
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)

Local Bounti Corporation/DE

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

53960E106

(CUSIP Number)

Rebecca E. Renzas
CHS Management Group, LLC, PO Box 2226,
Palm Beach, FL, 33480
(561) 532-4007

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

08/07/2026

(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 53960E106
Number(s):

1	Name of reporting person Live Oak Ventures, LLC
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)
3	SEC use only

4	Source of funds (See Instructions) OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 858,284.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 858,284.00
11	Aggregate amount beneficially owned by each reporting person 858,284.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 3.7 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person:

Row 13:

Based on 23,369,605 shares of common stock ("Common Stock") of Local Bounti Corporation (the "Company") outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

CUSIP 53960E106
Number(s):

1	Name of reporting person The Charles & Helen Schwab Living Trust U/A DTD 11/22/1985
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)
3	SEC use only
4	Source of funds (See Instructions) OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐

6	Citizenship or place of organization FLORIDA	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 282,112.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 282,112.00
11	Aggregate amount beneficially owned by each reporting person 282,112.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 1.2 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person:

Includes 10,758 shares of Common Stock held by Olive Street Ventures, LLC ("Olive Street") of which The Charles & Helen Schwab Living Trust U/A DTD 11/22/1985 (the "Trust") may be deemed to retain a beneficial interest. The Trust disclaims beneficial ownership over the 10,758 shares of Common Stock held by Olive Street.

Row 13:

Based on 23,369,605 shares of Common Stock outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

CUSIP 53960E106
Number(s):

1	Name of reporting person Charles R. Schwab
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)
3	SEC use only
4	Source of funds (See Instructions) OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization UNITED STATES

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 29,424,092.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 29,424,092.00
11	Aggregate amount beneficially owned by each reporting person 29,424,092.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 84.4 %	
14	Type of Reporting Person (See Instructions) IN	

Comment for Type of Reporting Person:
Rows 8, 10:

Includes: (i) 858,284 shares of Common Stock held by Live Oak Ventures, LLC ("Live Oak") of which Mr. Schwab is the manager and for which he has sole voting and dispositive power; (ii) 10,758 shares of Common Stock held by Olive Street, for which Mr. Schwab and his spouse Helen O. Schwab, as trustees of the Trust, may be deemed to share voting and dispositive power; (iii) 28,283,696 shares of Common Stock held by U.S. Bounti, LLC ("U.S. Bounti"), including 233,696 shares of Common Stock issuable upon conversion of the August 2026 Note (as defined below) and exercise of the August 2026 Warrant (as defined below) within 60 days of the date hereof, of which Mr. Schwab is the manager and for which he has sole voting and dispositive power; (iv) 48,909 shares of Common Stock held by the Trust for which Mr. Schwab is acting as sole trustee; and (v) 222,445 shares of Common Stock held by the Trust, for which Mr. Schwab and his spouse Helen O. Schwab act as co-trustees. Mr. Schwab disclaims beneficial ownership over the 10,758 shares of Common Stock held by Olive Street. Excludes 9,890,392 aggregate shares of Common Stock issuable upon conversion of the August 2026 Note and exercise of the August 2026 Warrant, the issuance of which is subject to stockholder approval. See Item 3.

Row 11:

Excludes 9,890,392 aggregate shares of Common Stock issuable upon conversion of the August 2026 Note and exercise of the August 2026 Warrant, the issuance of which is subject to stockholder approval. See Item 3.

Row 13:

Based on 23,369,605 shares of Common Stock outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

CUSIP 53960E106
Number(s):

1	Name of reporting person U.S. Bounti, LLC
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)
3	SEC use only

4	Source of funds (See Instructions) OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 28,283,696.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,283,696.00
11	Aggregate amount beneficially owned by each reporting person 28,283,696.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 81.1 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person:
Rows 8, 10:

Includes 233,696 shares of Common Stock issuable upon conversion of the August 2026 Note and exercise of the August 2026 Warrant within 60 days of the date hereof. Excludes 9,890,392 aggregate shares of Common Stock issuable upon conversion of the August 2026 Note and exercise of the August 2026 Warrant, the issuance of which is subject to stockholder approval. See Item 3.

Row 11:

Excludes 9,890,392 aggregate shares of Common Stock issuable upon conversion of the August 2026 Note and exercise of the August 2026 Warrant, the issuance of which is subject to stockholder approval. See Item 3.

Row 13:

Based on 23,369,605 shares of Common Stock outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

CUSIP 53960E106
Number(s):

1	Name of reporting person Charles R. Schwab, Jr.
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)

3	SEC use only	
4	Source of funds (See Instructions) PF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 606,699.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 606,699.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 606,699.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 2.6 %	
14	Type of Reporting Person (See Instructions) IN	

Comment for Type of Reporting Person:

Row 13:

Based on 23,369,605 shares of Common Stock outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

CUSIP 53960E106
Number(s):

1	Name of reporting person Michael Molnar
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☒ (b)
3	SEC use only
4	Source of funds (See Instructions) PF

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 176,291.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 176,291.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 176,291.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 0.8 %	
14	Type of Reporting Person (See Instructions) IN	

Comment for Type of Reporting Person:

Row 13:

Based on 23,369,605 shares of Common Stock outstanding as of August 6, 2026, based upon information provided by the Company to the Reporting Person.

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock, par value \$0.0001 per share

(b) Name of Issuer:

Local Bounti Corporation/DE

(c) Address of Issuer's Principal Executive Offices:

490 FOLEY LANE, HAMILTON, MONTANA , 59840.

Item 3. Source and Amount of Funds or Other Consideration

Explanatory Note

This Amendment No. 4 to Schedule 13D ("Amendment No. 4") amends and supplements the Schedule 13D originally filed with the SEC on April 7, 2025 (as amended to date, the "Schedule 13D"), relating to the shares of Common Stock of the Company. This Amendment No. 4 is being filed to reflect the entry into the August 2026 Purchase Agreement described in Item 3 by certain of the Reporting Persons, and the corresponding issuance of the August 2026 Note and the August 2026 Warrant, and the resultant change in the percentage of shares of Common Stock previously reported by certain of the Reporting Persons. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Except as otherwise specified in this Amendment No. 4, all items in the Schedule 13D are unchanged. Capitalized terms used herein without definition shall have the meanings set forth in the Schedule 13D.

Item 3 is hereby amended and supplemented as follows:

August 2026 Convertible Note and Warrant Purchase Agreement

On August 7, 2026, the Company and U.S. Bounti entered into a convertible note and warrant purchase agreement (the "August 2026 Purchase Agreement") pursuant to which U.S. Bounti acquired (i) a convertible note with an initial principal balance of \$12,500,000 (the "August 2026 Note") and (ii) a Common Stock purchase warrant (the "August 2026 Warrant") pursuant to which U.S. Bounti has the right to purchase and acquire 1,000,000 shares of Common Stock, for a combined purchase price of \$12,500,000. These purchases were funded using cash on hand

Item 5. Interest in Securities of the Issuer

(a) Item 5 is hereby amended and restated as follows:

The information contained on the cover pages of this Schedule 13D is incorporated herein by reference.

(b) The information contained on the cover pages of this Schedule 13D is incorporated herein by reference.

(c) Except as described herein, none of the Reporting Persons has had any transactions in the Common Stock in the sixty days preceding the date of this statement.

(d) Except as set forth herein, to the knowledge of the Reporting Persons, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, any shares of Common Stock.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

August 2026 Convertible Note and Warrant Purchase Agreement

The August 2026 Note bears interest at a rate of 7.0% per year, commencing on the date of the initial issuance of the August 2026 Note (the "August 2026 Issuance Date"). Interest will accrue semi-annually on each June 30 and December 31, commencing December 31, 2026 (each, an "August 2026 PIK Interest Payment Due Date"), and will be payable semi-annually in arrears on each August 2026 PIK Interest Payment Due Date by automatically increasing the principal amount of the August 2026 Note by the amount of such interest (with such increased amount thereafter accruing interest as well) on each August 2026 PIK Interest Payment Due Date ("August 2026 PIK Interest").

From time to time after the third anniversary of the August 2026 Issuance Date, interest may be payable quarterly in arrears in cash on each March 31, June 30, September 30 and December 31, commencing December 31, 2029 (each, an "August 2026 Cash Interest Payment Due Date"), in each case, in an amount equal to interest accrued during the quarter ending on such August 2026 Cash Interest Payment Due Date, so long as certain conditions are met as set forth in the August 2026 Note.

During the term of the August 2026 Note, the August 2026 Note will be convertible into shares of Common Stock from time to time at the option of U.S. Bounti, upon delivery on one or more occasions of a written notice to the Company electing to convert all or any portion of the Note Obligations Amount (as defined in the August 2026 Note). The initial conversion price of the August 2026 Note is \$1.37 per share of Common Stock (the "August 2026 Conversion Price"). The August 2026 Conversion Price is subject to adjustment for stock splits, dividends or distributions, recapitalizations or similar transactions.

On the fourth anniversary of the August 2026 Issuance Date, fifty percent (50%) of the Note Obligations Amount (as defined in the August 2026 Note) will be automatically converted into shares of Common Stock at the then applicable conversion price. The remaining fifty percent (50%) of the Note Obligations Amount (as defined in the August 2026 Note) will be automatically converted into shares of Common Stock at the then applicable conversion price on August 7, 2031, the maturity date of the August 2026 Note. Notwithstanding the foregoing, however, fifty percent (50%) of the Note Obligations Amount (as defined in the August 2026 Note) may be payable in cash on the fourth anniversary of the August 2026 Issuance Date, with the remaining fifty percent (50%) of the Note Obligations Amount (as defined in the August 2026 Note) repaid in cash on the maturity date of the August 2026 Note, so long as certain conditions are met as set forth in the August 2026 Note.

Conversion of the full initial principal amount of the August 2026 Note would result in the issuance of 9,124,088 shares of Common Stock if converted at \$1.37 per share, which amount is subject to increase by any August 2026 PIK Interest that is added to the outstanding principal under the terms of the August 2026 Note.

The August 2026 Purchase Agreement includes customary representations, warranties and covenants and sets forth certain events of default upon which the August 2026 Note may be declared immediately due and payable. The August 2026 Note is subordinated to the Company's Senior Debt (as defined in the August 2026 Note), including, without limitation, the Company's obligations under the Credit Agreement, originally dated as of September 3, 2021 and as amended, restated, supplemented or otherwise modified to date, by and among Local Bounti Operating Company LLC, a Delaware limited liability company ("Opco"), each subsidiary of Opco identified as a "Borrower" therein, and Cargill Financial Services International, Inc., a Delaware corporation.

The Warrant is exercisable immediately at an exercise price of \$0.125 per share of Common Stock and will expire on August 7, 2036.

Pursuant to the terms of the August 2026 Purchase Agreement, U.S. Bounti will not have the right to receive, upon conversion of the August 2026 Note or exercise of the August 2026 Warrant, any shares of Common Stock if the issuance of such shares of Common Stock would exceed 1% of the issued and outstanding Common Stock as of August 7, 2026, except that such limitation will not apply after the date that stockholder approval is obtained and deemed effective, as required by the rules and regulations of the New York Stock Exchange (the "Required Stockholder Approval"). The Company is required to seek the Required Stockholder Approval at an annual or special stockholders meeting no later than November 30, 2026.

The foregoing descriptions of the August 2026 Note, the August 2026 Warrant and the August 2026 Purchase Agreement and the transactions contemplated thereby do not purport to be complete and are qualified in their entirety by reference to the full texts of the August 2026 Note, the August 2026 Warrant and the August 2026 Purchase Agreement, copies of which are incorporated by reference to Exhibits 4.1, 4.2 and 10.1 of the Company's Current Report on Form 8-K filed with the SEC on August 7, 2026, respectively, and incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.

Item 7 is hereby amended and supplemented as follows:

Exhibit 11. Convertible Note by and between Local Bounti Corporation and U.S. Bounti, LLC (incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K filed with the SEC on August 7, 2026).

Exhibit 12. Common Stock Purchase Warrant issued by Local Bounti Corporation to U.S. Bounti, LLC (incorporated by reference to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the SEC on August 7, 2026).

Exhibit 13. Convertible Note and Warrant Purchase Agreement, dated August 7, 2025, by and between Local Bounti Corporation and U.S. Bounti, LLC (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the SEC on August 7, 2026).

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.

Live Oak Ventures, LLC

Signature: /s/ Charles R. Schwab
Name/Title: Charles R. Schwab / Manager
Date: 08/10/2026

The Charles & Helen Schwab Living Trust U/A
DTD 11/22/1985

Signature: /s/ Charles R. Schwab
Name/Title: Charles R. Schwab / Trustee
Date: 08/10/2026

Charles R. Schwab

Signature: /s/ Charles R. Schwab
Name/Title: Charles R. Schwab
Date: 08/10/2026

U.S. Bounti, LLC

Signature: /s/ Charles R. Schwab
Name/Title: Charles R. Schwab / Manager
Date: 08/10/2026

Charles R. Schwab, Jr.

Signature: /s/ Charles R. Schwab, Jr.
Name/Title: Charles R. Schwab, Jr.
Date: 08/10/2026

Michael Molnar

Signature: /s/ Michael Molnar
Name/Title: Michael Molnar
Date: 08/10/2026