# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

#### **SCHEDULE 13D**

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

# MIRION TECHNOLOGIES, INC.

(Name of Issuer)

#### Class A common stock

(Title of Class of Securities)

60471A 101

(CUSIP Number)

Thomas S. Patrick
6th Floor, Belgrave House
76 Buckingham Palace Road
London
SW1W 9TQ
United Kingdom
+44 (0)20 7334 5300

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

### March 7, 2023

(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  $\S\S$  240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* 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).

## **SCHEDULE 13D**

CUSIP No.	. 60471A 101		Page 2 of 8 Pages		
1	I.R.S. IDENTIFICATION	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). Charterhouse General Partners (IX) Ltd			
2	CHECK THE APPROPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) I  (b)			
3	SEC USE ONLY				
4	SOURCE OF FUNDS (SI	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO			
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) □			
6	CITIZENSHIP OR PLACE OF ORGANIZATION United Kingdom				
NUMBER OF	7 SOLE VOTING 0	POWER			
SHARES BENEFICIALLY	8 SHARED VOTE 14,960,702	NG POWER			
OWNED BY EACH REPORTING	9 SOLE DISPOSIT	TIVE POWER			
PERSON WITH	1				

	10 SHARED DISPOSITIVE POWER 14,960,702		
11	GGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,960,702		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	ERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) .9%		
14	YPE OF REPORTING PERSON (SEE INSTRUCTIONS) O; HC		

# SCHEDULE 13D

CUSIP No.	60471A	101					Page 3 of 8 Pages	
1	I.R.S. II	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). CCP IX LP No. 1						
2	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ☑  (b) □						
3	SEC US	SE ONLY						
4	SOURC OO	CE OF FUNDS (S	EE INSTRUCTION	NS)				
5		IF DISCLOSUF ANT TO ITEMS		OCEEDINGS IS RE	EQUIRED			
6	-	CITIZENSHIP OR PLACE OF ORGANIZATION United Kingdom						
NUMBER OF	7	SOLE VOTING 0	POWER					
SHARES BENEFICIALLY OWNED BY	8	SHARED VOT 14,960,702	NG POWER					
EACH REPORTING	9	SOLE DISPOSI 0	TIVE POWER					
PERSON WITH	10 SHARED DISPOSITIVE POWER 14,960,702							
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,960,702							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES							
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.9%							
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN							

# SCHEDULE 13D

CUSIP No	o. 60471A 101	Page 4 of 8 Pages	
1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). CCP IX LP No. 2		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) ⊠ (b) □	
3	SEC USE ONLY		
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) $\Box$		

6		CITIZENSHIP OR PLACE OF ORGANIZATION United Kingdom		
NUMBER OF	7	SOLE VOTING POWER 0		
SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 14,960,702		
EACH REPORTING	9	SOLE DISPOSITIVE POWER 0		
PERSON WITH	10	SHARED DISPOSITIVE POWER 14,960,702		
11		AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,960,702		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.9%			
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN			

# SCHEDULE 13D

CUSIP No.	60471A	101					Page 5 of 8 Pages
1	I.R.S. I	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY). CCP IX Co-investment LP					
2	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) ⊠  (b) □					
3	SEC US	SE ONLY					
4	SOURO OO	CE OF FUNDS (S	EE INSTRUCTIONS	8)			
5		K IF DISCLOSUR JANT TO ITEMS	E OF LEGAL PROC $2(d)$ or $2(e)$	CEEDINGS IS RI	EQUIRED		
6		CITIZENSHIP OR PLACE OF ORGANIZATION United Kingdom					
NUMBER OF	7	SOLE VOTING 0	POWER				
SHARES BENEFICIALLY OWNED BY	8	SHARED VOTI 14,960,702	NG POWER				
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PERSON WITH	10 SHARED DISPOSITIVE POWER 14,960,702						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,960,702						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.9%						
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) PN						

# SCHEDULE 13D

CUSIP No. 60471A 101			Page 6 of 8 Pages
	NAME OF REPORTING I.R.S. IDENTIFICATION CCP IX Co-investment N	NOS. OF ABOVE PERSONS (ENTITIES ONLY).	

2	СНЕСИ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) (b)			
3	SEC US	EC USE ONLY			
4	SOURO	CE OF FUNDS (SEE INSTRUCTIONS)			
5		K IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED JANT TO ITEMS 2(d) or 2(e) $\square$			
6	-	ENSHIP OR PLACE OF ORGANIZATION Kingdom			
NUMBER OF	7	SOLE VOTING POWER 0			
SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 14,960,702			
EACH REPORTING	9	SOLE DISPOSITIVE POWER 0			
PERSON WITH	10	SHARED DISPOSITIVE POWER 14,960,702			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,960,702				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
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#### **SCHEDULE 13D**

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#### Item 1. Security and Issuer

This Amendment No. 2 (this "Amendment") to the statement on Schedule 13D filed on November 4, 2021, as amended by Amendment No. 1 filed on September 21, 2002 (the "Schedule 13D") relates to the Class A common stock, par value \$0.0001 per share (the "Class A common stock"), of Mirion Technologies, Inc., f/k/a GS Acquisition Holdings Corp II (the "Issuer"). The principal executive offices of the Issuer are located at 1218 Menlo Drive, Atlanta, Georgia 30318.

Certain terms used, but not defined, in this Amendment shall have the meanings assigned thereto in the Schedule 13D. Except as specifically provided herein, this Amendment does not modify any of the information reported in the Schedule 13D.

#### Item 5. Interest in Securities of the Issuer

(a) - (b) Calculations of the percentage of shares of Class A common stock beneficially owned based 217,470,076 shares of Class A common stock outstanding as of February 26, 2023, as reflected in the Issuer's Annual Report on Form 10-K for the fiscal year ended December 31, 2022.

The aggregate number and percentage of the Class A common stock beneficially owned by each Reporting Person and, for each Reporting Person, the number of shares as to which there is sole power to vote or to direct the vote, shares power to vote or to direct the vote, sole power to dispose or to direct the disposition, or shared power to dispose or to direct the disposition are set forth on rows 7 through 11 and row 13 of the cover pages of this Amendment and are incorporated herein by reference.

(c) On March 7, 2023, in connection with an underwritten public offering of shares of Class A common stock (at a price to the public of \$8.75 per share), CCP IX consummated the sale of an aggregate of 9,786,153 shares of Class A common stock. The price per share received by the CCP IX in these sales was \$8.645.

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

Report on Form 8-K filed by the Issuer with the SEC on March 7, 2023).

On March 2, 2023, the Issuer and CCP IX entered into an underwriting agreement (the "Underwriting Agreement") with Jefferies LLC (the "Underwriter") in connection with an underwritten public offering of shares of Class A common stock described in Item 5(c) above. The Underwriting Agreement Exhibit 6 hereto and is incorporated herein by reference.

On March 2, 2023, CCP IX entered into lock-up agreements (the "Lock-Up Agreements") with the Underwriter pursuant to which CCP IX agreed, subject to the terms and conditions of the Lock-Up Agreements, not to transfer any shares of Class A common stock during a period of 60 days from March 2, 2023. A form of the Lock-Up Agreements is attached as Annex I to the Underwriting Agreement that is Exhibit 6 hereto and is incorporated herein by reference.

#### Item 7. Material to be Filed as Exhibits

Exhibit	
Number	Description
6	Underwriting Agreement and the Form of Lock-Up Agreements included as Annex I thereto (incorporated by reference to Exhibit 1.1 to the Current

### **SIGNATURES**

After reasonable inquiry and to the best of its or his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: March 8, 2023

# CHARTERHOUSE GENERAL PARTNERS (IX) LIMITED

By: /s/ Thomas S. Patrick

Name: Thomas S. Patrick

Title: Director

CCP IX LP NO. 1, acting by its General Partner,

CHARTERHOUSE GENERAL PARTNERS (IX) LIMITED

By: /s/ Thomas S. Patrick

Name: Thomas S. Patrick

Title: Director

CCP IX LP NO. 2, acting by its General Partner,

CHARTERHOUSE GENERAL PARTNERS (IX) LIMITED

By: /s/ Thomas S. Patrick

Name: Thomas S. Patrick

Title: Director

CCP IX CO-INVESTMENT LP, acting by its General Partner, CHARTERHOUSE GENERAL PARTNERS (IX) LIMITED

By: /s/ Thomas S. Patrick

Name: Thomas S. Patrick

Title: Director

CCP IX CO-INVESTMENT NO. 2 LP, acting by its General Partner, CHARTERHOUSE GENERAL PARTNERS (IX) LIMITED

By: /s/ Thomas S, Patrick

Name: Thomas S. Patrick

Title: Director