

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Neutron Holdings, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

06/30/2026

(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)

SCHEDULE 13G

CUSIP No.

	Names of Reporting Persons	
1	Lunate Capital Limited	
	Check the appropriate box if a member of a Group (see instructions)	
2	☐ (a)	
	☐ (b)	
3	Sec Use Only	
	Citizenship or Place of Organization	
4	UNITED ARAB EMIRATES	
Number of	Sole Voting Power	
Shares	5	
Beneficially	9,815,949.00	

Owned by Each Reporting Person With:	6	Shared Voting Power
		0.00
		Sole Dispositive Power
	7	9,815,949.00
		Shared Dispositive
	8	Power
		0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9		9,815,949.00
	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
10		☐
	Percent of class represented by amount in row (9)	
11		15.3 %
	Type of Reporting Person (See Instructions)	
12		CO, IA

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons		
1		Sapphire Direct Holdings RSC Ltd
	Check the appropriate box if a member of a Group (see instructions)	
2	☐	(a)
	☐	(b)
3	Sec Use Only	
	Citizenship or Place of Organization	
4	UNITED ARAB EMIRATES	
	Sole Voting Power	
	5	9,815,949.00
	Shared Voting Power	
	6	0.00
	Sole Dispositive Power	
	7	9,815,949.00
	Shared Dispositive	
	8	Power
		0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9		9,815,949.00
	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
10		☐
	Percent of class represented by amount in row (9)	
11		15.3 %

12 Type of Reporting Person (See Instructions)

CO

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

Lunate Legacy II LP

Check the appropriate box if a member of a Group (see instructions)

2

☐ (a)

☐ (b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED ARAB EMIRATES

Sole Voting Power

5

9,815,949.00

Number of
Shares

Shared Voting Power

Beneficially
Owned by

6

0.00

Each

Sole Dispositive Power

Reporting

7

9,815,949.00

Person

Shared Dispositive

With:

Power

8

0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

9,815,949.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

☐

Percent of class represented by amount in row (9)

11

15.3 %

Type of Reporting Person (See Instructions)

12

PN

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

Lunate Legacy II (GP) SPV Ltd

Check the appropriate box if a member of a Group (see instructions)

2

☐ (a)

☐ (b)

3	Sec Use Only
4	Citizenship or Place of Organization
	UNITED ARAB EMIRATES
	Sole Voting Power
5	9,815,949.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	9,815,949.00
	Shared Dispositive Power
8	0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	9,815,949.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐
11	Percent of class represented by amount in row (9)
	15.3 %
12	Type of Reporting Person (See Instructions)
	CO

SCHEDULE 13G

CUSIP No.

1	Names of Reporting Persons
	Lunate Holding RSC Ltd
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a)
	☐ (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	UNITED ARAB EMIRATES
	Sole Voting Power
5	9,815,949.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	9,815,949.00
	Shared Dispositive Power
8	0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person

	9,815,949.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐
11	Percent of class represented by amount in row (9)
	15.3 %
12	Type of Reporting Person (See Instructions)
	CO

SCHEDULE 13G

CUSIP No.

	Names of Reporting Persons
1	Chimera Investment LLC
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a)
	☐ (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	UNITED ARAB EMIRATES
	Sole Voting Power
5	9,815,949.00
	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	9,815,949.00
	Shared Dispositive
8	Power
	0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	9,815,949.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	☐
11	Percent of class represented by amount in row (9)
	15.3 %
12	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13G

Item 1.

(a) Name of issuer:

Neutron Holdings, Inc.

Address of issuer's principal executive offices:

- (b) 444 Townsend Street, First Floor, San Francisco, California, 94107

Item 2.

Name of person filing:

- (a) (i) Lunate Capital Limited ("Lunate"), (ii) Sapphire Direct Holdings RSC Ltd ("Sapphire"), (iii) Lunate Legacy II LP ("Lunate Legacy II"), (iv) Lunate Legacy II (GP) SPV Ltd ("Lunate Legacy II GP"), (v) Lunate Holding RSC Ltd ("Lunate Holding"), and (vi) Chimera Investment LLC ("Chimera", and together with Lunate, Sapphire, Lunate Legacy II, Lunate Legacy II GP, and Lunate Holding, the "Reporting Persons").

Address or principal business office or, if none, residence:

- (b) The principal business address of each of the Reporting Persons is as follows: (i) the principal business address of Lunate, Sapphire, Lunate Legacy II, Lunate Legacy II GP, and Lunate Holding is Unit No. 1, Floor 12, Al Maryah Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates; and (ii) the principal business address of Chimera is RG Procurement Restricted Limited, Building, East 0.48, Al Muntazah, Abu Dhabi Island, Abu Dhabi, United Arab Emirates.

Citizenship:

- (c) (i) Lunate is a company organized under the laws of the Abu Dhabi Global Market, United Arab Emirates, (ii) Sapphire is a company organized under the laws of the Abu Dhabi Global Market, United Arab Emirates, (iii) Lunate Legacy II is a company organized under the laws of the Abu Dhabi Global Market, United Arab Emirates, (iv) Lunate Legacy II GP is a company organized under the laws of the Abu Dhabi Global Market, United Arab Emirates, (v) Lunate Holding is a company organized under the laws of the Abu Dhabi Global Market, United Arab Emirates, and (vi) Chimera is organized under the laws of Abu Dhabi, United Arab Emirates.

Title of class of securities:

- (d) Common Stock, par value \$0.0001 per share

- (e) CUSIP No.:

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) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ 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) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations 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 in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) As of date hereof, each of the Reporting Persons may be deemed to beneficially own 9,815,949 shares of Common Stock, par value \$0.0001 per share ("Common Stock"), of Neutron Holdings, Inc. (the "Issuer"). Such shares of Common Stock are directly held by Sapphire. Sapphire is wholly owned by Lunate Legacy II. The general partner of Lunate Legacy II is Lunate Legacy II GP. Lunate is the investment manager of Lunate Legacy II and wholly owns Lunate Legacy II GP. Lunate Holding wholly owns Lunate. Lunate Holding is majority-owned by Chimera. By virtue of their relationships with Sapphire, Lunate Legacy II, Lunate Legacy II GP, Lunate, Lunate Holding and Chimera may be deemed to beneficially own securities of the Issuer beneficially owned by Sapphire.

- (b) Percent of class:

As of the date hereof, each of the Reporting Persons may be deemed to beneficially own approximately 15.3% of the shares of Common Stock of the Issuer outstanding, based on 64,025,936 shares of Common Stock outstanding as of

July 2, 2026, as disclosed in the Issuer's Prospectus filed with the Securities and Exchange Commission on July 2, 2026. %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

As of the date hereof, each of the Reporting Persons may be deemed to have sole power to vote or to direct the vote of 9,815,949 shares of Common Stock.

(ii) Shared power to vote or to direct the vote:

As of the date hereof, each of the Reporting Persons may be deemed to have shared power to vote or to direct the vote of 0 shares of Common Stock.

(iii) Sole power to dispose or to direct the disposition of:

As of the date hereof, each of the Reporting Persons may be deemed to have sole power to dispose or direct the disposition of 9,815,949 shares of Common Stock.

(iv) Shared power to dispose or to direct the disposition of:

As of the date hereof, each of the Reporting Persons may be deemed to have shared power to dispose or to direct the disposition of 0 shares of Common Stock.

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

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

Not Applicable

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

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above 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 my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Lunate Capital Limited

Signature: /s/ Khalifa Sultan Sultan Hazim Alsuwaidi
Name/Title: Khalifa Sultan Sultan Hazim Alsuwaidi / Director
Date: 07/07/2026

Sapphire Direct Holdings RSC Ltd

Signature: /s/ Jason Loveless
Name/Title: Jason Loveless / Director
Date: 07/07/2026

Lunate Legacy II LP

Signature: /s/ Khalifa Sultan Sultan Hazim Alsuwaidi
Name/Title: Khalifa Sultan Sultan Hazim Alsuwaidi / Director
Date: 07/07/2026

Lunate Legacy II (GP) SPV Ltd

Signature: /s/ Khalifa Sultan Sultan Hazim Alsuwaidi

Name/Title: Khalifa Sultan Sultan Hazim Alsuwaidi / Director

Date: 07/07/2026

Lunate Holding RSC Ltd

Signature: /s/ Syed Basar Shueb Syed Shueb

Name/Title: Syed Basar Shueb Syed Shueb / Director

Date: 07/07/2026

Chimera Investment LLC

Signature: /s/ Syed Basar Shueb Syed Shueb

Name/Title: Syed Basar Shueb Syed Shueb / Director

Date: 07/07/2026

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including additional amendments thereto) with respect to the Common Stock, par value \$0.0001 per share, of Neutron Holdings, Inc. This Joint Filing Agreement shall be filed as an Exhibit to such Statement. The undersigned acknowledge that each shall be responsible for the timely filing of any amendments to such joint filing and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

EXECUTED as of this 7th day of July, 2026.

LUNATE CAPITAL LIMITED

By: /s/ Khalifa Sultan Sultan Hazim Alsuwaidi

Name/Title: Khalifa Sultan Sultan Hazim Alsuwaidi / Director

Date: 07/07/2026

SAPPHIRE DIRECT HOLDINGS RSC LTD

By: /s/ Jason Loveless

Name/Title: Jason Loveless /

Director

Date: 07/07/2026

LUNATE LEGACY II LP

By: /s/ Khalifa Sultan Sultan Hazim Alsuwaidi

Name/Title: Khalifa Sultan Sultan Hazim Alsuwaidi / Director

Date: 07/07/2026

LUNATE LEGACY II (GP) SPV LTD

By: /s/ Khalifa Sultan Sultan Hazim

Alsuwaidi

Name/Title: Khalifa Sultan Sultan Hazim

Alsuwaidi / Director

Date: 07/07/2026

LUNATE HOLDING RSC LTD

By: /s/ Syed Basar Shueb Syed Shueb

Name/Title: Syed Basar Shueb Syed Shueb /

Director

Date: 07/07/2026

CHIMERA INVESTMENT LLC

By: /s/ Syed Basar Shueb Syed Shueb

Name/Title: Syed Basar Shueb Syed Shueb /

Director

Date: 07/07/2026

