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

## **SCHEDULE 13G**

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

		(Amendment No. 2) <sup>1</sup>	
		Sutro Biopharma, Inc.	
		(Name of Issuer)	
		Common Stock, \$0.001 par value per share	
		(Title of Class of Securities)	
		960267102	
		869367102 (CUSIP Number)	
		0 4 1 20 2024	
		September 30, 2024 (Date of Event Which Requires Filing of this Statement)	
		(Date of Event Which Requires I ming of this Statement)	
Check the appropriate box t	o designate the rule pursu	ant to which this Schedule is filed:	
☐ Rule 13d-1(b	n)		
⊠ Rule 13d-1(c	e)		
☐ Rule 13d-1(c	i)		
. The nome in dense f	this server reas shall be fi	Had out for a namenting manage? initial filing on this forms with manage to the	a subject along of accomiting and for any
subsequent amendment con	taining information which	lled out for a reporting person's initial filing on this form with respect to the would alter disclosures provided in a prior cover page.	e subject class of securities, and for any
_	-		10 01 0 11 7 1 4 1 01004
The information re ("Act") or otherwise subject	equired on the remainder of that so	of this cover page shall not be deemed to be "filed" for the purpose of Sectivection of the Act but shall be subject to all other provisions of the Act (how	on 18 of the Securities Exchange Act of 1934 ever see the Notes)
( rice ) or otherwise subject	to the haddines of that so	section of the rice out shall be subject to an other provisions of the rice (now	ever, see the mores.
CUSIP No. 869367102			
1	NAME OF REPORTIN	IG PERSON	
	Biotechnology V	Value Fund, L.P.	
2	CHECK THE APPROF	PRIATE BOX IF A MEMBER OF A GROUP	(a) 🗵
			(b) 🗆
3	SEC USE ONLY		
4	CITIZENSHID OD DI	ACE OF ORGANIZATION	
4	CITIZENSHIF OR PLA	ACE OF ORDANIZATION	
	Delaware		
NUMBER OF	5	SOLE VOTING POWER	

SHARED VOTING POWER

SOLE DISPOSITIVE POWER

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

SHARED DISPOSITIVE POWER

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

SHARES BENEFICIALLY OWNED BY

EACH REPORTING

PERSON WITH

9

10

11

6

7

8

0%

12	TYPE OF REPORTING PERSON
	PN

CUSIP No. 869367102

1	NAME OF REPORT	TING PERSON		
		BVF I GP LLC		
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □	
			(6) 🗆	
3	SEC USE ONLY			
			<u>.</u>	
4	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	Delaware			
NUMBER OF SHARES	5	SOLE VOTING POWER		
BENEFICIALLY		0		
OWNED BY	6	SHARED VOTING POWER		
EACH			ļ	
REPORTING PERSON WITH	7	0 SOLE DISPOSITIVE POWER		
I BROOM WITH	,	SOLL DISTOSITIVE TOWER		
		0		
	8	SHARED DISPOSITIVE POWER	<u> </u>	
		0		
9	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0			
10		E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	CHECK BOX II THE MOGREOATE AMOUNT IN NOW (7) EXCEUDES CERTAIN SHARES			
11	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (9)		
	0%			
12	TYPE OF REPORTI	NG PERSON		
	00			
	1 00			

3

1	NAME OF REPOR	TING PERSON	_
	Biotechnolog	gy Value Fund II, L.P.	
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	Delaware		
NUMBER OF SHARES	5	SOLE VOTING POWER	
BENEFICIALLY OWNED BY		0 SHARED VOTING POWER	
EACH REPORTING	6	SHARED VOTING POWER  0	
PERSON WITH	7	SOLE DISPOSITIVE POWER	-
		0	
	8	SHARED DISPOSITIVE POWER	
		0	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0		
10	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (9)	

	0%
12	TYPE OF REPORTING PERSON
	PN

\_

CUSIP No. 869367102

1	NAME OF REPOR	TING PERSON	·
	BVF II GP LLC  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)   (a)		
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
			(b) □
3	SEC USE ONLY		
1			
4	CITIZENCIUD OD	PLACE OF ORGANIZATION	
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	Delaware		
NUMBER OF	5	SOLE VOTING POWER	
SHARES		SOLD FORMOTOWER	
BENEFICIALLY		0	
OWNED BY	6	SHARED VOTING POWER	
EACH			
REPORTING		0	
PERSON WITH	7	SOLE DISPOSITIVE POWER	
<u> </u>			
		0	
	8	SHARED DISPOSITIVE POWER	
		0	
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	AGGREGATE AM	OUT DEAL TOTALE TO WILD BY LACH ALLOWING LEASON	
	0		
10		HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
Ï		· · /	
11	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (9)	
	0%	WAY DEPOSIT	
12	TYPE OF REPORT	ING PERSON	
	00		

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1	NAME OF REPOR		
	Biotechnolo	ogy Value Trading Fund OS LP	
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □
3	SEC USE ONLY		
4	CITIZENSHIP OR	PLACE OF ORGANIZATION	-
	Cayman Isla	ands	
NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 0	
OWNED BY EACH REPORTING	6	SHARED VOTING POWER  0	
PERSON WITH	7	SOLE DISPOSITIVE POWER	
		0	
	8	SHARED DISPOSITIVE POWER	
		0	
9		MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10	0 CHECK BOX IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	0%
12	TYPE OF REPORTING PERSON
	PN

CUSIP No. 869367102

_	1			
1	NAME OF REPORT	TING PERSON		
	BVF Partners OS Ltd.			
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠	
			(b) □	
3	SEC USE ONLY			
4	CITIZENSHIP OR I	PLACE OF ORGANIZATION		
	Cayman Islan			
NUMBER OF	5	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		0		
OWNED BY	6	SHARED VOTING POWER		
EACH				
REPORTING		0		
PERSON WITH	7	SOLE DISPOSITIVE POWER		
		0	_	
1	8	SHARED DISPOSITIVE POWER	<u> </u>	
<u> </u>				
		0		
9	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0			
10	0	TE A CODEC ATE AMOUNT IN DOW (1) EVOLUDES CERTAIN SHAPES		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □			
11	DED GENERAL OF GLASS DEPONDED BY A MOUNT DAD ON (6)			
11	PERCENT OF CLA	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	0%			
12	TYPE OF REPORT	ING DED CON		
12	TIPE OF REPORT	ING PERSON		
	CO			

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1	NAME OF REPOR	ATING PERSON		
	BVF GP Holdings LLC			
2		ROPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □	
3	SEC USE ONLY			
4		PLACE OF ORGANIZATION		
	Delaware	T		
NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER  0		
OWNED BY EACH REPORTING	6	SHARED VOTING POWER  0		
PERSON WITH	7	SOLE DISPOSITIVE POWER 0		
	8	SHARED DISPOSITIVE POWER		
		0		
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	0			
10	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		

	11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
		0%
	12	TYPE OF REPORTING PERSON
ĺ		00

CUSIP No. 869367102

1	NAME OF REPORT	TING PERSON		
Ī	BVF Partners	BVF Partners L.P.		
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
İ			(a) ⊠ (b) □	
İ			(-)	
3	SEC USE ONLY			
4	CITIZENSHIP OR 1	PLACE OF ORGANIZATION		
	CITIZENSIIII OIL	Elion of official and the second of the seco	İ	
	Delaware		İ	
NUMBER OF	5	SOLE VOTING POWER	-	
SHARES			į	
BENEFICIALLY		0	İ	
OWNED BY	6	SHARED VOTING POWER		
EACH		SIMILED FORMOTO WELL	İ	
REPORTING		0	İ	
PERSON WITH	7	SOLE DISPOSITIVE POWER	-	
	,	SOLD DISTORDED WERE	į	
İ		0		
	8	SHARED DISPOSITIVE POWER		
		0		
9	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
1				
1	0			
10	CHECK BOX IF TH	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
Ï				
Ï				
11	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (9)		
İ				
	0%			
12	TYPE OF REPORT	ING PERSON		
ji				
	PN, IA			
	<del></del>			

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1	NAME OF REPOR	NAME OF REPORTING PERSON BVF Inc.			
	BVF Inc.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$				
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware				
NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER 0			
OWNED BY EACH REPORTING	6	SHARED VOTING POWER  0			
PERSON WITH	7	SOLE DISPOSITIVE POWER  0			
	8	SHARED DISPOSITIVE POWER  0			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	0				

10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	0%	
12	TYPE OF REPORTING PERSON	
	СО	

CUSIP No. 869367102

1	NAME OF REPORTING PERSON				
	Mark N. Lampert  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ⊠				
2	CHECK THE APP	(a) 🗵			
			(b) 🗆		
3	CEC LIGE ONLY				
3	SEC USE ONLY				
4	CITIZENSHIP OR	PLACE OF ORGANIZATION			
	United State	es			
NUMBER OF	5	SOLE VOTING POWER			
SHARES					
BENEFICIALLY		0			
OWNED BY	6	SHARED VOTING POWER			
EACH REPORTING		0			
PERSON WITH	7	SOLE DISPOSITIVE POWER			
TERSON WITH	/	SOLE DISTOSITIVE TOWER			
		0			
	8	SHARED DISPOSITIVE POWER			
		0			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	0	THE ACCRECATE AMOUNT BY BOW (6) EVICENDED CERTAIN ON A PEC			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	TERCENT OF CEROS REFRESENTED DT AMOUNT IN ROW (7)				
12	TYPE OF REPOR	TING PERSON			
	IN				

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CUSIP No. 869367102

## Item 1(a). Name of Issuer:

Sutro Biopharma, Inc., a Delaware corporation (the "Issuer").

## Item 1(b). Address of Issuer's Principal Executive Offices:

111 Oyster Point Blvd. South San Francisco, CA 94080

Item 2(a). Name of Person Filing

Item 2(b). Address of Principal Business Office or, if None, Residence

Item 2(c). Citizenship

Biotechnology Value Fund, L.P. ("BVF") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware

BVF I GP LLC ("BVF GP") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware

Biotechnology Value Fund II, L.P. ("BVF2") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware BVF II GP LLC ("BVF2 GP") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware

Biotechnology Value Trading Fund OS LP ("Trading Fund OS") PO Box 309 Ugland House

Grand Cayman, KY1-1104 Cayman Islands

Citizenship: Cayman Islands

BVF Partners OS Ltd. ("Partners OS") PO Box 309 Ugland House Grand Cayman, KY1-1104

Cayman Islands

Citizenship: Cayman Islands

BVF GP Holdings LLC ("BVF GPH") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware

BVF Partners L.P. ("Partners") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: Delaware

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## CUSIP No. 869367102

BVF Inc.

44 Montgomery St., 40th Floor San Francisco, California 94104

Citizenship: Delaware

Mark N. Lampert ("Mr. Lampert") 44 Montgomery St., 40th Floor San Francisco, California 94104 Citizenship: United States

Each of the foregoing is referred to as a "Reporting Person" and collectively as the "Reporting Persons."

## Item 2(d). Title of Class of Securities:

Common Stock, \$0.001 par value per share (the "Shares").

# Item 2(e). CUSIP Number:

869367102

## Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

	/x/	Not applicable.
(a)	//	Broker or dealer registered under Section 15 of the Exchange Act.
(b)	//	Bank as defined in Section 3(a)(6) of the Exchange Act.
(c)	//	Insurance company as defined in Section 3(a)(19) of the Exchange Act.
(d)	//	Investment company registered under Section 8 of the Investment Company Act.
(e)	//	An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
(f)	//	An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
(g)	//	A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
(h)	//	A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
(i)	//	A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
(j)	//	A non-U.S. institution, in accordance with Rule 13d-1(b)(1)(ii)(J).
(k)	//	Group, in accordance with Rule 13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

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

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owner of more than five percent of the Shares, check the following [X].

## Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

## Item 7. Identification and Classification of the Subsidiary That 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.

See Exhibit 99.1 to the Schedule 13G filed with the Securities and Exchange Commission on January 18, 2022.

#### Item 9. Notice of Dissolution of Group.

Not Applicable.

#### Item 10. Certifications.

By signing below each of the undersigned certifies that, to the best of its 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.

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CUSIP No. 869367102

## **SIGNATURE**

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: November 14, 2024

BIOTECHNOLOGY VALUE FUND, L.P.

By: BVF I GP LLC, its general partner

By: /s/ Mark N. Lampert Mark N. Lampert

BVF I GP LLC

By: /s/ Mark N. Lampert

Mark N. Lampert Chief Executive Officer

Chief Executive Officer

BIOTECHNOLOGY VALUE FUND II, L.P.

By: BVF II GP LLC, its general partner

By: /s/ Mark N. Lampert Mark N. Lampert Chief Executive Officer

BVF II GP LLC

By: /s/ Mark N. Lampert

Mark N. Lampert Chief Executive Officer

BVF PARTNERS OS LTD.

By: BVF Partners L.P., its sole member By: BVF Inc., its general partner

By: /s/ Mark N. Lampert Mark N. Lampert President BIOTECHNOLOGY VALUE TRADING FUND OS LP

By: BVF Partners L.P., its investment manager

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert
Mark N. Lampert

President

BVF GP HOLDINGS LLC

By: /s/ Mark N. Lampert

Mark N. Lampert

Chief Executive Officer

BVF PARTNERS L.P.

By: BVF Inc., its general partner

By: /s/ Mark N. Lampert
Mark N. Lampert
President

BVF INC.

y: /s/ Mark N. Lampert
Mark N. Lampert

President

/s/ Mark N. Lampert

MARK N. LAMPERT