

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

SCHEDULE 13G

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

Starco Brands, Inc.

(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

85526F201
(CUSIP Number)

September 30, 2024
(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)

*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).

CUSIP No. 85526F201

1.	Names of Reporting Persons	
	Lightspeed Venture Partners XI, L.P.	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/> (1)	
3.	SEC Use Only	
4.	Citizenship or Place of Organization	
	Cayman Islands	
	5. Sole Voting Power	
		0
Number of Shares Beneficially Owned by Each Reporting Person With	6. Shared Voting Power	
		30,979,630 shares
	7. Sole Dispositive Power	
		0
	8. Shared Dispositive Power	
		30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
		30,979,630 shares
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	<input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9)	
		4.8% (2)
12.	Type of Reporting Person (See Instructions)	
		PN

- (1) This Schedule 13G is filed by Lightspeed Venture Partners XI, L.P., a Cayman Islands exempted limited partnership (“Lightspeed XI”), Lightspeed General Partner XI, L.P., a Cayman Islands exempted limited partnership (“LGP XI”), Lightspeed Ultimate General Partner XI, Ltd., a Cayman Islands company limited by shares (“LUGP XI”), Barry Eggers (“Eggers”), Ravi Mhatre (“Mhatre”) and Peter Nieh (“Nieh” and, with Lightspeed XI, LGP XI, LUGP XI, Eggers and Mhatre collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the “SEC”) on August 14, 2024.

CUSIP No. 85526F201

1.	Names of Reporting Persons	Lightspeed General Partner XI, L.P.
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/> (1)	
3.	SEC Use Only	
4.	Citizenship or Place of Organization	Cayman Islands
	5. Sole Voting Power	0
Number of Shares Beneficially Owned by Each Reporting Person With	6. Shared Voting Power	30,979,630 shares
	7. Sole Dispositive Power	0
	8. Shared Dispositive Power	30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	30,979,630 shares
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9)	4.8% (2)
12.	Type of Reporting Person (See Instructions)	PN

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

CUSIP No. 85526F201

1.	Names of Reporting Persons	Lightspeed Ultimate General Partner XI, Ltd.
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a) <input type="checkbox"/>	
	(b) <input checked="" type="checkbox"/> (1)	
3.	SEC Use Only	
4.	Citizenship or Place of Organization	Cayman Islands
	5. Sole Voting Power	0

Number of

Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power
		30,979,630 shares
	7.	Sole Dispositive Power
		0
	8.	Shared Dispositive Power
		30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
	30,979,630 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9)	
	4.8% (2)	
12.	Type of Reporting Person (See Instructions)	
	CO	

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

4

CUSIP No. 85526F201

1.	Names of Reporting Persons	
	Barry Eggers	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/> (1)
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
		0
	6.	Shared Voting Power
		30,979,630 shares
	7.	Sole Dispositive Power
		0
	8.	Shared Dispositive Power
		30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
	30,979,630 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9)	
	4.8% (2)	
12.	Type of Reporting Person (See Instructions)	
	IN	

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

5

CUSIP No. 85526F201

1.	Names of Reporting Persons	
	Ravi Mhatre	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/> (1)
3.	SEC Use Only	
4.	Citizenship or Place of Organization	
	United States	
	5.	Sole Voting Power
		0
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power
		30,979,630 shares
	7.	Sole Dispositive Power
		0
	8.	Shared Dispositive Power
		30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
	30,979,630 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9)	
	4.8% (2)	
12.	Type of Reporting Person (See Instructions)	
	IN	

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

CUSIP No. 85526F201

1.	Names of Reporting Persons	
	Peter Nieh	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/> (1)
3.	SEC Use Only	
4.	Citizenship or Place of Organization	
	United States	
	5.	Sole Voting Power
		0
Number of Shares Beneficially Owned by Each Reporting Person With	6.	Shared Voting Power
		30,979,630 shares
	7.	Sole Dispositive Power
		0
	8.	Shared Dispositive Power
		30,979,630 shares
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
	30,979,630 shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9)	
	4.8% (2)	

12. Type of Reporting Person (See Instructions)

IN

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

7

Item 1.

(a) Name of Issuer

Starco Brands, Inc.

(b) Address of Issuer’s Principal Executive Offices

708 N. Citrus Ave.
Los Angeles, CA 90038

Item 2.

(a) Name of Person Filing

Lightspeed Venture Partners XI, L.P. (“Lightspeed XI”)
Lightspeed General Partner XI, L.P. (“LGP XI”)
Lightspeed Ultimate General Partner XI, Ltd. (“LUGP XI”)
Barry Eggers (“Eggers”)
Ravi Mhatre (“Mhatre”)
Peter Nieh (“Nieh”)

(b) Address of Principal Business Office or, if none, Residence

c/o Lightspeed Venture Partners
2200 Sand Hill Road
Menlo Park, CA 94025

(c) Citizenship

Entities:	Lightspeed XI	-	Cayman Islands
	LGP XI	-	Cayman Islands
	LUGP XI	-	Cayman Islands
Individuals:	Eggers	-	United States
	Mhatre	-	United States
	Nieh	-	United States

(d) Title of Class of Securities

Class A Common Stock (“Class A Common Stock”)

(e) CUSIP Number

85526F201

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:

Not applicable

8

Item 4. Ownership

The following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1 is provided as of September 30, 2024:

Reporting Persons	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percentage of Class (2)
Lightspeed XI (1)	30,979,630	—	30,979,630	—	30,979,630	30,979,630	4.8%
LGP XI (1)	—	—	30,979,630	—	30,979,630	30,979,630	4.8%
LUGP XI (1)	—	—	30,979,630	—	30,979,630	30,979,630	4.8%
Eggers (1)	—	—	30,979,630	—	30,979,630	30,979,630	4.8%
Mhatre (1)	—	—	30,979,630	—	30,979,630	30,979,630	4.8%
Nieh (1)	—	—	30,979,630	—	30,979,630	30,979,630	4.8%

(1) Includes 30,979,630 shares of Class A Common Stock held by Lightspeed XI which may be deemed to be beneficially owned by LGP XI, LUGP XI, Eggers, Mhatre and Nieh because (i) LGP XI is the general partner of Lightspeed XI, (ii) LUGP XI is the general partner of LGP XI and (iii) Eggers, Mhatre and Nieh serve as directors of LUGP XI. Each of the Reporting Persons (other than Lightspeed XI) and each of their affiliated entities and the officers, directors, partners, members and managers thereof, disclaims beneficial ownership of the securities held directly by Lightspeed XI.

(2) This percentage is calculated based upon 647,431,696 shares of Class A Common Stock outstanding as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the SEC on August 14, 2024.

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

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 or Control Person

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

By signing below I certify that, to the best of my 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 such purpose or effect.

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.

Dated: November 14, 2024

Lightspeed Venture Partners XI, L.P.

By: Lightspeed General Partner XI, L.P.
its General Partner

By: Lightspeed Ultimate General Partner XI, Ltd.
its General Partner

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Director

Lightspeed General Partner XI, L.P.

By: Lightspeed Ultimate General Partner XI, Ltd.
its General Partner

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Duly Director

Lightspeed Ultimate General Partner XI, Ltd.

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Director

/s/ Barry Eggers
Barry Eggers

/s/ Ravi Mhatre
Ravi Mhatre

/s/ Peter Nieh
Peter Nieh

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).

EXHIBIT A
JOINT FILING AGREEMENT

We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Class A Common Stock of Starco Brands, Inc. is filed on behalf of each of us.

Dated: November 14, 2024

Lightspeed Venture Partners XI, L.P.

By: Lightspeed General Partner XI, L.P.
its General Partner

By: Lightspeed Ultimate General Partner XI, Ltd.
its General Partner

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Director

Lightspeed General Partner XI, L.P.

By: Lightspeed Ultimate General Partner XI, Ltd.
its General Partner

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Duly Director

Lightspeed Ultimate General Partner XI, Ltd.

By: /s/ Ravi Mhatre
Name: Ravi Mhatre
Title: Director

/s/ Barry Eggers
Barry Eggers

/s/ Ravi Mhatre
Ravi Mhatre

/s/ Peter Nieh
Peter Nieh
