# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 1)

### SEMANTIX, INC.

(Name of Issuer)

## Ordinary Shares, par value \$0.001 per share

(Titles of Class of Securities)

#### G6332A106 (CUSIP Number)

### (CUSIP Number)

#### December 31, 2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

 $\Box Rule 13d-1(b)$  $\Box Rule 13d-1(c)$  $\boxtimes Rule 13d-1(d)$ 

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in 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).

| 1                        | NAME (         | OF REPORTING PERSON   |  |
|--------------------------|----------------|---|--|
|                          | DDT Inv        | restments Ltd.  |  |
| 2                        | CHECK          | THE APPROPRIATE BOX IF A MEMBER OF A GROUP                            |  |
|                          | (a) □<br>(b) □ |   |  |
| 3                        | SEC US         | E ONLY  |  |
|                          |                |   |  |
| 4                        | CITIZEN        | NSHIP OR PLACE OF ORGANIZATION  |  |
|                          | British V      | /irgin Islands  |  |
|                          | 5              | SOLE VOTING POWER   |  |
| NUMBER OF                |                | 0   |  |
| SHARES                   | 6              | SHARED VOTING POWER   |  |
| BENEFICIALLY<br>OWNED BY |                | 10,692,660  |  |
| EACH                     | 7              | SOLE DISPOSITIVE POWER  |  |
| REPORTING<br>PERSON      |                | 0   |  |
| WITH:                    | 8              | SHARED DISPOSITIVE POWER  |  |
|                          |                | 10,692,660  |  |
| 9                        | AGGRE          | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON               |  |
|                          | 10,692,6       | 10,692,660  |  |
| 10                       | CHECK          | BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES $\Box$ |  |
| 11                       | PERCEN         | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                       |  |
|                          | 13.6%          |   |  |
| 12                       |                | F REPORTING PERSON  |  |
|                          | СО             |   |  |

| 1                      | NAME  | OF REPORTING PERSON   |  |
|------------------------|---|---|--|
|                        | Cumora  | ah Group Ltd.   |  |
| 2                      | CHECH   | X THE APPROPRIATE BOX IF A MEMBER OF A GROUP                                      |  |
|                        | $\begin{array}{c} (a) \square \\ (b) \square \end{array}$ |   |  |
| 3                      |   | SE ONLY   |  |
|                        |   |   |  |
| 4                      | CITIZE  | ENSHIP OR PLACE OF ORGANIZATION   |  |
|                        | British   | Virgin Islands  |  |
|                        | 5   | SOLE VOTING POWER   |  |
| NUMBER O               | F   | 0   |  |
| SHARES                 | 6   | SHARED VOTING POWER   |  |
| BENEFICIAL<br>OWNED BY |   | 5,040,917   |  |
| EACH                   | 7   | SOLE DISPOSITIVE POWER  |  |
| REPORTINO<br>PERSON    | ũ   | 0   |  |
| WITH:                  | 8   | SHARED DISPOSITIVE POWER  |  |
|                        |   | 5,040,917   |  |
| 9                      | AGGR  | EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                          |  |
|                        | 5 040 9   | 17  |  |
| 10                     |   | 5,040,917<br>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES |  |
| 11                     | DED GE  |   |  |
| 11                     | PERCE   | NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  |  |
|                        | 6.4%  |   |  |
| 12                     | TYPE (  | OF REPORTING PERSON   |  |
|                        | СО  |   |  |

| 1        |                                      | NAME (                         | OF REPORTING PERSON  |
|----------|--------------------------------------|--------------------------------|--|
|          |                                      |                                |  |
|          |                                      |                                | aim Investments Ltd.   |
| 2        |                                      |                                | THE APPROPRIATE BOX IF A MEMBER OF A GROUP                     |
|          |                                      | (a) $\square$<br>(b) $\square$ |  |
| 3        |                                      |                                | E ONLY   |
| 5        |                                      | SEC US                         | E ONEI   |
|          |                                      |                                |  |
| 4        |                                      | CITIZEN                        | NSHIP OR PLACE OF ORGANIZATION                                 |
|          |                                      | British V                      | /irgin Islands   |
|          |                                      | 5                              | SOLE VOTING POWER  |
|          |                                      |                                |  |
|          | NUMBER OF                            |                                |  |
|          | SHARES<br>BENEFICIALLY               | 6                              | SHARED VOTING POWER  |
|          | OWNED BY                             |                                | 10,191,857   |
|          | EACH<br>REPORTING<br>PERSON<br>WITH: | 7                              | SOLE DISPOSITIVE POWER   |
|          |                                      |                                |  |
|          |                                      |                                | 0  |
|          |                                      | 8                              | SHARED DISPOSITIVE POWER                                       |
|          |                                      |                                | 10,191,857   |
| 9        |                                      | AGGRE                          | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON        |
|          |                                      | 10 101 0                       |  |
| 10       |                                      | 10,191,8<br>CHECK              | BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES |
| 10       |                                      | CHECK                          | BOX IF THE AOOREOATE AMOONT IN ROW (3) EXCLUDES CERTAIN SHARES |
| 11       |                                      | PERCEN                         | NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                     |
|          |                                      |                                |  |
| 10       |                                      | 13.0%                          |  |
| 12       |                                      | TYPEO                          | F REPORTING PERSON   |
|          |                                      | СО                             |  |
| <u> </u> |                                      |                                |  |

| 1                       | NAME          | OF REPORTING PERSON   |  |
|-------------------------|---------------|---|--|
|                         | Leonard       | o dos Santos Poça D'Água  |  |
| 2                       |               | THE APPROPRIATE BOX IF A MEMBER OF A GROUP                            |  |
| 2                       | $(a) \square$ |   |  |
|                         | (b) □         |   |  |
| 3                       | SEC US        | E ONLY  |  |
|                         |               |   |  |
| 4                       | CITIZE        | NSHIP OR PLACE OF ORGANIZATION  |  |
|                         | Brazil        |   |  |
|                         | 5             | SOLE VOTING POWER   |  |
|                         |               |   |  |
| NUMBER OF               |               | 1,903   |  |
| SHARES                  | 6             | SHARED VOTING POWER   |  |
| BENEFICIALI<br>OWNED BY | .Y            |   |  |
| EACH                    | 7             | 25,925,434<br>SOLE DISPOSITIVE POWER                                  |  |
| REPORTING               | 7             | SOLE DISPOSITIVE POWER  |  |
| PERSON                  |               | 1,903   |  |
| WITH:                   | 8             | SHARED DISPOSITIVE POWER  |  |
|                         |               |   |  |
|                         |               | 25,925,434  |  |
| 9                       | AGGRE         | GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON               |  |
|                         | 25,927,3      | 337   |  |
| 10                      |               | BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES $\Box$ |  |
| 11                      | PERCE         | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                       |  |
|                         | 33.1%         |   |  |
| 12                      |               | F REPORTING PERSON  |  |
|                         |               |   |  |
|                         | IN            |   |  |

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

Semantix, Inc.

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

Avenida Eusébio Matoso, 1375, 10° andar São Paulo, São Paulo, Brazil, 05423-180

### Item 2(a). Name of Person Filing:

This statement is being filed jointly pursuant to (240.13d-1(k)(1)) on behalf of each of the following persons (collectively, the "Reporting Persons"):

- (1) DDT Investments Ltd.
- (2) Cumorah Group Ltd.
- (3) ETZ Chaim Investments Ltd.
- (4) Leonardo dos Santos Poça D'Água

#### Item 2(b). Address of Principal Business Office or, if none, Residence:

The principal business address of each of the Reporting Persons is Avenida Eusébio Matoso, 1375, 10° andar, São Paulo, São Paulo, Brazil, 05423-180.

### Item 2(c). Citizenship:

See responses to Item 4 on each cover page.

#### Item 2(d). Titles of Classes of Securities:

Ordinary Shares, par value \$0.001 per share ("Ordinary Shares")

### Item 2(e). CUSIP Number:

G6332A106.

| (a) | Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 780).   |
|-----|---|
| (b) | Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).   |
| (c) | Insurance company as defined in Section 3(a)(19) of the Exchange 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) | Investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).  |
| (f) | Employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).   |
| (g) | Parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).  |
| (h) | Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).   |
| (i) | 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) | Non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J).   |
| (k) | Group in accordance with §240.13d-1(b)(1)(ii)(K).   |

If filing as a non-U.S. institution in accordance with §240. 13d-1(b)(1)(ii)(J), please specify the type of institution:

### Item 4. Ownership.

(a) Amount beneficially owned:

See responses to Item 9 on each cover page.

The beneficial ownership reported herein reflects (i) 10,694,563 Ordinary Shares owned by Leonardo dos Santos Poça D'Água, a co-founder of the Issuer, of which 10,692,660 are held by DDT Investments Ltd., which is an investment vehicle owned by Leonardo dos Santos Poça D'Água and 1,903 shares are held by Leonardo dos Santos Poça D'Água directly in his individual capacity, (ii) 5,040,917 Ordinary Shares held by Cumorah Group Ltd., which is an investment vehicle owned by Leonardo dos Santos Poça D'Água and (iii) 10,191,857 Ordinary Shares held by ETZ Chaim Investments Ltd., which is an investment vehicle owned by Leonardo dos Santos Poça D'Água and (iii) 10,191,857 Ordinary Shares held by ETZ Chaim Investments Ltd., which is an investment vehicle owned by Leonardo Augusto Oliveira Dias, the third co-founder of the Issuer (collectively, the "Founders"). Each of the Founders has appointed Leonardo dos Santos Poça D'Água as their representative pursuant to a shareholders agreement entered into by them, pursuant to which Leonardo dos Santos Poça D'Água has been delegated full voting power over the Ordinary Shares held by the Founders.

(b) Percent of class:

See responses to Item 11 on each cover page.

Calculations of the beneficial ownership percentage are based on 78,444,014 Ordinary Shares outstanding as of October 3, 2023, as reported in the Issuer's prospectus on Form 424B3 filed on October 12, 2023.

- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote:

See responses to Item 5 on each cover page.

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

See responses to Item 6 on each cover page.

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

See responses to Item 7 on each cover page.

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

See responses to Item 8 on each cover page.

### 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 person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\Box$ .

#### Item 6. Ownership of More than Five 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.

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. Certification.

Not applicable.

### **SIGNATURES**

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.

Date: February 14, 2024

### DDT INVESTMENTS LTD.

| By:    | /s/ Leonardo dos Santos Poça D'Água |  |
|--------|-------------------------------------|--|
| Name:  | Leonardo dos Santos Poça D'Água     |  |
| Title: | Authorized Signatory                |  |

### CUMORAH GROUP LTD.

| By:    | /s/ Leandro dos Santos Poça D'Água |
|--------|------------------------------------|
| Name:  | Leandro dos Santos Poça D'Água     |
| Title: | Authorized Signatory               |

### ETZ CHAIM INVESTMENTS LTD.

| By:    | /s/ Leonardo Augusto Oliveira Dias |
|--------|------------------------------------|
| Name:  | Leonardo Augusto Oliveira Dias     |
| Title: | Authorized Signatory               |

### LEONARDO DOS SANTOS POÇA D'ÁGUA

By: /s/ Leonardo dos Santos Poça D'Água