

FATE THERAPEUTICS INC

Form 3

October 16, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â TAHL CINDY

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/06/2015

3. Issuer Name **and** Ticker or Trading Symbol
FATE THERAPEUTICS INC [FATE]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

General Counsel and Secretary

C/O FATE THERAPEUTICS,
INC.,Â 3535 GENERAL
ATOMICS COURT, SUITE 200

(Street)

SAN DIEGO,Â CAÂ 92121

(City)

(State)

(Zip)

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)

Common Stock

6,876

D

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

SEC 1473 (7-02)

**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 control number.****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
Derivative5. 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)	
Stock Option (right to buy)	Â <u>(1)</u>	02/10/2020	Common Stock	2,080	\$ 1.69	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	03/11/2021	Common Stock	8,461	\$ 1.69	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	01/14/2023	Common Stock	2,008	\$ 1.37	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	08/12/2023	Common Stock	12,309	\$ 7.87	D	Â
Stock Option (right to buy)	Â <u>(4)</u>	01/09/2024	Common Stock	35,000	\$ 6.62	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	01/05/2025	Common Stock	34,560	\$ 4.84	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAHL CINDY C/O FATE THERAPEUTICS, INC. 3535 GENERAL ATOMICS COURT, SUITE 200 SAN DIEGO, CA 92121	Â	Â	Â General Counsel and Secretary	Â

Signatures

/S/Cindy R. Tahl 10/16/2015

__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) This option is fully vested.

(2) The shares subject to the option shall vest and become exercisable in 48 equal monthly installments beginning on November 1, 2012 such that this option is fully exercisable on October 1, 2016.

(3) 1/2 of the shares subject to this option shall vest and become exercisable in 48 equal monthly installments beginning on November 4, 2013, the remaining 1/2 of the shares are divided into five equal parts, each of which will vest and become exercisable in 24 equal monthly installments following the Issuer's achievement of each of five specified performance based milestones.

(4) The shares subject to the option shall vest and become exercisable in 48 equal monthly installments beginning on November 4, 2013 such that this option is fully exercisable on October 4, 2017.

(5) The shares subject to the option shall vest and become exercisable in 48 equal monthly installments beginning on February 5, 2015 such that this option is fully exercisable on January 5, 2019.

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Remarks:

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Exhibit 24 - Power of Attorney

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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