
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 2)*

Weave Communications, Inc.

(Name of Issuer)

Common Stock, par value \$0.00001 per share

(Title of Class of Securities)

94724R108

(CUSIP Number)

12/31/2024

(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. 94724R108

1	Names of Reporting Persons Catalyst Investors QP IV, L.P.
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (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: 54,714.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 54,714.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 54,714.00	
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) 0.1 %	
12	Type of Reporting Person (See Instructions) PN	

SCHEDULE 13G/A

CUSIP No. 94724R108

1	Names of Reporting Persons Catalyst Investors IV, L.P.	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (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	
	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	

10	☐
11	Percent of class represented by amount in row (9) 0 %
12	Type of Reporting Person (See Instructions) PN

SCHEDULE 13G/A

CUSIP No. 94724R108

1	Names of Reporting Persons Catalyst Investors Partners IV, L.P.	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (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: 54,714.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 54,714.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 54,714.00	
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) 0.1 %	
12	Type of Reporting Person (See Instructions) PN	

SCHEDULE 13G/A

CUSIP No. 94724R108

1	Names of Reporting Persons Catalyst Investors Partners IV, L.L.C.	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (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: 54,714.00
	7	Sole Dispositive Power: 0.00
	8	Shared Dispositive Power: 54,714.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 54,714.00	
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) 0.1 %	
12	Type of Reporting Person (See Instructions) OO	

SCHEDULE 13G/A

CUSIP No. 94724R108

1	Names of Reporting Persons Brian Rich	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization UNITED STATES	
Number of Shares Beneficially Owned by	5	Sole Voting Power: 408,917.00
	6	Shared Voting Power: 195,812.00

Each Reporting Person With:	7	Sole Dispositive Power: 408,917.00
	8	Shared Dispositive Power: 195,812.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 604,729.00	
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) 0.8 %	
12	Type of Reporting Person (See Instructions) IN	

SCHEDULE 13G/A

CUSIP No. 94724R108

1	Names of Reporting Persons Tyler Newton	
2	Check the appropriate box if a member of a Group (see instructions) ☐ (a) ☒ (b)	
3	SEC Use Only	
4	Citizenship or Place of Organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 305,956.00
	6	Shared Voting Power: 54,714.00
	7	Sole Dispositive Power: 305,956.00
	8	Shared Dispositive Power: 54,714.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 360,670.00	
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) 0.5 %	
12	Type of Reporting Person (See Instructions) IN	

SCHEDULE 13G/A

Item 1.

(a) **Name of issuer:**

Weave Communications, Inc.

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

1331 West Powell Way, Lehi, UT 84043

Item 2.

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

This Statement on Schedule 13G has been filed on behalf of the following persons (each, a "Reporting Person" and collectively, the "Reporting Persons") with respect to shares of Common Stock, par value \$0.00001 per share (the "Common Stock") of Weave Communications, Inc. (the "Issuer"):

1. Catalyst Investors QP IV, L.P. ("Fund QP IV")
2. Catalyst Investors IV, L.P. ("Fund IV," and together with Fund QP IV, the "Catalyst Entities")
3. Catalyst Investors Partners IV, L.P. ("CIP IV")
4. Catalyst Investors Partners IV, L.L.C. ("CIP LLC")
5. Brian Rich ("Mr. Rich")
6. Tyler Newton ("Mr. Newton")

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

The address for each of Fund QP IV, Fund IV, CIP IV, CIP LLC, Mr. Rich, and Mr. Newton is 261 Fifth Avenue, Suite 1102, New York, New York 10016.

(c) **Citizenship:**

See Row 4 of cover page for each Reporting Person.

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

Common Stock, par value \$0.00001 per share

(e) **CUSIP No.:**

94724R108

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:

The information required by this item with respect to each Reporting Person is set forth in Rows 5 through 9 and 11 of the cover page to this Schedule 13G. The ownership percentages are based on 72,771,106 shares of Common Stock of the Issuer outstanding as of November 1, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 8, 2024.

Each of Fund QP IV, Fund IV, CIP IV and CIP LLC owns no shares of Common Stock. 54,714 vested restricted stock units granted to Mr. Newton are held for the benefit of Fund QP IV and are included in the reported ownership of CIP IV, CIP LLC, Mr. Rich, and Mr. Newton. CIP IV is the general partner of each of the Catalyst Entities. CIP LLC is the general partner of CIP IV. Mr. Rich and Mr. Newton are members of CIP LLC. Mr. Rich holds 408,917 shares of Common Stock directly and 141,098 shares indirectly. Mr. Newton holds 305,956 shares of Common Stock directly.

(b) Percent of class:

Fund QP IV: 0.1%
Fund IV: 0.0%
CIP IV: 0.1%
CIP LLC: 0.1%
Mr. Rich: 0.8%
Mr. Newton: 0.5 %

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

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

Fund QP IV: 0
Fund IV: 0
CIP IV: 0
CIP LLC: 0
Mr. Rich: 408,917
Mr. Newton: 305,956

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

Fund QP IV: 54,714
Fund IV: 0
CIP IV: 54,714
CIP LLC: 54,714
Mr. Rich: 195,812
Mr. Newton: 54,714

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

Fund QP IV: 0
Fund IV: 0
CIP IV: 0
CIP LLC: 0
Mr. Rich: 408,917
Mr. Newton: 305,956

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

Fund QP IV: 54,714
Fund IV: 0
CIP IV: 54,714
CIP LLC: 54,714
Mr. Rich: 195,812
Mr. Newton: 54,714

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.

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:

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.

Catalyst Investors QP IV, L.P.

Signature: /s/ Brian A. Rich
Name/Title: By: Catalyst Investors Partners IV, L.P., its
General Partner By: Catalyst Investors Partners
IV, L.L.C., its General Partner By: Brian A. Rich,
Presi
Date: 02/14/2025

Catalyst Investors IV, L.P.

Signature: /s/ Brian A. Rich
Name/Title: By: Catalyst Investors Partners IV, L.P., its
General Partner By: Catalyst Investors Partners
IV, L.L.C., its General Partner By: Brian A. Rich,
Presi
Date: 02/14/2025

Catalyst Investors Partners IV, L.P.

Signature: /s/ Brian A. Rich
Name/Title: By: Catalyst Investors Partners IV, L.L.C., its
General Partner By: Brian A. Rich, President
Date: 02/14/2025

Catalyst Investors Partners IV, L.L.C.

Signature: /s/ Brian A. Rich
Name/Title: Brian A. Rich, President
Date: 02/14/2025

Brian Rich

Signature: /s/ Brian Rich

Name/Title: **Brian Rich**
Date: **02/14/2025**

Tyler Newton

Signature: /s/ Tyler Newton
Name/Title: **Tyler Newton**
Date: **02/14/2025**