# SECURITIES AND EXCHANGE COMMISSION
# Washington, D.C. 20549

## SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

**Beta Bionics, Inc.**

**(Name of Issuer)**

**Common Stock, $0.0001 par value per share**

**(Title of Class of Securities)**

**08659B102**

**(CUSIP Number)**

**03/31/2025**

**(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

**CUSIP No.** 08659B102

| | | |
|---|---|---|
| 1 | Names of Reporting Persons<br>Perceptive Advisors LLC | |
| 2 | Check the appropriate box if a member of a Group (see instructions)<br>☐ (a)<br>☐ (b) | |
| 3 | Sec Use Only | |
| 4 | Citizenship or Place of Organization<br>DELAWARE | |
| Number of Shares | 5 | Sole Voting Power |

| | | |
|---|---|---|
| Beneficially Owned by Each Reporting Person With: | | 0.00 |
| | 6 | Shared Voting Power<br>2,203,840.00 |
| | 7 | Sole Dispositive Power<br>0.00 |
| | 8 | Shared Dispositive Power<br>2,203,840.00 |
| 9 | | Aggregate Amount Beneficially Owned by Each Reporting Person<br>2,203,840.00 |
| 10 | | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br>☐ |
| 11 | | Percent of class represented by amount in row (9)<br>5.1 % |
| 12 | | Type of Reporting Person (See Instructions)<br>IA |

## SCHEDULE 13G

**CUSIP No.** 08659B102

| | | |
|---|---|---|
| 1 | | Names of Reporting Persons<br>Joseph Edelman |
| 2 | | Check the appropriate box if a member of a Group (see instructions)<br>☐ (a)<br>☐ (b) |
| 3 | | Sec Use Only |
| 4 | | Citizenship or Place of Organization<br>UNITED STATES |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5 | Sole Voting Power<br>0.00 |
| | 6 | Shared Voting Power<br>2,203,840.00 |
| | 7 | Sole Dispositive Power<br>0.00 |
| | 8 | Shared Dispositive Power<br>2,203,840.00 |
| 9 | | Aggregate Amount Beneficially Owned by Each Reporting Person<br>2,203,840.00 |
| 10 | | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br>☐ |
| 11 | | Percent of class represented by amount in row (9) |

| | |
|---|---|
| | 5.1 % |
| 12 | Type of Reporting Person (See Instructions)<br>IN |

## SCHEDULE 13G

**CUSIP No.** 08659B102

| | | |
|---|---|---|
| 1 | Names of Reporting Persons<br>Perceptive Life Sciences Master Fund, Ltd. | |
| 2 | Check the appropriate box if a member of a Group (see instructions)<br>☐ (a)<br>☐ (b) | |
| 3 | Sec Use Only | |
| 4 | Citizenship or Place of Organization<br>CAYMAN ISLANDS | |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5 | Sole Voting Power<br>0.00 |
| | 6 | Shared Voting Power<br>2,203,840.00 |
| | 7 | Sole Dispositive Power<br>0.00 |
| | 8 | Shared Dispositive Power<br>2,203,840.00 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person<br>2,203,840.00 | |
| 10 | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br>☐ | |
| 11 | Percent of class represented by amount in row (9)<br>5.1 % | |
| 12 | Type of Reporting Person (See Instructions)<br>CO | |

## SCHEDULE 13G

Item 1.

(a) Name of issuer:

Beta Bionics, Inc.

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

11 Hughes, Irvine, CA 92618

Item 2.

(a) Name of person filing:

The names of the persons filing this report (collectively, the "Reporting Persons") with respect to shares of Common Stock, par value $0.0001 per share (the "Common Stock") of Beta Bionics, Inc. (the "Issuer") are: (i) Perceptive Advisors LLC ("Perceptive Advisors") (ii) Joseph Edelman ("Mr. Edelman") (iii) Perceptive Life Sciences Master Fund, Ltd. (the "Master Fund")

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

The address of the principal business office of each of the Reporting Persons is: 51 Astor Place, 10th Floor, New York, NY 10003

(c) Citizenship:

Perceptive Advisors is a Delaware limited liability company. Mr. Edelman is a United States citizen. The Master Fund is a Cayman Islands corporation.

(d) Title of class of securities:

Common Stock, $0.0001 par value per share

(e) CUSIP No.:

08659B102

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 of the cover pages to this Schedule 13G. The ownership percentages reported are based on 43,356,281 shares of Common Stock outstanding as of April 30, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 6, 2025. The Master Fund directly holds 2,203,840 shares of Common Stock. Perceptive Advisors serves as the investment manager to the Master Fund and may be deemed to beneficially own such shares. Mr. Edelman is the managing member of Perceptive Advisors and may be deemed to beneficially own such shares.

(b) Percent of class:

Perceptive Advisors: 5.1% Mr. Edelman: 5.1% Master Fund: 5.1 %

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

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

Perceptive Advisors: 0 Mr. Edelman: 0 Master Fund: 0

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

Perceptive Advisors: 2,203,840 Mr. Edelman: 2,203,840 Master Fund: 2,203,840

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

Perceptive Advisors: 0 Mr. Edelman: 0 Master Fund: 0

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

Perceptive Advisors: 2,203,840 Mr. Edelman: 2,203,840 Master Fund: 2,203,840

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.

Perceptive Advisors LLC

Signature: /s/ Joseph Edelman
Name/Title: Joseph Edelman, Managing Member
Date: 05/15/2025

Joseph Edelman

Signature: /s/ Joseph Edelman
Name/Title: Joseph Edelman
Date: 05/15/2025

Perceptive Life Sciences Master Fund, Ltd.

Signature: /s/ Joseph Edelman
Name/Title: Joseph Edelman, Managing Member
Date: 05/15/2025