and may not revoke that delegation on less than 61 days' notice, each of the Fund and the Nexus Fund II disclaims beneficial ownership of the securities it holds for purposes of Section 13(d) of the Act and therefore disclaims any obligation to report ownership of the reported securities under Section 13(d) of the Act. As managers of RA Capital, Dr. Kolchinsky and Mr. Shah may be deemed beneficial owners, for purposes of Section 13(d) of the Act, of any securities of the Issuer beneficially owned by RA Capital. RA Capital, Dr. Kolchinsky, and Mr. Shah disclaim beneficial ownership of the securities reported in this 13D/A other than for the purpose of determining their obligations under Section 13(d) of the Act, and the filing of this 13D/A shall not be deemed an admission that either RA Capital, Dr. Kolchinsky, or Mr. Shah is the beneficial owner of such securities for any other purpose.

(b) The address of the principal business office of each of the Reporting Persons is 200 Berkeley Street, 18th Floor, Boston, MA 02116.

(c) The Fund is a private investment vehicle. RA Capital provides investment management services to the Fund, the Nexus Fund II and the Account. The principal occupation of each of Dr. Kolchinsky and Mr. Shah is investment management.

(d) During the last five years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, none of the Reporting Persons has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree of final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) See Item 6 of the cover pages.

Item 5. Interest in Securities of the Issuer

(a) Rows 11 and 13 of each Reporting Person's cover page to this 13D/A set forth the aggregate number of shares of common stock and percentage of the shares of common stock beneficially owned by such Reporting Person and are incorporated by reference. The percentage set forth in each row 13 is based upon 31,420,343 shares of common stock outstanding as of August 5, 2026, as reported in the Issuer's quarterly Report on Form 10-Q filed with the SEC on August 11, 2026, and giving effect to Warrants, to the extent exercisable within 60 days hereof, as referenced herein.

(b) Rows 7 through 10 of each Reporting Person's cover page to this 13D/A set forth the number of shares of common stock as to which such Reporting Person has the sole or shared power to vote or direct the vote and sole or shared power to dispose or to direct the disposition and are incorporated by reference.

(c) Except as set forth below, none of the Reporting Persons has effected any transactions with respect to the securities of the Issuer during the past sixty days:

Transaction	Seller	Transaction Date	No. of Shares	Weighted Average Price ($)	Low Price ($)	High Price ($)
Open Market Sale	Fund	10/29/2026	2,159,516	3.36	3.16	3.58
Open Market Sale	Nexus Fund II	10/29/2026	451,998	3.36	3.16	3.58
Open Market Sale	Account	10/29/2026	107,170	3.36	3.16	3.58
Open Market Sale	Fund	10/30/2026	528,405	3.27	3.05	3.38
Open Market Sale	Nexus Fund II	10/30/2026	110,599	3.27	3.05	3.38
Open Market Sale	Account	10/30/2026	26,222	3.27	3.05	3.38
Open Market Sale	Fund	11/02/2026	631,418	2.98	2.90	3.18
Open Market Sale	Nexus Fund II	11/02/2026	132,158	2.98	2.90	3.18
Open Market Sale	Account	11/02/2026	31,337	2.98	2.90	3.18

(d) No person (other than the Reporting Persons) is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of common stock subject to this 13D/A.

(e) The Reporting Persons ceased to be the beneficial owners of more than five percent of the Issuer's common stock on October 29, 2026.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1 Joint Filing Agreement (incorporated by reference to Exhibit 99.1 to the amendment to the Statement filed with the SEC on May 9, 2025).

SIGNATURE

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

RA Capital Management, L.P.

Signature: **/s/ Peter Kolchinsky**
Name/Title: **By Peter Kolchinsky, Authorized Signatory**
Date: **11/02/2026**

Peter Kolchinsky

Signature: **/s/ Peter Kolchinsky**
Name/Title: **Peter Kolchinsky**
Date: **11/02/2026**

Rajeev Shah

Signature: **/s/ Rajeev Shah**
Name/Title: **Rajeev Shah**
Date: **11/02/2026**

RA Capital Healthcare Fund, L.P.

Signature: **/s/ Peter Kolchinsky**
Name/Title: **By RA Capital Healthcare Fund GP, LLC, its General Partner, By Peter Kolchinsky, Manager**
Date: **11/02/2026**