

OMB APPROVAL	
OMB Number:	3235-0104
Estimated 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ARCH VENTURE FUND VI LP</u> <hr/> (Last) (First) (Middle) C/O ARCH VENTURE PARTNERS 8725 WEST HIGGINS ROAD, SUITE 290 <hr/> (Street) CHICAGO IL 60631 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/30/2013	3. Issuer Name and Ticker or Trading Symbol <u>FATE THERAPEUTICS INC [FATE]</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) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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)

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				
Series A Convertible Preferred Stock	(1)	(1)	Common Stock	675,493	(1)	D ⁽³⁾
Series B Convertible Preferred Stock	(2)	(2)	Common Stock	265,252	(2)	D ⁽³⁾
Series C Convertible Preferred Stock	(1)	(1)	Common Stock	570,663	(1)	D ⁽³⁾

1. Name and Address of Reporting Person* <u>ARCH VENTURE FUND VI LP</u> <hr/> (Last) (First) (Middle) C/O ARCH VENTURE PARTNERS 8725 WEST HIGGINS ROAD, SUITE 290 <hr/> (Street) CHICAGO IL 60631 <hr/> (City) (State) (Zip)

1. Name and Address of Reporting Person* <u>ARCH VENTURE PARTNERS VI LP</u> <hr/> (Last) (First) (Middle) 8725 WEST HIGGINS ROAD, SUITE 290 <hr/> (Street) CHICAGO IL 60631 <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person*		
CRANDELL KEITH		
(Last)	(First)	(Middle)
8725 WEST HIGGINS ROAD, SUITE 290		
(Street)		
CHICAGO	IL	60631
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
BYBEE CLINTON		
(Last)	(First)	(Middle)
8725 WEST HIGGINS ROAD, SUITE 290		
(Street)		
CHICAGO	IL	60631
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
ARCH VENTURE PARTNERS VI LLC		
(Last)	(First)	(Middle)
8725 WEST HIGGINS ROAD, SUITE 290		
(Street)		
CHICAGO	IL	60631
(City) (State) (Zip)		

Explanation of Responses:

1. The aggregate number of shares of Issuer's Preferred Stock held by the Reporting Persons converts into Common Stock immediately prior to the closing of the Issuer's initial public offering and has no expiration date. These shares convert into Common Stock on a 1-for-1 basis.
2. The aggregate number of shares of Issuer's Preferred Stock held by the Reporting Persons converts into Common Stock immediately prior to the closing of the Issuer's initial public offering and has no expiration date. These shares convert into Common Stock on approximately a 1-for-1.15 basis.
3. These shares are owned directly by ARCH Venture Fund VI, L.P. ("ARCH Fund VI"). The sole general partner of ARCH Fund VI is ARCH Venture Partners VI, L.P. ("ARCH Partners VI"). The sole general partner of ARCH Partners VI is ARCH Venture Partners VI, LLC ("ARCH VI LLC"). The Managing Directors of ARCH VI LLC, Robert T. Nelsen, Keith Crandell and Clinton Bybee, are deemed to have voting and dispositive power over the shares and may be deemed to beneficially own certain shares held by ARCH Fund VI. Each Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Persons are the beneficial owners of such securities for Section 16 or any other purpose.

[ARCH Venture Fund VI, L.P.,
By: /s/ Mark McDonnell, as
Attorney-in-Fact for Keith
Crandell, Managing Director](#) [09/30/2013](#)
[of the general partner of the
general partner of ARCH Fund
VI](#)

[ARCH Venture Partners VI,
L.P., By: /s/ Mark McDonnell,
as Attorney-in-Fact for Keith
Crandell, Managing Director](#) [09/30/2013](#)
[of the general partner of the
general partner of ARCH
Partners VI](#)

[ARCH Venture Partners VI,
LLC, By: /s/ Mark
McDonnell, as Attorney-in-
Fact for Keith Crandell,](#) [09/30/2013](#)
[Managing Director of the
general partner of the general
partner of ARCH VI LLC](#)

[By: /s/ Mark McDonnell, as
Attorney-in-Fact for Keith
Crandell](#) [09/30/2013](#)

By: /s/ Mark McDonnell, as
Attorney-in-Fact for Clinton 09/30/2013
Bybee

** 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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Mark McDonnell his true and lawful attorney-in-fact, with full power of substitution, to sign any and all instruments, certificates and documents that may be necessary, desirable or appropriate to be executed on behalf of himself as an individual or in his capacity as a direct or indirect general partner, director, officer or manager of any partnership, corporation or limited liability company, pursuant to section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the Financial Industry Regulatory Authority, granting unto said attorney-in-fact full power and authority to do and perform each and every act and thing necessary, desirable or appropriate, fully to all intents and purposes as he might or could do in person, thereby ratifying and confirming all that said attorney-in-fact, or his substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 10th day of November, 2010.

ARCH VENTURE FUND VI, L.P.

By: ARCH Venture Partners VI, L.P.
its General Partner

By: ARCH Venture Partners VI, LLC
its General/Partner

By:Keith Crandell

Managing Director

ARCH VENTURE PARTNERS VI, L.P.

By: ARCH Venture Partners VI, LLC
its General Partner

By:Keith Crandell

Managing Director

ARCH VENTURE PARTNER VI, LLC

By:Keith Crandell

Managing Director

/s/ Keith Crandell

Keith Crandell

/s/ Robert Nelson

Robert Nelson

/s/ Clinton Bybee

Clinton Bybee