

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Flagship Pioneering Fund VII General Partner LLC</u> (Last) (First) (Middle) 55 CAMBRIDGE PARKWAY, SUITE 800E (Street) CAMBRIDGE MA 02142 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/12/2024	3. Issuer Name and Ticker or Trading Symbol <u>Sana Biotechnology, Inc.</u> [SANA]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
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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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Pre-Funded Warrants to purchase Common Stock	02/12/2024	(1)	Common Stock	2,727,272 ⁽¹⁾	0.0001	I	By Flagship Pioneering Fund VII, L.P. ⁽²⁾

1. Name and Address of Reporting Person*
Flagship Pioneering Fund VII General Partner LLC
 (Last) (First) (Middle)
 55 CAMBRIDGE PARKWAY, SUITE 800E
 (Street)
 CAMBRIDGE MA 02142
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Flagship Pioneering Fund VII, L.P.
 (Last) (First) (Middle)
 55 CAMBRIDGE PARKWAY, SUITE 800E
 (Street)
 CAMBRIDGE MA 02142
 (City) (State) (Zip)

Explanation of Responses:

1. On February 12, 2024, pursuant to an underwritten public offering by the Issuer, Flagship Pioneering Fund VII, L.P. ("Flagship Fund VII") acquired pre-funded warrants to purchase 2,727,272 shares of Common Stock (the "Pre-Funded Warrants") at a purchase price of \$5.4999 per Pre-Funded Warrant. The Pre-Funded Warrants do not have an expiration date.

2. Shares held by Flagship Fund VII. Flagship Pioneering Fund VII General Partner LLC ("Flagship Fund VII GP") is the general partner of Flagship Fund VII. Flagship Pioneering, Inc. ("Flagship Pioneering") is the manager of Flagship Fund VII GP. Noubar B. Afeyan, Ph.D. is the Chief Executive Officer, sole shareholder and director of Flagship Pioneering. Each of the reporting persons except Flagship Fund VII disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein, if any.

Flagship Pioneering Fund
VII General Partner LLC,
By: Flagship Pioneering,
Inc., its manager, By: /s/
Noubar B. Afeyan, PhD.,
Chief Executive Officer 02/14/2024

Flagship Pioneering Fund
VII, L.P., By: Flagship
Pioneering Fund VII
General Partner LLC, its
general partner, By: 02/14/2024
Flagship Pioneering, Inc.,
its manager, By: /s/
Noubar B. Afeyan, PhD.,
Chief Executive Officer

** Signature of Reporting Person Date

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 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).

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.