

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>BAYER HEALTHCARE LLC</u> (Last) (First) (Middle) 100 BAYER BOULEVARD (Street) WHIPPANY NJ 07981 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Senti Biosciences, Inc. [SNTI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/09/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								587,848	D ⁽¹⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Convertible Preferred Stock	(2)	12/09/2024		P		2,222		(2)	(2)	Common Stock	2,222,000 ⁽²⁾	(3)	2,222	D ⁽¹⁾	
Warrant	\$2.3	12/09/2024		P		3,333,000		(4)	12/09/2029	Common Stock	3,333,000	(3)	3,330,000	D ⁽¹⁾	

1. Name and Address of Reporting Person*
BAYER HEALTHCARE LLC
 (Last) (First) (Middle)
 100 BAYER BOULEVARD
 (Street)
 WHIPPANY NJ 07981
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Bayer US Holding LP
 (Last) (First) (Middle)
 100 BAYER BOULEVARD
 (Street)
 WHIPPANY NJ 07981
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Bayer World Investments B.V.
 (Last) (First) (Middle)
 SIRIUSDREEF 36
 (Street)
 HOOFDDORP P7 2132WT
 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
BAYER AKTIENGESELLSCHAFT		
(Last)	(First)	(Middle)
BAYERWERK, KAISER-WILHELM-ALLEE 1		
(Street)		
LEVERKUSEN	2M	51368
(City)	(State)	(Zip)

Explanation of Responses:

- The securities reported are held directly by Bayer HealthCare LLC, a Delaware limited liability company, which is indirectly controlled by Bayer US Holding LP ("BUSH LP"), a Delaware limited partnership. Bayer World Investments B.V. ("BWI"), a Dutch private limited company, is the general partner of BUSH LP. BWI is an indirect, wholly owned subsidiary of Bayer Aktiengesellschaft, a publicly-held German stock corporation. Accordingly, Bayer Aktiengesellschaft may be deemed to be an indirect beneficial owner of the shares beneficially owned directly by Bayer HealthCare LLC.
- Each share of Series A Convertible Preferred Stock ("Series A") will convert into 1,000 shares of the Issuer's common stock upon the date that the Issuer's stockholders first approve the issuance of the Issuer's common stock upon conversion of the shares of Series A.
- The reported securities include shares of Series A and warrants purchased by the reporting person for \$2,250 per unit. Each unit consists of one share of Series A, convertible into 1,000 shares of the Issuer's common stock, and accompanying warrant coverage to purchase 1,500 shares of the Issuer's common stock for each share of Series A purchased.
- The warrant becomes exercisable once the Issuer's stockholders first approve the issuance of the Issuer's common stock underlying the warrants in excess of the limitations imposed by Rule 5635 of the Nasdaq Stock Market listing rules.

[Bayer HealthCare LLC, By: /s/
Priyal Patel, Name: Priyal Patel, 12/11/2024
Title: Treasurer](#)

[Bayer US Holding LP, By: /s/
Priyal Patel, Name: Priyal Patel, 12/11/2024
Title: Treasurer](#)

[Bayer World Investments B.V.,
By: /s/ Kati Schnuerer, Name:
Kati Schnuerer, Title: Managing 12/11/2024
Director](#)

[Bayer Aktiengesellschaft, By: /s/
Thomas Hoffmann, Name:
Thomas Hoffmann, Title: Head 12/11/2024
of Treasury](#)

** 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 4 (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.