SEC Form 4

FORM 4

Check this box if no longer subject

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

OMB APPROVAL

-	-							
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to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).					ed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940					
	1. Name and Addre			2. Issuer Name and Ticker or Trading Symbol <u>Sensei Biotherapeutics, Inc.</u> [SNSE]						
	(Last)	(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/20/2021	4				

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person [*] Cambrian BioPharma Inc				ssuer Name and Tic nsei Biothera	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
(Last) 19 MORRIS AV	-	(Middle)	04/2	ate of Earliest Tran 20/2021		Officer (give title below)		Other (below)	(specify			
BROOKLYN NAVY YARD, BUILDING 128			28 4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) BROOKLYN (City)	NY (State)	11205 (Zip)					X	Form filed by On Form filed by Mo Person	•	U		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security	r (Instr. 3)		. Transaction Date	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities	6. Owne Form: D		7. Nature of Indirect	

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 8)		ירט (mstr. 3, 4 and 5) (mstr. 3, 4 and 5)			(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	04/20/2021		Р		385	Α	\$12.77 ⁽¹⁾	4,811,894	D ⁽²⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction Date 3A. Deemed Execution Date, 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of Derivative 9. Number of derivative 10. Ownership 11. Nature of Indirect 5. Number Conversion Transaction (Month/Day/Year) Derivative Security or Exercise if any (Month/Day/Year) Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial Direct (D) or Indirect (I) (Instr. 4) Price of Derivative Securities Acquired Ownership (Instr. 4) (Instr. 3) 8) Underlying (Instr. 5) Beneficially Owned Derivative (A) or Disposed of (D) (Instr. 3, 4 and 5) Security Security (Instr. 3 and 4) Following Reported Transaction(s) (Instr. 4) Amount or Number Date Exercisable Expiration Date of Shares v (A) (D) Title Code

Explanation of Responses:

1. The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$12.75 to \$13.00, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set herein.

2. These shares are held by Cambrian Biopharma Inc, a Delaware corporation ("Cambrian"). The Chief Executive Officer of Cambrian, James Peyer, may direct the voting and disposition of the shares held by Cambrian, subject in certain instances to the approval of Cambrian's Board of Directors. Mr. Peyer disclaims beneficial ownership of such shares

<u>Cambrian BioPharma Inc, by:</u>

<u>/s/ James Peyer</u>

** Signature of Reporting Person Date

04/21/2021

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.