
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Zentalis Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of Class of Securities)

98943L107

(CUSIP Number)

12/03/2024

(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)

SCHEDULE 13G

CUSIP No. 98943L107

Names of Reporting Persons

1

Walters William T

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED STATES

Number of Shares 5 Sole Voting Power

Beneficially Owned by Each Reporting Person With: 0.00
Shared Voting Power
6
4,000,000.00
Sole Dispositive Power
7
0.00
Shared Dispositive Power
8
4,000,000.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

4,000,000.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

5.6 %

12 Type of Reporting Person (See Instructions)

IN

SCHEDULE 13G

CUSIP No. 98943L107

1 Names of Reporting Persons

WALTERS GROUP

2 Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

3 Sec Use Only

4 Citizenship or Place of Organization

NEVADA

Sole Voting Power

5
0.00

Number of Shares Beneficially Owned by Each Reporting Person With: Shared Voting Power

6
4,000,000.00

Sole Dispositive Power

7
0.00

Shared Dispositive Power

8
4,000,000.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

4,000,000.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

5.6 %
Type of Reporting Person (See Instructions)

12

PN

Comment for Type of Reporting Person: General partnership

SCHEDULE 13G

CUSIP No. 98943L107

Names of Reporting Persons

1

Walters, Susan B.

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED STATES

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

Shared Voting Power

6

4,000,000.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

4,000,000.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

4,000,000.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

5.6 %

Type of Reporting Person (See Instructions)

12

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Zentalis Pharmaceuticals, Inc.

Address of issuer's principal executive offices:

(b)

10275 SCIENCE CENTER DRIVE, SUITE 200, SAN DIEGO, CALIFORNIA, 92121.

Item 2.

Name of person filing:

- (a) This Schedule 13G ("Schedule") is being filed by William T. Walters, The Walters Group (the "TWG") and Susan B. Walters (together, the "Reporting Persons"). TWG directly owns the shares of common stock reported in this Schedule (the "Shares"). William T. Walters may be deemed to share voting and dispositive power with respect to the Shares. Susan B. Walters is the general partner and majority member of TWG and may be deemed to share voting and dispositive power with respect to the Shares. Each Reporting Person disclaims beneficial ownership with respect to any Shares other than the Shares owned directly by such Reporting Person (if any).

Address or principal business office or, if none, residence:

- (b) The address of each Reporting Person is 8975 S. Pecos Road, Unit 6A, Henderson, Nevada 89074.

Citizenship:

- (c) TWG was organized as a Nevada general partnership. William T. Walters and Susan B. Walters are U.S. citizens.

Title of class of securities:

- (d) Common Stock, \$0.001 par value per share

CUSIP No.:

- (e) 98943L107

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:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the 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) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A 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) A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) Each of William T. Walters, TWG and Susan B. Walters may be deemed to beneficially own 4,000,000 Shares.

Percent of class:

- (b) 5.6 %

- (c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

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

4,000,000

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

0

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

4,000,000

- Item 5. Ownership of 5 Percent or Less of a Class.
- Item 6. Ownership of more than 5 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. Certifications:
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 that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

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.

Walters William T

Signature: William T. Walters

Name/Title: Individual

Date: 12/10/2024

WALTERS GROUP

Signature: Susan B. Walters

Name/Title: General Partner

Date: 12/10/2024

Walters, Susan B.

Signature: Susan B. Walters

Name/Title: Individual

Date: 12/10/2024