SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Air Water Ventures Ltd

(Name of Issuer)

Ordinary Shares, par value $0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

08/14/2026

(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.

1	Names of Reporting Persons Tau Capital Holding Ltd	
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 UNITED ARAB EMIRATES	
Number of Shares Beneficially	5	Sole Voting Power 0.00

Owned by Each Reporting Person With:	6	Shared Voting Power 10,289,173.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 10,289,173.00
9		Aggregate Amount Beneficially Owned by Each Reporting Person 10,289,173.00
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) 31.5 %
12		Type of Reporting Person (See Instructions) OO

Comment for Type of Reporting Person: The share number reported in rows 6, 8, and 9 consists of (i) 9,225,699 Ordinary Shares, (ii) 531,737 Ordinary Shares issuable upon conversion of 6,327.542 Series A Preferred Shares of the Issuer at the initial conversion price, and (iii) 531,737 Ordinary Shares issuable upon exercise of a Series A Investor Warrant of the Issuer at the initial exercise price.

SCHEDULE 13G

CUSIP No.

1		Names of Reporting Persons Mollica Andrea
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 ITALY
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 1,113,729.00
	6	Shared Voting Power 10,289,173.00
	7	Sole Dispositive Power 1,113,729.00
	8	Shared Dispositive Power 10,289,173.00
9		Aggregate Amount Beneficially Owned by Each Reporting Person 11,402,902.00
10		Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

☐

Percent of class represented by amount in row (9)

11

34.9 %

Type of Reporting Person (See Instructions)

12

IN

Comment for Type of Reporting Person: The share number reported in rows 6 and 8 consists of (i) 9,225,699 Ordinary Shares, (ii) 531,737 Ordinary Shares issuable upon conversion of 6,327.542 Series A Preferred Shares of the Issuer at the initial conversion price, and (iii) 531,737 Ordinary Shares issuable upon exercise of a Series A Investor Warrant of the Issuer at the initial exercise price.

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

William Murray

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 KINGDOM

Number of Shares Beneficially Owned by Each Reporting Person With:		
	5	Sole Voting Power 1,113,729.00
	6	Shared Voting Power 10,289,173.00
	7	Sole Dispositive Power 1,113,729.00
	8	Shared Dispositive Power 10,289,173.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

11,402,902.00

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

34.9 %

Type of Reporting Person (See Instructions)

12

IN

Comment for Type of Reporting Person: The share number reported in rows 6 and 8 consists of (i) 9,225,699 Ordinary Shares, (ii) 531,737 Ordinary Shares issuable upon conversion of 6,327.542 Series A Preferred Shares of the Issuer at the initial conversion price, and (iii) 531,737 Ordinary Shares issuable upon exercise of a Series A Investor Warrant of the Issuer at the initial exercise price.

SCHEDULE 13G

Item 1.

(a) Name of issuer:

Air Water Ventures Ltd

(b) Address of issuer's principal executive offices:

Unit 3, Kizad KLP FZ, Kizad, PO Box 109214, Abu Dhabi, United Arab Emirates, 000000

Item 2.

(a) Name of person filing:

This statement is filed by (i) Tau Capital Holding Limited ("Tau Capital"); (ii) Andrea Mollica; and (iii) William Murray. The foregoing are collectively referred to herein as the "Reporting Persons." Each Reporting Person holds securities of the Issuer. Messrs. Mollica and Murray are the general partners of Tau Capital.

(b) Address or principal business office or, if none, residence:

The principal business address of each Reporting Person is Al Sila Tower, Level 25, Unit 36, ADGM, Abu Dhabi, UAE.

(c) Citizenship:

Tau Capital is a limited liability company organized and existing under the laws of the Abu Dhabi Global Market. Mr. Mollica is a citizen of Italy. Mr. Murray is a citizen of the United Kingdom.

(d) Title of class of securities:

Ordinary Shares, par value $0.0001 per share

(e) CUSIP No.:

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

(a) Amount beneficially owned:

Information in Row 9 of the respective cover pages of the Reporting Persons is incorporated into this Item 4(a) by reference. Messrs. Mollica and Murray each disclaims beneficial ownership of all Ordinary Shares included in this report held of record by Tau Capital, and the filing of this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Exchange Act, or for any other purpose.

(b) Percent of class:

Information in Row 11 of the respective cover pages of the Reporting Persons is incorporated into this Item 4(b) by reference. The percentages are based on 31,639,439 Ordinary Shares outstanding as of September 9, 2026, as reported in the Issuer's registration statement on Form F-1 filed on September 11, 2026. %

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

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

Tau Capital 0 Andrea Mollica 1,113,729 William Murray 1,113,729

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

10,289,173 for all Reporting Persons

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

Tau Capital 0 Andrea Mollica 1,113,729 William Murray 1,113,729

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

10,289,173 for all Reporting Persons

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 acquired and are held in the ordinary course of business and 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.

Tau Capital Holding Ltd

Signature: Andrea Mollica
Name/Title: Andrea Mollica / Director
Date: 11/03/2026

Mollica Andrea

Signature: Andrea Mollica
Name/Title: Andrea Mollica / Individual
Date: 11/03/2026

William Murray

Signature: William Murray
Name/Title: William Murray / Individual
Date: 11/03/2026

Exhibit Information

1 - Joint Filing Agreement

EXHIBIT 1

JOINT FILING AGREEMENT

Air Water Ventures Limited

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby confirm the agreement by and among them to the joint filing on behalf of them of the Statement on Schedule 13G and any and all further amendments thereto, with respect to the securities of the above referenced issuer, and that this Agreement be included as an Exhibit to such filing. This Agreement may be executed in any number of counterparts each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement as of November 3, 2026.

Tau Capital Holding Limited

By: /s/ Andrea Mollica
Name: Andrea Mollica
Title: Director

Andrea Mollica

By: /s/ Andrea Mollica
Name: Andrea Mollica

William Murray

By: /s/ William Murray
Name: William Murray