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CEREBRAS SYSTEMS INC.

Filed by

COATUE MANAGEMENT LLC

FORM SC 13G/A

(Amended Statement of Ownership)

Filed 11/16/26

Address	1237 E. ARQUES AVE. SUNNYVALE, CA, 94085
Telephone	(650) 933-4890
CIK	0002021728
Symbol	CBRS
SIC Code	2200 - Textile mill products
Fiscal Year	12/31

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

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

Cerebras Systems Inc.

(Name of Issuer)

Class A common stock, $0.00001 par value per share

(Title of Class of Securities)

15675D103

(CUSIP Numbers)

09/30/2026

(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/A

CUSIP Number(s):	15675D103

1	**Names of Reporting Persons** Coatue Management, 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:** 3,255,801.00 **7** **Sole Dispositive Power:** 0.00 **8** **Shared Dispositive Power:** 3,255,801.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person** 3,255,801.00
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)** 2.2 %
12	**Type of Reporting Person (See Instructions)** IA, OO

SCHEDULE 13G/A

CUSIP Number(s):	15675D103

1	**Names of Reporting Persons** Philippe Laffont
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:** 261,820.00 **6** **Shared Voting Power:** 3,323,053.00 **7** **Sole Dispositive Power:** 261,820.00 **8** **Shared Dispositive Power:** 3,323,053.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person**

	3,584,873.00
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)** 2.4 %
12	**Type of Reporting Person (See Instructions)** HC, IN

SCHEDULE 13G/A

CUSIP Number(s):	15675D103

1	**Names of Reporting Persons** Coatue Private Fund II LP	
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:** 2,834,042.00
	7	**Sole Dispositive Power:** 0.00
	8	**Shared Dispositive Power:** 2,834,042.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person** 2,834,042.00	
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)** 1.9 %	
12	**Type of Reporting Person (See Instructions)** PN	

SCHEDULE 13G/A

CUSIP Number(s):	15675D103

1	**Names of Reporting Persons** Coatue Private II GP LLC	
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:** 2,901,294.00
	7	**Sole Dispositive Power:** 0.00
	8	**Shared Dispositive Power:** 2,901,294.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person** 2,901,294.00	
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)** 1.9 %	
12	**Type of Reporting Person (See Instructions)** OO	

SCHEDULE 13G/A

Item 1.

(a) **Name of issuer:**

Cerebras Systems Inc.

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

1237 E. Arques Avenue Sunnyvale, California 94085

Item 2.

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

Coatue Management, L.L.C.
Philippe Laffont
Coatue Private Fund II LP

Coatue Private II GP LLC

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

Coatue Management, L.L.C.
9 West 57th street
New York, New York 10019

Philippe Laffont
c/o Coatue Management, L.L.C.
9 West 57th Street
New York, New York 10019

Coatue Private Fund II LP
c/o Coatue Management, L.L.C.
9 West 57th Street
New York, New York 10019

Coatue Private II GP LLC
c/o Coatue Management, L.L.C.
9 West 57th Street
New York, New York 10019

(c) **Citizenship:**

Coatue Management, L.L.C. - Delaware
Philippe Laffont - United States
Coatue Private Fund II LP - Delaware
Coatue Private II GP LLC - Delaware

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

Class A common stock, $0.00001 par value 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**

(a) **Amount beneficially owned:**

Coatue Management, L.L.C. - 3,255,801
Philippe Laffont - 3,584,873
Coatue Private Fund II LP - 2,834,042
Coatue Private II GP LLC - 2,901,294

(b) **Percent of class:**

Coatue Management, L.L.C. - 2.2%
Philippe Laffont - 2.4%
Coatue Private Fund II LP - 1.9%
Coatue Private II GP LLC - 1.9%

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

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

Coatue Management, L.L.C. - 0
Philippe Laffont - 261,820
Coatue Private Fund II LP - 0
Coatue Private II GP LLC - 0

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

Coatue Management, L.L.C. - 3,255,801
Philippe Laffont - 3,323,053
Coatue Private Fund II LP - 2,834,042
Coatue Private II GP LLC - 2,901,294

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

Coatue Management, L.L.C. - 0
Philippe Laffont - 261,820
Coatue Private Fund II LP - 0
Coatue Private II GP LLC - 0

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

Coatue Management, L.L.C. - 3,255,801
Philippe Laffont - 3,323,053
Coatue Private Fund II LP - 2,834,042
Coatue Private II GP LLC - 2,901,294

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.

Please see Exhibit B attached hereto.

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.

Coatue Management, L.L.C.

Signature:	**/s/ Philippe Laffont**
Name/Title:	**Philippe Laffont, Authorized Signatory**
Date:	**11/16/2026**

Philippe Laffont

Signature:	**/s/ Philippe Laffont**
Name/Title:	**Philippe Laffont**
Date:	**11/16/2026**

Coatue Private Fund II LP

Signature:	**Coatue Private II GP LLC, its general partner, /s/ Philippe Laffont**
Name/Title:	**Philippe Laffont, Authorized Signatory**
Date:	**11/16/2026**

Coatue Private II GP LLC

Signature:	**/s/ Philippe Laffont**
Name/Title:	**Philippe Laffont, Authorized Signatory**
Date:	**11/16/2026**

Exhibit Information: Exhibit A - Joint Filing Agreement Exhibit B - Control Person Identification

Exhibit A

JOINT FILING AGREEMENT

The undersigned agree that this Schedule 13G Amendment 1 dated November 16, 2026 relating to the Class A common stock, $0.00001 par value per share, of Cerebras Systems Inc. shall be filed on behalf of the undersigned.

COATUE MANAGEMENT, L.L.C.

By: /s/ Philippe Laffont
Name: Philippe Laffont
Title: Authorized Signatory

PHILIPPE LAFFONT

By: /s/ Philippe Laffont

COATUE PRIVATE FUND II LP

By: Coatue Private II GP LLC, its general partner

By: /s/ Philippe Laffont
Name: Philippe Laffont
Title: Authorized Signatory

COATUE PRIVATE II GP LLC

By: /s/ Philippe Laffont
Name: Philippe Laffont
Title: Authorized Signatory

Exhibit B

CONTROL PERSON IDENTIFICATION

Coatue Management, L.L.C. is the relevant entity for which Philippe Laffont may be considered a control person.