

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)*

UroGen Pharma Ltd.

(Name of Issuer)

Ordinary Shares, par value NIS 0.01 per share

(Title of Class of Securities)

M96088105

(CUSIP Number)

09/30/2025

(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. M96088105

- 1Names of Reporting Persons
- Paradigm BioCapital Advisors LP
- Check the appropriate box if a member of a Group (see instructions)
- 2☐ (a)
- ☒ (b)
- 3Sec Use Only
- Citizenship or Place of Organization
- 4DELAWARE

	Sole Voting Power
5	4,216,084.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	4,216,084.00
	Shared Dispositive Power
8	0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	4,216,084.00
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)
	9.0 %
12	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13G

CUSIP No. M96088105

1	Names of Reporting Persons
	Paradigm BioCapital Advisors GP LLC
	Check the appropriate box if a member of a Group (see instructions)
2	☐ (a)
	☒ (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	DELAWARE
	Sole Voting Power
5	4,216,084.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	4,216,084.00
	Shared Dispositive Power
8	0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	4,216,084.00
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)
	9.0 %
12	Type of Reporting Person (See Instructions)
	OO

Comment for Type of Reporting Person: limited liability company

SCHEDULE 13G

CUSIP No. M96088105

	Names of Reporting Persons
1	Senai Asefaw, M.D.
	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	4,216,084.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	0.00
	Sole Dispositive Power
7	4,216,084.00
	Shared Dispositive Power
8	0.00
	Aggregate Amount Beneficially Owned by Each Reporting Person
9	4,216,084.00
	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	9.0 %
	Type of Reporting Person (See Instructions)
12	IN

SCHEDULE 13G

CUSIP No. M96088105

	Names of Reporting Persons
1	Paradigm BioCapital International Fund Ltd.

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

☐ (a)

☒ (b)

3 Sec Use Only

Citizenship or Place of Organization

4

CAYMAN ISLANDS

Sole Voting Power

5

3,722,066.00

Number of
Shares

Shared Voting Power

Beneficially

6

0.00

Owned by

Sole Dispositive Power

Each

7

3,722,066.00

Reporting

Person

Shared Dispositive

With:

8

Power

0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

3,722,066.00

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

8.0 %

Type of Reporting Person (See Instructions)

12

CO

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

UroGen Pharma Ltd.

Address of issuer's principal executive offices:

(b)

400 Alexander Park Drive, Princeton, NJ 08540

Item 2.

Name of person filing:

This Schedule 13G is filed by the following (the "Reporting Persons"): (1) Paradigm BioCapital Advisors LP (the "Adviser"); (2) Paradigm BioCapital Advisors GP LLC (the "Adviser GP"); (3) Senai Asefaw, M.D. ("Senai Asefaw"); and (4) Paradigm BioCapital International Fund Ltd. (the "Fund"). The Fund is a private investment

(a)

vehicle. The Fund and one or more separately managed accounts managed by the Adviser (the "Account") directly beneficially own the Ordinary Shares reported in this statement. The Adviser is the investment manager of the Fund and the Account. The Adviser GP is the general partner of the Adviser. Senai Asefaw is the managing member of the Adviser GP. The Adviser, the Adviser GP and Senai Asefaw may be deemed to beneficially own the Ordinary Shares directly beneficially owned by the Fund and the Account. Each Reporting Person disclaims beneficial ownership with respect to any Ordinary Shares other than the Ordinary Shares directly beneficially owned by such Reporting Person.

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

(b)

The principal business office of the Fund is c/o Walkers, 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands. The principal business office of the Adviser, the Adviser GP and Senai Asefaw is 767 Third Avenue, 17th Floor, New York, NY 10017.

(c)

Citizenship:

For citizenship or place of organization see Item 4 of the cover page of each Reporting Person.

Title of class of securities:

(d)

Ordinary Shares, par value NIS 0.01 per share

CUSIP No.:

(e)

M96088105

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) See Item 9 on the cover page for each Reporting Person, and Item 2, which information is given as of the close of business on September 30, 2025, the Date of Event which requires the filing of this Schedule 13G.
Percent of class:
- (b) See Item 11 on the cover page for each Reporting Person. The percentages of beneficial ownership contained herein are based on 46,781,211 Ordinary Shares outstanding as of September 30, 2025, as reported by the Issuer in its Form 10-Q filed with the SEC on November 6, 2025. %
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:

See Item 5 on the cover page for each Reporting Person.
 - (ii) Shared power to vote or to direct the vote:

See Item 6 on the cover page for each Reporting Person.
 - (iii) Sole power to dispose or to direct the disposition of:

See Item 7 on the cover page for each Reporting Person.
 - (iv) Shared power to dispose or to direct the disposition of:

See Item 8 on the cover page for each Reporting Person.

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.

Paradigm BioCapital Advisors LP

Signature: /s/ David K. Kim

Name/Title: David K. Kim / Authorized Signatory

Date: 11/14/2025

Paradigm BioCapital Advisors GP LLC

Signature: /s/ David K. Kim

Name/Title: David K. Kim / Authorized Signatory

Date: 11/14/2025

Senai Asefaw, M.D.

Signature: /s/ Senai Asefaw, M.D.

Name/Title: N/A

Date: 11/14/2025

Paradigm BioCapital International Fund Ltd.

Signature: /s/ David K. Kim

Name/Title: David K. Kim / Authorized Signatory

Date: 11/14/2025