
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

Nautilus Biotechnology, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

**a16z Capital Management
2865 Sand Hill Road, Suite 101,
Menlo Park, CA, 94025
(650) 798-3900**

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

06/26/2026

(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 No.

Name of reporting person

1

AH Bio Fund II, L.P.

2

Check the appropriate box if a member of a Group (See Instructions)

(a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 WC
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
Sole Voting Power

7 8,366,966.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
0.00
9 Sole Dispositive Power
8,366,966.00
10 Shared Dispositive Power
0.00
Aggregate amount beneficially owned by each reporting person

11 8,366,966.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 6.6 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
AH Equity Partners Bio II, L.L.C.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
7 Sole Voting Power

Number of

Shares	
Beneficially	8,366,966.00
Owned by	Shared Voting Power
Each	8
Reporting	0.00
Person	Sole Dispositive Power
With:	9
	8,366,966.00
	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	8,366,966.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	<input type="checkbox"/>
	Percent of class represented by amount in Row (11)
13	6.6 %
	Type of Reporting Person (See Instructions)
14	OO

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Andreessen Horowitz LSV Fund II, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input checked="" type="checkbox"/> (b)
3	SEC use only
	Source of funds (See Instructions)
4	WC
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	<input type="checkbox"/>
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	696,088.00
Number of	Shared Voting Power
Shares	8
Beneficially	0.00
Owned by	Sole Dispositive Power
Each	9
Reporting	696,088.00
Person	Shared Dispositive Power
With:	10
	0.00
11	Aggregate amount beneficially owned by each reporting person

696,088.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

0.5 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

AH Equity Partners LSV II, L.L.C.

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

696,088.00

Number of
Shares

Shared Voting Power

Beneficially 8

0.00

Owned by

Sole Dispositive Power

Each

9

696,088.00

Reporting

Person

Shared Dispositive Power

With:

10

0.00

Aggregate amount beneficially owned by each reporting person

11

696,088.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

0.5 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Marc L. Andreessen
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

6 Citizenship or place of organization
UNITED STATES

7 Sole Voting Power
0.00

Number of Shares Beneficially Owned by Each Reporting Person With: 8 Shared Voting Power
9,063,054.00

9 Sole Dispositive Power
0.00

10 Shared Dispositive Power
9,063,054.00

11 Aggregate amount beneficially owned by each reporting person
9,063,054.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13 Percent of class represented by amount in Row (11)
7.1 %

14 Type of Reporting Person (See Instructions)
IN

SCHEDULE 13D

CUSIP No.

1 Name of reporting person
Benjamin A. Horowitz
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 AF
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 UNITED STATES

7 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 0.00
Shared Voting Power 9,063,054.00
Sole Dispositive Power 0.00
Shared Dispositive Power 9,063,054.00

10
Aggregate amount beneficially owned by each reporting person

11 9,063,054.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 7.1 %
Type of Reporting Person (See Instructions)

14 IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

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

Name of Issuer:

(b) Nautilus Biotechnology, Inc.

Address of Issuer's Principal Executive Offices:

(c) 2701 Eastlake Avenue, East Seattle, WASHINGTON , 98102.

Item 1 Comment: This Amendment No. 2 (this "Amendment No. 2" or this "Schedule 13D/A") amends and supplements the statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on June 30, 2021 and amended on June 4, 2026 (as amended, the "Statement") by the Reporting Persons. Unless otherwise defined herein, capitalized terms used in this Amendment No. 2 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 Schedule 13D/A is filed by AH Bio Fund II, L.P. ("AH Bio II"), AH Equity Partners Bio II, L.L.C. ("AH Equity Bio II"), Andreessen Horowitz LSV Fund II, L.P. ("AH LSV II"), AH Equity Partners LSV II, L.L.C. ("AH Equity LSV II"), Marc Andreessen ("Andreessen") and Benjamin Horowitz ("Horowitz"). The foregoing entities and individuals are collectively referred to herein as the "Reporting Persons." AH Equity Bio II is the general partner of AH Bio II and may be deemed to have sole power to vote and sole power to dispose of shares of the Issuer held of record by AH Bio II for itself and as nominee for AH Bio II-B. Andreessen and Horowitz are managing members of AH Equity Bio II and may be deemed to have shared power to vote and shared power to dispose of shares of the

Issuer held of record by AH Bio II for itself and as nominee. AH Equity LSV II is the general partner of AH LSV II and may be deemed to have sole power to vote and sole power to dispose of shares of the Issuer held of record by AH LSV II for itself and as nominee for AH LSV II-B and AH LSV II-Q. Andreessen and Horowitz are managing members of AH Equity LSV II and may be deemed to have shared power to vote and shared power to dispose of shares of the Issuer held of record by AH LSV II for itself and as nominee.

- (b) The address of the principal place of business of each of the Reporting Persons is c/o Andreessen Horowitz, 2865 Sand Hill Road, Suite 101, Menlo Park, CA 94025.
- (c) The principal occupation of each of Andreessen and Horowitz is as the co-founder and managing member of the venture capital firm Andreessen Horowitz. The principal business of each of the other Reporting Persons is the venture capital investment business.
- (d) During the last five years, none of the Reporting Persons have been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) During the last five years, none of the Reporting Persons have 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 or 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) The responses of the Reporting Persons with respect to row 6 of their respective cover pages to this Schedule 13D/A are incorporated herein by reference.

Item 5. Interest in Securities of the Issuer

- (a) Rows 11 and 13 of each Reporting Person's cover page to this Schedule 13D/A set forth the aggregate number of shares of common stock and percentages 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 127,078,855 shares of common stock outstanding as of April 23, 2026, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on April 28, 2026.
- (b) Rows 7 through 10 of each Reporting Person's cover page to this Schedule 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 since the most recent amendment to the Statement filed with the SEC on June 4, 2026. On June 26, 2026, AH Bio II and AH LSV II sold 3,315,066 and 275,797 shares of common stock, respectively, in a single block trade at \$2.00 per share.
- (d) Under certain circumstances set forth in the limited partnership agreement of each of AH Bio II, AH Bio II-B, AH LSV II, AH LSV II-B, AH LSV II-Q and the limited liability company agreement of each of AH Equity Bio II and AH Equity LSV II the partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from the sale of, shares of the Issuer directly or indirectly owned by each such entity of which they are a partner or member.
- (e) Not applicable.

Item 7. Material to be Filed as Exhibits.

Exhibit 24.1 Power of Attorney (Marc Andreessen), dated June 23, 2023 (incorporated by reference to Exhibit 24.1 to the most recent amendment to the Statement filed with the SEC on June 4, 2026). Exhibit 24.2 Power of Attorney (Benjamin Horowitz), dated June 22, 2023 (incorporated by reference to Exhibit 24.2 to the most recent amendment to the Statement filed with the SEC on June 4, 2026). Exhibit 99.1 Joint Filing Agreement (incorporated by reference to Exhibit 99.1 to the most recent amendment to the Statement filed with the SEC on June 4, 2026). Exhibit 99.2 Amended and Restated Registration Rights and Lock-up Agreement, dated as of February 7, 2021, by and among ARYA Sciences Acquisition Corp III and the persons named therein (incorporated by reference to Exhibit 10.2 to the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 8, 2021). Exhibit 99.3 Form of Subscription Agreement (incorporated by reference to Exhibit 10.3 to the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 8, 2021).

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.

AH Bio Fund II, L.P.

Signature: /s/ Phil Hathaway
By AH Equity Partners Bio II, L.L.C., Its General
Name/Title: Partner, By Phil Hathaway, Chief Operating
Officer (See Note 1)
Date: 06/30/2026

AH Equity Partners Bio II, L.L.C.

Signature: /s/ Phil Hathaway

Name/Title: By Phil Hathaway, Chief Operating Officer

Date: 06/30/2026

Andreessen Horowitz LSV Fund II, L.P.

Signature: /s/ Phil Hathaway

By AH Equity Partners LSV II, L.L.C., Its

Name/Title: General Partner, By Phil Hathaway, Chief
Operating Officer (See Note 2)

Date: 06/30/2026

AH Equity Partners LSV II, L.L.C.

Signature: /s/ Phil Hathaway

Name/Title: By Phil Hathaway, Chief Operating Officer

Date: 06/30/2026

Marc L. Andreessen

Signature: /s/ Phil Hathaway

Name/Title: By Phil Hathaway, Attorney-in-Fact for Marc
Andreessen

Date: 06/30/2026

Benjamin A. Horowitz

Signature: /s/ Phil Hathaway

Name/Title: By Phil Hathaway, Attorney-in-Fact for Benjamin
Horowitz

Date: 06/30/2026

**Comments
accompanying
signature:**

Note 1 AH Bio Fund II, L.P. for itself and as nominee for AH Bio Fund II-B, L.P. Note 2 Andreessen Horowitz LSV Fund II, L.P. for itself and as nominee for Andreessen Horowitz LSV Fund II-B, L.P. and Andreessen Horowitz LSV Fund II-Q, L.P.