

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power
	0.00	
		Shared Voting Power
	6	
	7,000,000.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	7,000,000.00	
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9	7,000,000.00	
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)	
	10.4 %	
12	Type of Reporting Person (See Instructions)	
	CO	

SCHEDULE 13G

CUSIP No.

1	Names of Reporting Persons	
	Ocean Prominent Limited	
	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	
	VIRGIN ISLANDS, BRITISH	
	Sole Voting Power	
	5	
	0.00	
Number of Shares Beneficially Owned by Each Reporting Person With:	6	Shared Voting Power
	7,000,000.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	7,000,000.00	
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9	7,000,000.00	
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)
	10.4 %
12	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13G

CUSIP No.

	Names of Reporting Persons
1	InnoCare Pharma 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	CAYMAN ISLANDS
	Sole Voting Power
5	0.00
Number of	Shared Voting Power
Shares	6
Beneficially	7,000,000.00
Owned by	Sole Dispositive Power
Each	7
Reporting	0.00
Person	Shared Dispositive
With:	Power
	8
	7,000,000.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	7,000,000.00
	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	10.4 %
	Type of Reporting Person (See Instructions)
12	OO

SCHEDULE 13G

Item 1.

(a) Name of issuer:

Zenas BioPharma, Inc.

Address of issuer's principal executive offices:

(b) 852 WINTER STREET, SUITE 250, WALTHAM, MASSACHUSETTS 02451

Item 2.

Name of person filing:

- (a) The names of the persons filing this report (collectively, the "Reporting Persons") are: InnoCare Pharma Inc. Ocean Prominent Limited InnoCare Pharma Limited The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G/A.
- Address or principal business office or, if none, residence:
- (b) 103 Carnegie Center, Suite 209 Princeton, NJ 08540
- Citizenship:
- (c) InnoCare Pharma Inc. Delaware Ocean Prominent Limited British Virgin Islands InnoCare Pharma Limited Cayman Islands
- 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) Row 9 of each Reporting Person's cover page to this Schedule 13G/A sets forth the aggregate number of shares of common stock of the Issuer beneficially owned by such Reporting Person and is incorporated herein by reference. The Reporting Persons' ownership of the Issuer's securities consists of 7,000,000 shares of common stock directly held by InnoCare Pharma Inc. InnoCare Pharma Inc. is a wholly owned subsidiary of Ocean Prominent Limited, which is a wholly owned subsidiary of InnoCare Pharma Limited.

Percent of class:

- (b) Row 11 of each Reporting Person's cover page to this Schedule 13G/A sets forth the percentage of the common stock of the Issuer beneficially owned by such Reporting Person and is incorporated by reference. The percentage set forth in each row 11 is based upon the sum of (i) 65,176,723 shares of common stock outstanding as of July 31, 2026, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on August 13, 2026 and (ii) 2,000,000 shares of common stock issued to InnoCare Pharma Inc. in a private placement which closed on August 31, 2026 upon achievement of a milestone. %

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

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

Row 5 of each Reporting Person's cover page to this Schedule 13G/A sets forth the sole power to vote or to direct the vote of securities of the Issuer beneficially owned by such Reporting Person and is incorporated herein by reference.

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

Row 6 of each Reporting Person's cover page to this Schedule 13G/A sets forth the shared power to vote or to direct the vote of securities of the Issuer beneficially owned by such Reporting Person and is incorporated herein by reference.

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

Row 7 of each Reporting Person's cover page to this Schedule 13G/A sets forth the sole power to dispose or to direct the disposition of securities of the Issuer beneficially owned by such Reporting Person and is incorporated herein by reference.

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

Row 8 of each Reporting Person's cover page to this Schedule 13G/A sets forth the shared power to dispose or to direct the disposition of securities of the Issuer beneficially owned by such Reporting Person and is incorporated herein by reference.

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.

InnoCare Pharma Inc.

Signature: /s/ Jisong Cui

Name/Title: By Jisong Cui, Chairperson and CEO

Date: 09/02/2026

Ocean Prominent Limited

Signature: /s/ Jisong Cui

Name/Title: By Jisong Cui, Director

Date: 09/02/2026

InnoCare Pharma Limited

Signature: /s/ Jisong Cui

Name/Title: By Jisong Cui, Director

Date: 09/02/2026

Exhibit Information

Exhibit 99.1 Joint Filing Agreement (incorporated by reference to Exhibit 99.1 to the Reporting Persons' Schedule 13G filed with the SEC on October 15, 2025).