

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Kodiak AI, Inc.

(Name of Issuer)

Common stock, par value \$0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

06/30/2026

(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.

	Names of Reporting Persons
1	LMR Partners LLP
	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	UNITED KINGDOM
Number of Shares Beneficially	Sole Voting Power
5	0.00

Owned by Each Reporting Person With:	6	Shared Voting Power
		13,441,521.00
		Sole Dispositive Power
	7	0.00
		Shared Dispositive Power
	8	13,441,521.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
		13,441,521.00
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)	
		6.5 %
12	Type of Reporting Person (See Instructions)	
		IA, PN

SCHEDULE 13G

CUSIP No.

1	Names of Reporting Persons	
	LMR PARTNERS Ltd	
	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	
	HONG KONG	
	Sole Voting Power	
	5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	6	Shared Voting Power
		13,441,521.00
		Sole Dispositive Power
	7	0.00
		Shared Dispositive Power
	8	13,441,521.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
		13,441,521.00
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)	
		6.5 %

12 Type of Reporting Person (See Instructions)

CO, IA

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

LMR Partners LLC

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

DELAWARE

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

Shared Voting Power

6

13,441,521.00

Sole Dispositive Power

7

0.00

Shared Dispositive
Power

8

13,441,521.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

13,441,521.00

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

6.5 %

Type of Reporting Person (See Instructions)

12

IA, OO

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

LMR Partners AG

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
	SWITZERLAND
	Sole Voting Power
5	0.00
Number of	Shared Voting Power
Shares	6
Beneficially	13,441,521.00
Owned by	Sole Dispositive Power
Each	7
Reporting	0.00
Person	Shared Dispositive
With:	8
	Power
	13,441,521.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	13,441,521.00
	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	6.5 %
	Type of Reporting Person (See Instructions)
12	CO, IA

SCHEDULE 13G

CUSIP No.

	Names of Reporting Persons
1	LMR PARTNERS (DIFC) Ltd
	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	UNITED ARAB EMIRATES
	Sole Voting Power
5	0.00
Number of	Shared Voting Power
Shares	6
Beneficially	13,441,521.00
Owned by	Sole Dispositive Power
Each	7
Reporting	0.00
Person	Shared Dispositive
With:	8
	Power
	13,441,521.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person

	13,441,521.00
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)
	6.5 %
12	Type of Reporting Person (See Instructions)
	CO, IA

SCHEDULE 13G

CUSIP No.

	Names of Reporting Persons
1	LMR Partners (Ireland) 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
	IRELAND
	Sole Voting Power
5	0.00
	Shared Voting Power
6	13,441,521.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive
8	Power
	13,441,521.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	13,441,521.00
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)
	6.5 %
12	Type of Reporting Person (See Instructions)
	CO, IA

SCHEDULE 13G

CUSIP No.

1 Names of Reporting Persons
Ben Levine
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 UNITED KINGDOM
Sole Voting Power

5 0.00
Number of Shares Beneficially Owned by Each Reporting Person With: Shared Voting Power

6 13,441,521.00
Sole Dispositive Power

7 0.00
Shared Dispositive Power

8 13,441,521.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

13,441,521.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

☐
Percent of class represented by amount in row (9)

11 6.5 %

Type of Reporting Person (See Instructions)

12 HC, IN

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1 Stefan Renold
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 SWITZERLAND

Number of Shares Beneficially Owned by Each Reporting Person With: Sole Voting Power

5 0.00
Shared Voting Power

6 13,441,521.00
Sole Dispositive Power

7

0.00
Shared Dispositive
8 Power

13,441,521.00

Aggregate Amount Beneficially Owned by Each Reporting Person

13,441,521.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)



Percent of class represented by amount in row (9)

6.5 %

Type of Reporting Person (See Instructions)

HC, IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Kodiak AI, Inc.

Address of issuer's principal executive offices:

(b)

1049 Terra Bella Avenue, Mountain View, California, 94043

Item 2.

Name of person filing:

(a)

This statement is filed by: (i) LMR Partners LLP, LMR Partners Limited, LMR Partners LLC, LMR Partners AG, LMR Partners (DIFC) Limited and LMR Partners (Ireland) Limited (collectively, the "LMR Investment Managers"), which serve as the investment managers to certain funds with respect to the Common stock, par value \$0.0001 per share ("Common Stock"), held by certain funds; and (ii) Ben Levine and Stefan Renold, who are ultimately in control of the investment and voting decisions of the LMR Investment Managers with respect to the securities held by certain funds. The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons."

Address or principal business office or, if none, residence:

(b)

The address of the principal business office of each of the Reporting Persons is c/o LMR Partners LLP, 9th Floor, Devonshire House, 1 Mayfair Place, London, W1J 8AJ, United Kingdom.

Citizenship:

(c)

LMR Partners LLP is a United Kingdom limited liability partnership. LMR Partners Limited is a Hong Kong corporation. LMR Partners LLC is a Delaware limited liability company. LMR Partners AG is a Swiss corporation. LMR Partners (DIFC) Limited is a United Arab Emirates corporation. LMR Partners (Ireland) Limited is a limited company incorporated in Ireland. Ben Levine is a citizen of the United Kingdom. Stefan Renold is a citizen of Switzerland.

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).

Investment Adviser

Item 4. Ownership

Amount beneficially owned:

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each of the Reporting Persons and is incorporated herein by reference. As of June 30, 2026: The Common Stock beneficially owned by the Reporting Persons consists of the following components directly held by LMR Multi-Strategy Master Fund Limited ("LMR Master Fund") and LMR CCSA Master Fund Ltd ("LMR CCSA Master Fund"): Each of LMR Master Fund and LMR CCSA Master Fund directly holds 961,538 shares of Common Stock, with a total of 1,923,076 shares of Common Stock in the aggregate (the "LMR Common Stock"). LMR Master Fund directly holds warrants to purchase 3,662,018 shares of Common Stock and LMR CCSA Master Fund directly holds warrants to purchase 3,662,019 shares of Common Stock, with a total of 7,324,037 shares of Common Stock issuable upon the exercise of the warrants in the aggregate ("Warrants"). Each of LMR Master Fund and LMR CCSA Master Fund also directly holds 9,803 shares of Series A Preferred Stock, which are convertible into 2,097,204 shares of Common Stock each, with a total of 4,194,408 shares of Common Stock issuable upon the conversion of the Series A Preferred Stock in the aggregate ("Series A Preferred Stock" and together with the LMR Common Stock and the Warrants, the "LMR Shares").

Percent of class:

- (b) The LMR Shares, including those issuable upon the exercise of the Warrants and the conversion of the Series A Preferred Stock, held by each of LMR Master Fund and LMR CCSA Master Fund represent approximately 3.4% and the LMR Shares in the aggregate represent approximately 6.5% of the outstanding shares of Common Stock, based on 194,173,000 shares of Common Stock of the Issuer outstanding as of June 30, 2026, as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission on August 7, 2026, plus shares that may be acquired by such Reporting Persons within 60 days. %

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

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

As of June 30, 2026, each of the Reporting Persons had sole power to vote or direct the vote of 0 shares of Common Stock.

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

As of June 30, 2026, each of the Reporting Persons had shared power to vote or direct the vote of 13,441,521 shares of Common Stock.

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

As of June 30, 2026, each of the Reporting Persons had sole power to dispose or to direct the disposition of 0 shares of Common Stock.

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

As of June 30, 2026, each of the Reporting Persons had shared power to dispose or to direct the disposition of 13,441,521 shares of Common Stock.

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

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

The securities beneficially owned by the Reporting Persons are directly held by LMR Master Fund and LMR CCSA Master Fund, for which the LMR Investment Managers serve as the investment managers.

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 acquired and are held in the ordinary course of business and 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. By signing below I certify that, to the best of my knowledge and belief, the foreign regulatory scheme applicable to LMR Partners LLP, LMR Partners Limited, LMR Partners AG, LMR Partners (DIFC) Limited and LMR Partners (Ireland) Limited is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s). I also undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

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.

LMR Partners LLP

Signature: Shane Cullinane

Name/Title: Chief Operating Officer

Date: 08/14/2026

LMR PARTNERS Ltd

Signature: Shane Cullinane

Name/Title: Chief Operating Officer

Date: 08/14/2026

LMR Partners LLC

Signature: Allyson Hanlon

Name/Title: Deputy General Counsel

Date: 08/14/2026

LMR Partners AG

Signature: Shane Cullinane

Name/Title: Chief Operating Officer

Date: 08/14/2026

LMR PARTNERS (DIFC) Ltd

Signature: Shane Cullinane

Name/Title: Chief Operating Officer

Date: 08/14/2026

LMR Partners (Ireland) Limited

Signature: Shane Cullinane

Name/Title: Chief Operating Officer

Date: 08/14/2026

Ben Levine

Signature: Ben Levine

Name/Title: Self

Date: 08/14/2026

Stefan Renold

Signature: Stefan Renold

Name/Title: Self

Date: 08/14/2026

JOINT FILING AGREEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements unless a joint filing agreement is required under applicable law. Each of the undersigned acknowledges that it shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning any other party making the filing, unless it knows or has reason to know that such information is inaccurate.

DATED: 08/14/2026

LMR PARTNERS LLP

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer
LMR PARTNERS Ltd

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer
LMR PARTNERS LLC

By: /s/ Allyson Hanlon
Name: Allyson Hanlon
Title: Deputy General Counsel
LMR PARTNERS AG

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer
LMR PARTNERS (DIFC) LTD

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer
LMR PARTNERS (IRELAND) LIMITED

By: /s/ Shane Cullinane
Name: Shane Cullinane
Title: Chief Operating Officer
BEN LEVINE

/s/ Ben Levine
STEFAN RENOLD

/s/ Stefan Renold