

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 2)\*

**Akoya Biosciences, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.00001**

(Title of Class of Securities)

00974H104

(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:

- 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 disclosures provided in a prior cover page.

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).

CUSIP No. 00974H104

1. Name of Reporting Persons

Telegraph Hill Partners III, L.P.

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

State of Delaware

5. Sole Voting Power

0

Number of Shares  
Beneficially Owned  
By Each Reporting  
Person With:

6. Shared Voting Power

17,675,247<sup>(1)</sup>

7. Sole Dispositive Power

0

8. Shared Dispositive Power

17,675,247<sup>(1)</sup>

9. Aggregate Amount Beneficially Owned by Each Reporting Person

17,675,247<sup>(1)</sup>

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

36.0%<sup>(1)(2)</sup>

12. Type of Reporting Person (See Instructions)

PN

(1) Includes (i) 15,937,535 shares of common stock held by Telegraph Hill Partners III, L.P. and (ii) 1,737,712 shares of common stock held by THP III Affiliates Fund, LLC.

(2) Consists of 49,076,173 shares of Common Stock of the Issuer outstanding on October 31, 2023, based on information publicly disclosed by the Issuer.

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CUSIP No. 00974H104

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1. Name of Reporting Persons

THP III Affiliates Fund, LLC

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2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

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3. SEC Use Only

---

4. Citizenship or Place of Organization

State of Delaware

---

5. Sole Voting Power

0

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Number of Shares  
Beneficially Owned  
By Each Reporting  
Person With:

6. Shared Voting Power

17,675,247<sup>(1)</sup>

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7. Sole Dispositive Power

0

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8. Shared Dispositive Power

17,675,247<sup>(1)</sup>

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

17,675,247<sup>(1)</sup>

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

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11. Percent of Class Represented by Amount in Row (9)

36.0%<sup>(1)(2)</sup>

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12. Type of Reporting Person (See Instructions)

PN

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(1) Includes (i) 15,937,535 shares of common stock held by Telegraph Hill Partners III, L.P. and (ii) 1,737,712 shares of common stock held by THP III Affiliates Fund, LLC.

(2) Consists of 49,076,173 shares of Common Stock of the Issuer outstanding on October 31, 2023, based on information publicly disclosed by the Issuer.

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CUSIP No. 00974H104

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1. Name of Reporting Persons

Telegraph Hill Partners III Investment Management, LLC

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2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

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3. SEC Use Only

---

4. Citizenship or Place of Organization

State of Delaware

---

5. Sole Voting Power

0

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Number of Shares  
Beneficially Owned  
By Each Reporting  
Person With:

6. Shared Voting Power

17,675,247<sup>(1)</sup>

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7. Sole Dispositive Power

0

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8. Shared Dispositive Power

17,675,247<sup>(1)</sup>

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

17,675,247<sup>(1)</sup>

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

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11. Percent of Class Represented by Amount in Row (9)

36.0%<sup>(1)(2)</sup>

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12. Type of Reporting Person (See Instructions)

PN

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(1) Includes (i) 15,937,535 shares of common stock held by Telegraph Hill Partners III, L.P. and (ii) 1,737,712 shares of common stock held by THP III Affiliates Fund, LLC.

(2) Consists of 49,076,173 shares of Common Stock of the Issuer outstanding on October 31, 2023, based on information publicly disclosed by the Issuer.

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CUSIP No. 00974H104

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1. Name of Reporting Persons

Telegraph Hill Partners Management Company, LLC

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2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization

State of Delaware

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5. Sole Voting Power

0

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Number of Shares  
Beneficially Owned  
By Each Reporting  
Person With:

6. Shared Voting Power

17,675,247<sup>(1)</sup>

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7. Sole Dispositive Power

0

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8. Shared Dispositive Power

17,675,247<sup>(1)</sup>

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

17,675,247<sup>(1)</sup>

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

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11. Percent of Class Represented by Amount in Row (9)

36.0%<sup>(1)(2)</sup>

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12. Type of Reporting Person (See Instructions)

PN

---

(3) Includes (i) 15,937,535 shares of common stock held by Telegraph Hill Partners III, L.P. and (ii) 1,737,712 shares of common stock held by THP III Affiliates Fund, LLC.

(4) Consists of 49,076,173 shares of Common Stock of the Issuer outstanding on October 31, 2023, based on information publicly disclosed by the Issuer.

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**Item 1(a). Name of Issuer**

Akoya Biosciences, Inc. (the “Issuer”)

**Item 1(b). Address of the Issuer’s Principal Executive Offices**

100 Campus Drive, 6th Floor, Marlborough, MA 10752

**Item 2(a). Names of Persons Filing**

This Statement is filed on behalf of each of the following persons (collectively, the “Reporting Persons”):

- (i) Telegraph Hill Partners III, L.P.
- (ii) THP III Affiliates Fund, LLC
- (iii) Telegraph Hill Partners III Investment Management, LLC
- (iv) Telegraph Hill Partners Management Company, LLC

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

The address of the principal business and principal office of each of the Reporting Persons is 360 Post Street, Suite 601, San Francisco, California 94108.

**Item 2(c). Citizenship**

- (i) Telegraph Hill Partners III, L.P. is a Delaware limited partnership.
- (ii) THP III Affiliates Fund, LLC is a Delaware limited liability company.
- (iii) Telegraph Hill Partners III Investment Management, LLC is a Delaware limited liability company.
- (iv) Telegraph Hill Partners Management Company, LLC is a Delaware limited liability company.

**Item 2(d). Title of Class of Securities**

Common stock, par value \$0.00001 per share

**Item 2(e). CUSIP Number**

00974H104

**Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

Not applicable.

**Item 4. Ownership**

**(a) Amount Beneficially Owned:**

Telegraph Hill Partners III, L.P.

15,937,535 shares of common stock are held of record by Telegraph Hill Partners III, L.P. (“THP III”). Telegraph Hill Partners III Investment Management, LLC (“THP IM”) is the general partner of THP III. Telegraph Hill Partners Management Company, LLC (“THPMC”) is the manager of THP IM.

THP III Affiliates Fund, LLC

1,737,712 shares of common stock are held of record by THP III Affiliates Fund, LLC (“THP III AFF”). THP IM is the manager of THP III AFF. THPMC is the manager of THP IM.

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**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**

See Exhibit B.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

By signing below each of the undersigned certifies that, to the best of its or his 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.

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## EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
<a href="#">A</a>	<a href="#">Joint Filing Agreement (incorporated by reference to Exhibit A to the Schedule 13G filed on May 28, 2021).</a>
<a href="#">B</a>	<a href="#">Group disclosure (incorporated by reference to Exhibit B to the Schedule 13G filed on May 28, 2021).</a>

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