SEC Form 4

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FORM 4

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

OMB APPROVAL

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	OMB Number:	3235-0287					
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Check this box if no longer subject	SIA
to Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

r			1	1								
1. Name and Address of Reporting Person [*] Cambrian BioPharma Inc			2. Issuer Name and Ticker or Trading Symbol Sensei Biotherapeutics, Inc. [SNSE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
				Director X 10% Owner								
(Last) (First) (Middle) 19 MORRIS AVENUE		· · ·	3. Date of Earliest Transaction (Month/Day/Year) 03/23/2021	Officer (give title Other (specify below) below)								
BROOKLYN NAVY YARD, BUILDING 128			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable								
				Line)								
(Street)				X Form filed by One Reporting Person								
BROOKLYN	NY	11205		Form filed by More than One Reporting Person								
(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)	Code (Instr.		4. Securities Disposed Of		r. 3, 4 and 5)	Securities Beneficially	(D) or Indirect	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)		Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/23/2021		Р		10,000	A	\$14.34 ⁽¹⁾	4,798,794	D ⁽²⁾	

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

		Derivative Security					Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Derivative Security (Instr. 3 and 4)		Owned Following Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	(Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Security

(Instr. 3)

1. The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$14.00 to \$14.75, 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>

/s/ James Peyer

** Signature of Reporting Person Date

03/24/2021

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.