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

SCHEDULE 13G

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

Lizhi Inc.
(Name of Issuer)

Class A Ordinary Shares \$0.0001 par value per share
(Title of Class of Securities)

53933L 104**
(CUSIP Number)

December 31, 2021
(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.

** CUSIP number 53933L 104 has been assigned to the American Depositary Shares ("ADSs") of the issuer, which are quoted on The Nasdaq Global Market under the symbol "LIZI." One ADS represents twenty Class A ordinary shares of the issuer. No CUSIP number has been assigned to ordinary shares of the issuer.

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*).

1.	Names of Reporting Persons Matrix Partners China I, 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	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power
	6.	Shared Voting Power 139,078,090 (2)
	7.	Sole Dispositive Power
	8.	Shared Dispositive Power 139,078,090 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 139,078,090 (2)	
10.	Check box 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) 13.7% (3)	
12.	Type of Reporting Person (See Instructions) PN	

- (1) This statement on Schedule 13G is filed by Matrix Partners China I Hong Kong Limited (“Matrix HK I”), Matrix Partners China I, L.P. (“Matrix China I”), Matrix Partners China I-A, L.P. (“Matrix China I-A”), Matrix China Management I, L.P. (“Matrix Management I”), Matrix China I GP GP, Ltd. (“Matrix I GP”) and Yibo Shao (“Shao,” collectively, with Matrix HK I, Matrix China I, Matrix China I-A, Matrix Management I and Matrix I GP, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 10 Class A ordinary shares and 6,953,904 ADSs held indirectly by Matrix China I (through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.
- (3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

1.	Names of Reporting Persons Matrix Partners China I-A, 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	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power
	6.	Shared Voting Power 14,091,620 (2)
	7.	Sole Dispositive Power
	8.	Shared Dispositive Power 14,091,620 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,091,620 (2)	
10.	Check box 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) 1.4% (3)	
12.	Type of Reporting Person (See Instructions) PN	

- (1) The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 704,581 ADSs held indirectly by Matrix China I-A (through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.
- (3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

1.	Names of Reporting Persons Matrix China Management I, 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	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 0
	6.	Shared Voting Power 153,169,710 (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 153,169,710 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 153,169,710 (2)	
10.	Check box 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) 15.1% (3)	
12.	Type of Reporting Person (See Instructions) PN	

- (1) The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 10 Class A ordinary shares and 6,953,904 ADSs held indirectly by Matrix China I and 704,581 ADSs held indirectly by Matrix China I-A (in each case through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.
- (3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

1.	Names of Reporting Persons Matrix China I GP GP, 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	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 0
	6.	Shared Voting Power 153,169,710 (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 153,169,710 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 153,169,710 (2)	
10.	Check box 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) 15.1% (3)	
12.	Type of Reporting Person (See Instructions) CO	

- (1) The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 10 Class A ordinary shares and 6,953,904 ADSs held indirectly by Matrix China I and 704,581 ADSs held indirectly by Matrix China I-A (in each case through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.
- (3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

1.	Names of Reporting Persons Yibo Shao	
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 People's Republic of China	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 0
	6.	Shared Voting Power 153,169,710 (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 153,169,710 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 153,169,710 (2)	
10.	Check box 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) 15.1% (3)	
12.	Type of Reporting Person (See Instructions) IN	

(1) The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

(2) Consists of 10 Class A ordinary shares and 6,953,904 ADSs held indirectly by Matrix China I and 704,581 ADSs held indirectly by Matrix China I-A (in each case through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.

(3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

1.	Names of Reporting Persons Matrix Partners China I Hong Kong Limited	
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 Hong Kong, China	
Number of Shares Beneficially Owned by Each Reporting Person With:	5.	Sole Voting Power 0
	6.	Shared Voting Power 153,169,710 (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 153,169,710 (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 153,169,710 (2)	
10.	Check box 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) 15.1% (3)	
12.	Type of Reporting Person (See Instructions) CO	

- (1) The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 10 Class A ordinary shares and 6,953,904 ADSs held indirectly by Matrix China I and 704,581 ADSs held indirectly by Matrix China I-A (in each case through Matrix HK I). Matrix Management I and Matrix I GP are the direct and indirect general partners, respectively, of Matrix China I and Matrix China I-A, and as such, may exercise voting and dispositive power over these shares. Shao, a director of Matrix I GP, may be deemed to share voting and dispositive power over these shares.
- (3) This percentage is calculated based on a total of 1,013,525,745 Class A ordinary shares outstanding as of December 31, 2021, as disclosed to the Reporting Persons by the Issuer.

Introductory Note: This Amendment No. 1 (this “Amendment”) amends and supplements the Schedule 13G originally filed by the Reporting Persons with the United States Securities and Exchange Commission (the “Commission”) on February 12, 2021 (the “Original Schedule 13G”). Only those items that are hereby reported are amended; all other items reported in the Original Schedule 13G remain unchanged. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Capitalized terms not defined in this Amendment have the meanings ascribed to them in the Original Schedule 13G.

Item 4. Ownership

The following information with respect to the ownership of the common stock of the Issuer by the Reporting Persons filing this Statement is provided as of December 31, 2021:

(a) Amount beneficially owned:

See Row 9 and the corresponding footnotes on the cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 and the corresponding footnotes on the cover page for each Reporting Person.

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

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

See Row 5 and the corresponding footnotes on the cover page for each Reporting Person.

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

See Row 6 and the corresponding footnotes on the cover page for each Reporting Person.

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

See Row 7 and the corresponding footnotes on the cover page for each Reporting Person.

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

See Row 8 and the corresponding footnotes on the cover page for each Reporting Person.

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: February __, 2022

MATRIX PARTNERS CHINA I HONG KONG LIMITED

By: /s/ Yibo Shao
Name: Yibo Shao
Title: Director

MATRIX PARTNERS CHINA I, L.P.

By: Matrix China Management I, L.P.
By: Matrix China I GP GP, Ltd.

By: /s/ Yibo Shao
Name: Yibo Shao
Title: Director

MATRIX PARTNERS CHINA I-A, L.P.

By: Matrix China Management I, L.P.
By: Matrix China I GP GP, Ltd.

By: /s/ Yibo Shao
Name: Yibo Shao
Title: Director

MATRIX CHINA MANAGEMENT I, L.P.

By: Matrix China I GP GP, Ltd.

By: /s/ Yibo Shao
Name: Yibo Shao
Title: Director

MATRIX CHINA I GP GP, LTD.

By: /s/ Yibo Shao
Name: Yibo Shao
Title: Director

/s/ Yibo Shao
YIBO SHAO