FORM 3

1. Name and Address of Reporting Person*

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

3. Issuer Name **and** Ticker or Trading Symbol

2. Date of Event

Requirii (Month/	ng Statement Day/Year)	Sana Biotechnology, Inc. [SANA]						
		4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)		Person(s) to 10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Table I - N	Ion-Deriva	tive Securities Be	nefici	ially O	wned			
1. Title of Security (Instr. 4)			Beneficially Owned (Instr. Form 4) (D) o		: Direct Ow r Indirect		Nature of Indirect Beneficial wnership (Instr. 5)	
Common Stock			I			See Footnotes ⁽¹⁾⁽³⁾⁽⁷⁾		
Common Stock				I	See Footnotes ⁽²⁾⁽³⁾⁽⁷⁾			
)		
		3. Title and Amount of Securi		ities 4. Conversi		5. ion Ownership ise Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
Date Exercisable	Expiration Date	Title	Num	nber of	Derivativ		or Indirect (I) (Instr. 5)	5)
(8)	(9)	Common Stock	3,687,500		(8)		I	See Footnotes ⁽¹⁾⁽³⁾
(8)	(9)	Common Stock	3,687,500		(8)		I	See Footnotes ⁽²⁾⁽³⁾
(8)	(9)	Common Stock	5,687,500		(8)		I	See Footnotes ⁽¹⁾⁽³⁾ (7)
(8)	(9)	Common Stock	9,375,000		(8)		I	See Footnotes ⁽⁴⁾⁽⁶⁾
(8)	(9)	Common Stock	9,375,000		(8)		I	See Footnotes ⁽⁵⁾⁽⁶⁾
(8)	(9)	Common Stock	5,687,500		(8)		I	See Footnotes ⁽²⁾⁽³⁾
(8)	(9)	Common Stock	781,250		(8)		I	See Footnotes ⁽¹⁾⁽³⁾
(8)	(9)	Common Stock	781,250		(8)		I	See Footnotes ⁽²⁾⁽³⁾ (7)
			2,343,750		(8)			
(8)	(9)	Common Stock	2,34	13,750	(8)		I	See Footnotes ⁽⁴⁾⁽⁶⁾
	Table I - N Table I - N Table II (e.g., puts, compared to the first of the first	Table II - Derivative (e.g., puts, calls, warration Date (Month/Day/Year) Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Bayeration Date (Month/Day/Year) (8) (9) (8) (9) (8) (9) (8) (9)	Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Table II - Derivative Securities Beneficially Owned (Ir 4) Common Stock (a) (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c	Table II - Derivative Securities Beneficially Owned (Instr. 4) 147,500 Table II - Derivative Securities Beneficially Owned (Instr. 4) 2. Amount of Securities Beneficially Owned (Instr. 4) 147,500 145,000 Table II - Derivative Securities Beneficial (e.g., puts, calls, warrants, options, convertile (Instr. 4) 2. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Exercisable (8) (9) Common Stock 3,66 (8) (9) Common Stock 3,66 (8) (9) Common Stock 5,66 (8) (9) Common Stock 5,66 (8) (9) Common Stock 5,66 (8) (9) Common Stock 78	Requiring Statement (Month/Day/Year) 02/03/2021 4. Relationship of Reporting Person(susuer (Check all applicable) X Director 10% (Check all applicable) X Director Officer (give title below) Difficer (give t	Sana Biotechnology, Inc. SANA	Sana Biotechnology, Inc. [SANA]	Common Stock Sana Biotechnology, Inc. SANA

Explanation of Responses:

- 2. These shares are directly held by ARCH Venture Fund IX Overage, L.P. (ARCH IX Overage). ARCH Venture Partners IX Overage, L.P. (AVP IX Overage LP) is the sole general partner of ARCH IX Overage.
- 3. ARCH Venture Partners IX, LLC (AVP IX LLC) is the sole general partner of each of AVP IX LP and AVP IX Overage LP. The Reporting Person is a managing director of AVP IX LLC ("AVP IX MD"). AVP IX LP and AVP IX Overage LP may be deemed to beneficially own the shares held by ARCH IX and ARCH IX Overage, respectively, AVP IX LLC may be deemed to beneficially own the shares held by ARCH IX and ARCH IX overage, and the AVP IX MD may be deemed to share the power to direct the disposition and vote of the shares held by ARCH IX and ARCH IX Overage. AVP IX LP, AVP IX Overage LP and AVP IX LLCeach disclaim beneficial ownership except to the extent of any pecuniary interest therein.
- 4. These shares are directly held by ARCH Venture Fund X, L.P. (ARCH X). ARCH Venture Partners X, L.P. (AVP X LP) is the sole general partner of ARCH X.
- 5. These shares are directly held by ARCH Venture Fund X Overage, L.P. (ARCH X Overage). ARCH Venture Partners X Overage, L.P. (AVP X Overage LP) is the sole general partner of ARCH X Overage.
- 6. ARCH Venture Partners X, LLC (AVP X LLC) is the sole general partner of each of AVP X LP and AVP X Overage LP. The Reporting Person is on the investment committee of AVP X LLC ("AVP X Committee Member"). AVP X LP and AVP X Overage LP may be deemed to beneficially own the shares held by ARCH X and ARCH X Overage, respectively, AVP X LLC may be deemed to beneficially own the shares held by ARCH X and ARCH X Overage, and the AVP X Committee Member may be deemed to share the power to direct the disposition and vote of the shares held by ARCH X and ARCH X Overage. AVP X LP, AVP X Overage LP, and AVP X LLC, each disclaim beneficial ownership except to to the extent of any pecuniary interest therein.
- 7. The Reporting Person is an AVP IX MD and an AVP X Committee Member and may be deemed to beneficially own the shares held by ARCH IX, ARCH IX Overage, ARCH X, and ARCH X Overage. The Reporting Person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein, if any.
- 8. The shares of Issuer's Preferred Stock automatically convert into shares of Issuer's Common Stock, for no additional consideration, on a 1-for-1 basis immediately prior to the consummation of Issuer's initial public offering.
- 9. The expiration date is not relevant to the conversion of these securities.

Remarks:

Exhibit 24 - Power of Attorney.

/s/ James J. MacDonald,

Attorney-in-Fact for 02/03/2021
Robert Nelsen

** Signature of Reporting

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.

POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Sana Biotechnology, Inc. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder, and Forms 3, 4, and 5 in accordance with Section 16 of the Exchange Act and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D or 13G or Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such schedule or form with the SEC and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 and Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Schedule 13D and 13G and Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of January, 2021.

Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

- 1. Steven D. Harr
- 2. James J. MacDonald
- Nathan Hardy