

FATE THERAPEUTICS INC
Form 3
September 30, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

ARCH VENTURE FUND VI
LP

(Last) (First) (Middle)

C/O ARCH VENTURE
PARTNERS, 8725 WEST
HIGGINS ROAD, SUITE 290

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
09/30/2013

3. Issuer Name and Ticker or Trading Symbol
FATE THERAPEUTICS INC [FATE]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
____ Form filed by One Reporting
Person
X Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	675,493	\$ (1)	D (3)	Â
Series B Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	265,252	\$ (2)	D (3)	Â
Series C Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	570,663	\$ (1)	D (3)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARCH VENTURE FUND VI LP C/O ARCH VENTURE PARTNERS 8725 WEST HIGGINS ROAD, SUITE 290 CHICAGO, IL 60631	Â	Â X	Â	Â
ARCH VENTURE PARTNERS VI LP 8725 WEST HIGGINS ROAD, SUITE 290 CHICAGO, IL 60631	Â	Â X	Â	Â
CRANDELL KEITH 8725 WEST HIGGINS ROAD, SUITE 290 CHICAGO, IL 60631	Â	Â X	Â	Â
BYBEE CLINTON 8725 WEST HIGGINS ROAD, SUITE 290 CHICAGO, IL 60631	Â	Â X	Â	Â
ARCH VENTURE PARTNERS VI LLC 8725 WEST HIGGINS ROAD, SUITE 290 CHICAGO, IL 60631	Â	Â X	Â	Â

Signatures

ARCH Venture Fund VI, L.P., By: /s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the general partner of the general partner of ARCH Fund VI	09/30/2013
_____ **Signature of Reporting Person	Date
ARCH Venture Partners VI, L.P., By: /s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the general partner of the general partner of ARCH Partners VI	09/30/2013
_____ **Signature of Reporting Person	Date
ARCH Venture Partners VI, LLC, By: /s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the general partner of the general partner of ARCH VI LLC	09/30/2013
_____ **Signature of Reporting Person	Date
By: /s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell	09/30/2013
_____ **Signature of Reporting Person	Date

By: /s/ Mark McDonnell, as Attorney-in-Fact for Clinton Bybee

09/30/2013

____Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) The aggregate number of shares of Issuer's Preferred Stock held by the Reporting Persons converts into Common Stock immediately prior to the closing of the Issuer's initial public offering and has no expiration date. These shares convert into Common Stock on a 1-for-1 basis.

(2) The aggregate number of shares of Issuer's Preferred Stock held by the Reporting Persons converts into Common Stock immediately prior to the closing of the Issuer's initial public offering and has no expiration date. These shares convert into Common Stock on approximately a 1-for-1.15 basis.

(3) These shares are owned directly by ARCH Venture Fund VI, L.P. ("ARCH Fund VI"). The sole general partner of ARCH Fund VI is ARCH Venture Partners VI, L.P. ("ARCH Partners VI"). The sole general partner of ARCH Partners VI is ARCH Venture Partners VI, LLC ("ARCH VI LLC"). The Managing Directors of ARCH VI LLC, Robert T. Nelsen, Keith Crandell and Clinton Bybee, are deemed to have voting and dispositive power over the shares and may be deemed to beneficially own certain shares held by ARCH Fund VI. Each Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Persons are the beneficial owners of such securities for Section 16 or any other purpose.

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

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