

**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>ARCH Venture Partners IX, LLC</u>  (Last) (First) (Middle) 8755 W. HIGGINS ROAD , SUITE 1025  (Street) CHICAGO IL 60631  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/16/2021	3. Issuer Name and Ticker or Trading Symbol <u>Lyell Immunopharma, Inc. [ LYEL ]</u>	
		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			
Series A Convertible Preferred Stock	(1)	(1)	Common Stock	17,771,216	1.8288	I	ARCH Venture Fund IX, L.P. <sup>(2)</sup>
Series A Convertible Preferred Stock	(1)	(1)	Common Stock	17,771,216	1.8288	I	ARCH Venture Fund IX Overage, L.P. <sup>(2)</sup>
Series C Convertible Preferred Stock	(3)	(3)	Common Stock	435,142	11.4905	I	ARCH Venture Fund IX, L.P. <sup>(2)</sup>
Series C Convertible Preferred Stock	(3)	(3)	Common Stock	435,142	11.4905	I	ARCH Venture Fund IX Overage, L.P. <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
ARCH Venture Partners IX, LLC  
 (Last) (First) (Middle)  
 8755 W. HIGGINS ROAD , SUITE 1025  
 (Street)  
 CHICAGO IL 60631  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
ARCH Venture Fund IX, L.P.  
 (Last) (First) (Middle)

8755 W. HIGGINS ROAD

SUITE 1025

(Street)

CHICAGO IL 60631

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[ARCH Venture Fund IX Overage, L.P.](#)

(Last)

(First)

(Middle)

8755 W. HIGGINS ROAD

SUITE 1025

(Street)

CHICAGO IL 60631

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[ARCH Venture Partners IX Overage, L.P.](#)

(Last)

(First)

(Middle)

8755 W. HIGGINS ROAD

SUITE 1025

(Street)

CHICAGO IL 60631

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(State)

(Zip)

1. Name and Address of Reporting Person\*

[ARCH Venture Partners IX, L.P.](#)

(Last)

(First)

(Middle)

8755 W. HIGGINS ROAD

SUITE 1025

(Street)

CHICAGO IL 60631

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[CRANDELL KEITH](#)

(Last)

(First)

(Middle)

8755 W. HIGGINS ROAD

(Street)

SUITE 1025 IL 60631

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[BYBEE CLINTON](#)

(Last)

(First)

(Middle)

8755 W. HIGGINS ROAD

SUITE 1025

(Street)	CHICAGO	IL	60631
(City)		(State)	(Zip)

**Explanation of Responses:**

1. The Series A Convertible Preferred Stock is convertible at any time, at the election of holder, has no expiration date, and will automatically convert to shares of the Issuer's Common Stock immediately prior to the closing of the Issuer's initial public offering on a 1-for-1 basis.
2. ARCH Venture Partners IX, L.P. (AVP IX LP) is the sole general partner of ARCH Venture Fund IX, L.P. (ARCH IX). ARCH Venture Partners IX Overage, L.P. (AVP IX Overage LP) is the sole general partner of ARCH Venture Fund IX Overage, L.P. (ARCH IX Overage). ARCH Venture Partners IX, LLC (AVP IX LLC) is the sole general partner of each of AVP IX LP and AVP IX Overage LP. Keith Crandell and Clinton Bybee are managing directors of AVP IX LLC (the AVP IX MDs). 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 each of the AVP IX MDs 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, AVP IX LLC, and the AVP IX MDs each disclaim beneficial ownership except to the extent of any pecuniary interest therein.
3. The Series C Convertible Preferred Stock is convertible at any time, at the election of holder, has no expiration date, and will automatically convert to shares of the Issuer's Common Stock immediately prior to the closing of the Issuer's initial public offering on a 1-for-1 basis.

**Remarks:**

/s/ ARCH Venture Fund IX, L.P., By: ARCH Venture Partners IX, L.P., its General Partner, By: ARCH Venture Partners IX, LLC, its General Partner, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ ARCH Venture Fund IX Overage, L.P., By: ARCH Venture Partners IX Overage, L.P., its General Partner, By: ARCH Venture Partners IX, LLC, its General Partner, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ ARCH Venture Partners IX, L.P., its General Partner, By: ARCH Venture Partners IX, LLC, its General Partner, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ ARCH Venture Partners IX Overage, L.P., its General Partner, By: ARCH Venture Partners IX, LLC, its General Partner, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ ARCH Venture Partners IX, LLC, its General Partner, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ Keith Crandell, By: Mark McDonnell, attorney in-fact 06/16/2021

/s/ Clinton Bybee, By: Mark McDonnell, attorney in-fact 06/16/2021

\*\* 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.

