
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1)*

Amentum Holdings, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

023939101

(CUSIP Number)

03/13/2025

(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/A

CUSIP No. 023939101

1	Names of Reporting Persons Jacobs Solutions Inc.
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)

3	SEC Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 0.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 0.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 0 %	
12	Type of Reporting Person (See Instructions) CO	

Comment for Type of Reporting Person: This Amendment No. 1 (this "Amendment") amends, in its entirety, the statement on Schedule 13G originally filed with the Securities and Exchange Commission on November 12, 2024 by the Reporting Person. On March 13, 2025, a subsidiary of the Reporting Person exchanged 19,464,174 shares of the Issuer's common stock in an equity-for-debt exchange. This Amendment is the final amendment to the Schedule 13G and constitutes an exit filing for the Reporting Person.

SCHEDULE 13G/A

CUSIP No. 023939101

1	Names of Reporting Persons Jacobs Engineering Group Inc.	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 0.00
	6	Shared Voting Power: 0.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person	

9	0.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>
11	Percent of class represented by amount in row (9) 0 %
12	Type of Reporting Person (See Instructions) CO

Comment for Type of Reporting Person: This Amendment amends, in its entirety, the statement on Schedule 13G originally filed with the Securities and Exchange Commission on November 12, 2024 by the Reporting Person. On March 13, 2025, the Reporting Person exchanged 19,464,174 shares of the Issuer's common stock in an equity-for-debt exchange. This Amendment is the final amendment to the Schedule 13G and constitutes an exit filing for the Reporting Person.

SCHEDULE 13G/A

Item 1.

(a) **Name of issuer:**

Amentum Holdings, Inc.

(b) **Address of issuer's principal executive offices:**

4800 Westfields Blvd., Suite #400, Chantilly, Virginia 20151

Item 2.

(a) **Name of person filing:**

Jacobs Solutions Inc.
Jacobs Engineering Group Inc.

(b) **Address or principal business office or, if none, residence:**

1999 Bryan Street, Suite 3500, Dallas, TX 75201

(c) **Citizenship:**

Jacobs Solutions Inc. is a Delaware corporation. Jacobs Engineering Group Inc. is a Delaware corporation.

(d) **Title of class of securities:**

Common Stock, \$0.01 par value

(e) **CUSIP No.:**

023939101

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

(a) Amount beneficially owned:

0

(b) Percent of class:

0 %

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

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

0

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

0

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

0

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

0

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

☒ 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.

This schedule is filed pursuant to Rule 13d-1(d). See Exhibit A.

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.

Jacobs Solutions Inc.

Signature: /s/ Venk Nathamuni
Name/Title: Venk Nathamuni/Chief Financial Officer
Date: 03/13/2025

Jacobs Engineering Group Inc.

Signature: /s/ Venk Nathamuni
Name/Title: Venk Nathamuni/Chief Financial Officer
Date: 03/13/2025