

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	Uber Technologies, Inc	
	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	DELAWARE	
Number of	Sole Voting Power	
Shares	5	
Beneficially	14,859,661.00	

Owned by Each Reporting Person With:	6	Shared Voting Power
	0.00	
		Sole Dispositive Power
	7	
	14,859,661.00	
		Shared Dispositive Power
	8	
	0.00	
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	14,859,661.00	
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)	
	22.87 %	
12	Type of Reporting Person (See Instructions)	
	OO	

Comment for Type of Reporting Person: Note for (11) - The percent of Common Stock, beneficially owned by the Reporting Person was calculated based on the 64,984,190 Common Stock issued as of July 31, 2026, as described in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 11, 2026.

SCHEDULE 13G

Item 1.

Name of issuer:

- (a) Neutron Holdings, Inc.
- Address of issuer's principal executive offices:
- (b) 85 2nd Street, Suite 750, San Francisco, California 94105

Item 2.

Name of person filing:

- (a) This Statement is being filed by Uber Technologies, Inc. (the "Reporting Person" or "Uber"), a publicly traded Delaware corporation, because the Reporting Person holds 14,859,661 shares of stock, par value \$0.0001 per share ("Common Stock") of Neutron Holdings, Inc. (the "Issuer") through SMB Holding Corporation ("SMB Holding"), a wholly-owned subsidiary of the Reporting Person.
- Address or principal business office or, if none, residence:
- (b) 1725 3rd Street San Francisco, CA 94158
- Citizenship:
- (c) Delaware
- 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);
- ☐ 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:
- (j) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) 14,859,661
- Percent of class:
- (b) 22.87% %
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:

14,859,661
 - (ii) Shared power to vote or to direct the vote:

0
 - (iii) Sole power to dispose or to direct the disposition of:

14,859,661
 - (iv) Shared power to dispose or to direct the disposition of:

0 The percent of Common Stock, beneficially owned by the Reporting Person was calculated based on the 64,984,190 Common Stock issued as of July 31, 2026, as described in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 11, 2026.

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.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See attached Exhibit A relating to the securities that are held by SMB Holding, a subsidiary of the Reporting Person.

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

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

Not Applicable

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.

Uber Technologies, Inc

Signature: /s/ Balaji Krishnamurthy

Name/Title: Balaji Krishnamurthy/Chief Financial Officer

Date: 08/13/2026

Identification of Subsidiary

Uber Technologies, Inc. (the “Reporting Person”) has filed the accompanying Schedule 13G pursuant to Rule 13d-1(d). The common stock, par value \$0.0001 per share, of Neutron Holdings, Inc. reported in the accompanying Schedule 13G are held directly by SMB Holding Corporation, a wholly-owned subsidiary of the Reporting Person.
