
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Core Scientific, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

21874A106

(CUSIP Number)

Anthony J. Caldwell, Esq
425 Market Street, 11th Floor,
San Francisco, CA, 94105
(415) 421-6500

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

10/09/2025

(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 No.	21874A106
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1	Name of reporting person Situational Awareness LP
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) AF	
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 28,756,478.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 9.4 %	
14	Type of Reporting Person (See Instructions) IA, PN	

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

CUSIP No.	21874A106
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1	Name of reporting person SAF AI GP LP
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) AF
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 28,756,478.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 9.4 %	
14	Type of Reporting Person (See Instructions) PN	

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

CUSIP No.	21874A106
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1	Name of reporting person Situational Awareness 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) AF	
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 28,756,478.00
	9	Sole Dispositive Power 0.00

	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 9.4 %	
14	Type of Reporting Person (See Instructions) HC, OO	

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

CUSIP No.	21874A106
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1	Name of reporting person Situational Awareness Partners LP	
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) WC	
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 28,756,478.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	

13	Percent of class represented by amount in Row (11) 9.4 %
14	Type of Reporting Person (See Instructions) PN

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

CUSIP No.	21874A106
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1	Name of reporting person Leopold Aschenbrenner	
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) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization GERMANY	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 28,756,478.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 9.4 %	
14	Type of Reporting Person (See Instructions) IN, HC	

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

CUSIP No.

21874A106

1	Name of reporting person Carl Shulman	
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) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization CANADA (FEDERAL LEVEL)	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 28,756,478.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 28,756,478.00
11	Aggregate amount beneficially owned by each reporting person 28,756,478.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 9.4 %	
14	Type of Reporting Person (See Instructions) IN, HC	

Comment for Type of Reporting Person: Percentage calculated based on 307,355,193 shares of Common Stock outstanding on September 19, 2025, as reported in the Proxy Statement filed by the Issuer on September 29, 2025.

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock

(b) Name of Issuer:

Core Scientific, Inc.

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

838 WALKER ROAD, SUITE 21-2105, DOVER, DELAWARE , 19904.

Item 2. Identity and Background

(a) The reporting persons are:

Situational Awareness LP, a Delaware limited partnership ("Adviser")

SAF AI GP LP, a Delaware limited partnership ("General Partner")

Situational Awareness LLC, a Delaware limited liability company ("SA LLC")

Situational Awareness Partners LP, a Delaware limited partnership ("Fund")

Leopold Aschenbrenner

Carl Shulman

The reporting persons are filing this statement jointly, but not as members of a group, and they expressly disclaim membership in a group. In addition, the filing of this Schedule 13D on behalf of Fund should not be construed as an admission that it is, and it disclaims that it is, a beneficial owner, as defined in Rule 13d-3 under the Act, of any securities covered by this Schedule 13D. Each reporting person also disclaims beneficial ownership of the securities reported herein except to the extent of that person's pecuniary interest therein.

(b) 512 Second Street, Suite 400, San Francisco, CA 94107

(c) Adviser is an investment adviser to the Fund. General Partner is the general partner of the Fund. SA LLC is the general partner of Adviser. Mr. Aschenbrenner is the managing partner and control person of Adviser and General Partner and the manager of SA LLC. Mr. Shulman is the co-portfolio manager of the Fund.

(d) During the last five years, none of the reporting persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, none of the reporting persons was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) For citizenship of the reporting persons, see Item 6 of each reporting person's cover page.

Item 3. Source and Amount of Funds or Other Consideration

The Fund used its working capital to purchase the Issuer's Common Stock. The amount of funds used in purchasing the Issuer's Common Stock was \$362,121,757.59.

Item 4. Purpose of Transaction

The reporting persons acquired the Common Stock for investment purposes based on their belief that the Common Stock, when purchased, was undervalued and represented an attractive investment opportunity. The reporting persons will routinely monitor the Issuer regarding a wide variety of factors that affect their investment considerations, including, current and anticipated future trading prices of the Common Stock and other securities, the Issuer's operations, assets, prospects, financial position, and business development, Issuer's management, Issuer-related competitive and strategic matters, general economic, financial market and industry conditions, and other investment considerations. Depending on their evaluation of various factors, the reporting persons may take such actions regarding their holdings of the Issuer's securities as they deem appropriate in light of circumstances existing from time to time. Such actions may include purchasing additional Common Stock in the open market, through privately negotiated transactions with third parties or otherwise, and selling at any time, in the open market, through privately negotiated transactions with third parties or otherwise, all or part of the Common Stock that they now own or hereafter acquire. The reporting persons also may from time to time enter into or unwind hedging or other derivative transactions with respect to the Common Stock or pledge their interests in the Common Stock to obtain liquidity. In addition, from time to time the reporting persons and their representatives and advisers may communicate with other stockholders, industry participants and other interested parties about the Issuer.

The reporting persons have no present plan or proposal that relates to or would result in any of the actions specified in clauses (a) through (j) of Item 4 of Schedule 13D. However, the reporting persons may recommend action to the Issuer's management, board of directors and stockholders. Any such actions could involve one or more of the events referred to in clauses (a) through (j) of Item 4 of Schedule 13D, including, potentially, one or more mergers, consolidations, sales or acquisitions of assets, changes in control, issuances, purchases, dispositions or pledges of securities or other changes in capitalization.

Item 5. Interest in Securities of the Issuer

(a) Aggregate number of shares beneficially owned by the reporting persons:

Adviser: 28,756,478

General Partner: 28,756,478

SA LLC: 28,756,478

Fund: 28,756,478

Aschenbrenner: 28,756,478

Shulman: 28,756,478

Aggregate percentage of the class of Common Stock beneficially owned by the reporting persons:

Adviser: 9.4%

General Partner: 9.4%

SA LLC: 9.4%

Fund: 9.4%

Aschenbrenner: 9.4%

Shulman: 9.4%

(b) Number of shares as to which the each reporting person has:

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

Adviser: 0

General Partner: 0

SA LLC: 0

Fund: 0

Aschenbrenner: 0

Shulman: 0

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

Adviser: 28,756,478

General Partner: 28,756,478

SA LLC: 28,756,478

Fund: 28,756,478

Aschenbrenner: 28,756,478

Shulman: 28,756,478

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

Adviser: 0

General Partner: 0

SA LLC: 0

Fund: 0

Aschenbrenner: 0

Shulman: 0

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

Adviser: 28,756,478

General Partner: 28,756,478

SA LLC: 28,756,478

Fund: 28,756,478

Aschenbrenner: 28,756,478

Shulman: 28,756,478

(c) The reporting persons engaged in the transactions set forth on Exhibit 99.2 in the Issuer's Common Stock since the date on which the reporting persons filed their prior Schedule 13D.

(d) Not applicable.

(e) Not applicable.

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

Adviser is the investment adviser to its clients pursuant to investment management agreements or limited partnership agreements providing to Adviser the authority, among other things, to invest the funds of such clients in Stock, to vote and dispose of Stock and to file this statement on behalf of such clients. Pursuant to such limited partnership agreements, General Partner is entitled to allocations based on assets under management and realized and unrealized gains. Pursuant to such investment management agreements, Adviser is entitled to fees based on assets under management and realized and unrealized gains.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1 - Agreement Regarding Joint Filing of Statement on Schedule 13D or 13G.

Exhibit 99.2 - Transactions in the Past 60 Days.

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.

Situational Awareness LP

Signature: /s/ Leopold Aschenbrenner

Name/Title: Managing Partner

Date: 10/14/2025

SAF AI GP LP

Signature: /s/ Leopold Aschenbrenner

Name/Title: Managing Partner

Date: 10/14/2025

Situational Awareness LLC

Signature: /s/ Leopold Aschenbrenner

Name/Title: Manager

Date: 10/14/2025

Situational Awareness Partners LP

Signature: /s/ Leopold Aschenbrenner

Name/Title: Managing Partner of SAF AI GP LP, general partner of Situational Awareness Partners LP

Date: 10/14/2025

Leopold Aschenbrenner

Signature: /s/ Leopold Aschenbrenner

Name/Title: Reporting person

Date: 10/14/2025

Carl Shulman

Signature: /s/ Carl Shulman

Name/Title: Reporting person

Date: 10/14/2025

EXHIBIT 99.1

AGREEMENT REGARDING JOINT FILING
OF STATEMENT ON SCHEDULE 13D OR 13G

The undersigned agree to file jointly with the Securities and Exchange Commission (the "SEC") any and all statements on Schedule 13D or Schedule 13G or Forms 3, 4 or 5 (and any amendments or supplements thereto) required under section 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended, in connection with purchases by the undersigned of the securities of any issuer. For that purpose, the undersigned hereby constitute and appoint Situational Awareness LP, a Delaware limited partnership, as their true and lawful agent and attorney-in-fact, with full power and authority for and on behalf of the undersigned to prepare or cause to be prepared, sign, file with the SEC and furnish to any other person all certificates, instruments, agreements and documents necessary to comply with section 13(d) and section 16(a) of the Securities Exchange Act of 1934, as amended, in connection with said purchases, and to do and perform every act necessary and proper to be done incident to the exercise of the foregoing power, as fully as the undersigned might or could do if personally present.

Dated: October 14, 2025

SITUATIONAL AWARENESS LP

SAF AI GP LP

By: /s/ Leopold Aschenbrenner
Leopold Aschenbrenner
Managing Partner

By: /s/ Leopold Aschenbrenner
Leopold Aschenbrenner
Managing Partner

SITUATIONAL AWARENESS LLC

SITUATIONAL AWARENESS PARTNERS LP

By: /s/ Leopold Aschenbrenner
Leopold Aschenbrenner
Manager

By: /s/ Leopold Aschenbrenner
Leopold Aschenbrenner
Managing Partner

/s/ Leopold Aschenbrenner
Leopold Aschenbrenner

/s/ Carl Shulman
Carl Shulman

EXHIBIT 99.2

TRANSACTIONS IN THE PAST 60 DAYS

The reporting persons engaged in the following open market transactions in the Issuer's Common Stock since the date on which the reporting persons filed their prior Schedule 13D.

Date	Purchase or Sale	Number of Shares	Price per Share
8/20/2025	Sale	(786,072)	\$13.8804
8/20/2025	Sale	(852,105)	\$13.9109
9/9/2025	Purchase	663,073	\$14.6123
9/10/2025	Purchase	432,327	\$15.3493
9/10/2025	Purchase	1,075,000	\$15.7350
9/30/2025	Purchase	46,138	\$17.9093
9/30/2025	Purchase	128,000	\$17.9161
9/30/2025	Purchase	1,000,000	\$17.9290
9/30/2025	Purchase	100,000	\$17.9550
9/30/2025	Purchase	58,060	\$17.8498
9/30/2025	Purchase	71,782	\$17.9255
10/9/2025	Purchase	1,171,114	\$17.5552
10/9/2025	Purchase	500,000	\$17.3700
10/9/2025	Purchase	300,000	\$17.3707
10/9/2025	Purchase	69,000	\$17.5250
10/9/2025	Purchase	200,000	\$17.4553
10/9/2025	Purchase	300,000	\$17.6227
10/9/2025	Purchase	715,962	\$18.0169
10/9/2025	Purchase	256,952	\$17.8259
10/10/2025	Purchase	106,588	\$18.9093
10/10/2025	Purchase	317,836	\$19.0273
10/10/2025	Purchase	499,295	\$18.3214
10/10/2025	Purchase	500,000	\$18.8116
10/10/2025	Purchase	229,177	\$18.5684
10/10/2025	Purchase	103,868	\$18.9643
10/10/2025	Purchase	1,000,000	\$18.4671
10/14/2025	Purchase	2,306,152	\$19.0684