
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Xanadu Quantum Technologies Ltd.

(Name of Issuer)

Class B Subordinate Voting Shares, without par value

(Title of Class of Securities)

(CUSIP Number)

**Christian Weedbrook
777 Bay Street, Suite 2400,
Toronto, A6, M5G 2C8
(416) 304-9629**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

09/22/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1 Name of reporting person

Christian Weedbrook

2 Check the appropriate box if a member of a Group (See Instructions)

	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	PF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	CANADA (FEDERAL LEVEL)
	Sole Voting Power
7	41,869,890.00
Number of	Shared Voting Power
Shares	
Beneficially	8 0.00
Owned by	
Each	Sole Dispositive Power
Reporting	9 41,869,890.00
Person	
With:	Shared Dispositive Power
	10 0.00
	Aggregate amount beneficially owned by each reporting person
11	41,869,890.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	20.2 %
	Type of Reporting Person (See Instructions)
14	IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Class B Subordinate Voting Shares, without par value

Name of Issuer:

(b) Xanadu Quantum Technologies Ltd.

Address of Issuer's Principal Executive Offices:

(c) 777 Bay Street, Suite 2400, Toronto, ONTARIO, CANADA , M5G 2C8.

Item 1 This Amendment No. 1 (this "Amendment No. 1" or this "Schedule 13D/A") amends and supplements the statement
Comment: on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on April 2, 2026 (the "Statement") by the Reporting Persons. Unless otherwise defined herein, capitalized terms used in this Amendment No. 1 shall have the meanings ascribed to them in the Statement. Unless amended or supplemented below, the information in the Statement remains unchanged.

Item 5. Interest in Securities of the Issuer

(a) Rows 11 and 13 of the Reporting Person's cover page to this Schedule 13D/A set forth the aggregate number of Class B Subordinate Voting Shares and percentages of the Class B Subordinate Voting Shares beneficially owned by the Reporting Person and are incorporated by reference. The Reporting Person's ownership of the Issuer's securities consists of (i) 18,593 Class B Subordinate Voting Shares; (ii) 41,832,704 Class A Multiple Voting Shares; and (iii) 18,593 Class B Subordinate Voting Shares issuable upon the settlement of restricted share units scheduled to vest

within 60 days hereof. The Class A Multiple Voting Shares are convertible on a one-for-one basis into an equal number of Class B Subordinate Voting Shares. The percentage set forth in row 13 is based upon 165,929,216 Class B Subordinate Voting Shares outstanding as of September 22, 2026, as reported by the Issuer to the Reporting Person, adjusted in accordance with rules of the SEC, to give effect to the full conversion of Class A Multiple Voting Shares beneficially owned by the Reporting Person (but not the conversion of any other outstanding Class A Multiple Voting Shares) and to restricted share units, to the extent issuable upon vesting within 60 days hereof. The shares beneficially owned by the Reporting Person represent 20.2% of the Class A Multiple Voting Shares and 13.7% of the total combined Class A Multiple Voting and Class B Subordinate Voting Shares, in each case, outstanding as of September 22, 2026.

- (b) Rows 7 through 10 of the Reporting Person's cover page to this Schedule 13D/A set forth the number of Class B Subordinate Voting Shares as to which the Reporting Person has the sole or shared power to vote or direct the vote and sole or shared power to dispose or to direct the disposition and are incorporated by reference.

- (c) Except as set forth below, the Reporting Person has not effected any transactions with respect to the securities of the Issuer during the past sixty days. Weighted Low High Transaction No. of Average Price Price Transaction Date
Shares Price (\$) (\$) (\$) Open Market Sale 09/22/2026 431,922 5.58 5.01 6.00 (1) Open Market Sale 09/22/2026
115,268 6.31 6.01 6.85 (1) Open Market Sale 09/22/2026 11,151 7.25 7.25 7.27 (1) Open Market Sale 09/22/2026
4,032,859 9.84 9.84 9.84 (1) (2) Open Market Sale 09/22/2026 8,800 12.90 12.81 13.01 (1) (2) (1) The Reporting
Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the SEC, upon request, full
information regarding the number of shares sold at each separate price within the ranges set forth above. (2) The
prices of these transactions have been converted from CAD to USD utilizing the Bank of Canada daily exchange rate
of 1.4064.

- (d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or any
proceeds from the sale of, the securities beneficially owned by the Reporting Person.

- (e) 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.

Christian Weedbrook

Signature: /s/ Christian Weedbrook

Name/Title: Christian Weedbrook

Date: 09/24/2026