SEC Form 4
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b).	F	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	4				
	ľ	or Section 30(h) of the Investment Company Act of 1940	•				
1. Name and Address of Reporting Person* <u>Peyer James</u>		2. Issuer Name <b>and</b> Ticker or Trading Symbol Sensei Biotherapeutics, Inc. [SNSE]		tionship of Repo all applicable)	Reporting Person(s) to Issuer ble)		
			X	Director	Х	10% Ow	ner
(Last) (First) C/O SENSEI BIOTHERAPEUTI	(Middle) CS, INC.	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2021		Officer (give ti below)	tle	Other (s below)	pecify
1405 RESEARCH BLVD, SUITE	E 125	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Gr	oup Filir	ng (Check Ap	plicable
(Street)			X	Form filed by	One Rep	orting Perso	n
ROCKVILLE MD	20850			Form filed by Person	More tha	an One Repo	rting
(City) (State)	(Zip)						

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/24/2021		Р		18,100	A	<b>\$16.84</b> <sup>(1)</sup>	4,750,894	I <sup>(2)</sup>	See footnote <sup>(2)</sup>
Common Stock	02/24/2021		Р		900	A	\$18.42 <sup>(3)</sup>	4,751,794	I <sup>(2)</sup>	See footnote <sup>(2)</sup>
Common Stock	02/25/2021		Р		12,000	A	\$15.79 <sup>(4)</sup>	4,763,794	I <sup>(2)</sup>	See footnote <sup>(2)</sup>

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cais, warains, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)				Expiration Da	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

### Explanation of Responses:

1. The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$16.43 to \$17.24, 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 Reporting Person is the Chief Executive Officer of Cambrian and in such capacity 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.

3. The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$17.95 to \$18.80, 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

4. The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$15.59 to \$16.05, 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

#### Remarks:

By: /s/Mark Ballantyne, Attorney-in-Fact

02/26/2021

\*\* Signature of Reporting Person Date

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

 $\ast$  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.