

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001657545
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer FATE THERAPEUTICS INC
SEC File Number 001-36076
Address of Issuer 12278 Scripps Summit Drive
San Diego
CALIFORNIA
92131
Phone 858-875-1800
Name of Person for Whose Account the Securities are To Be Sold Redmile Capital Offshore Fund (ERISA), Ltd.

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Director, 10% Stockholder

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common Stock, \$0.001 par value	Morgan Stanley 1585 Broadway New York NY 10036	135134	758101.74	98161823	04/14/2023	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
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Common Stock, \$0.001 par value	11/02/2015	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	2000	11/02/2015 Cash
Common Stock, \$0.001 par value	11/03/2015	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	1000	11/03/2015 Cash
Common Stock, \$0.001 par value	12/01/2015	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	2700	12/01/2015 Cash
Common Stock, \$0.001 par value	01/04/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	3000	01/04/2016 Cash
Common Stock, \$0.001 par value	02/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	6054	02/01/2016 Cash
Common Stock, \$0.001 par value	04/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	3000	04/01/2016 Cash
Common Stock, \$0.001 par value	05/02/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	8900	05/02/2016 Cash
Common Stock, \$0.001 par value	06/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	3300	06/01/2016 Cash
Common Stock, \$0.001 par value	07/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	5200	07/01/2016 Cash
Common Stock, \$0.001 par value	08/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	4800	08/01/2016 Cash
Common Stock, \$0.001 par value	09/01/2016	Open Market Purchases	Shares were purchased in open market transactions	<input type="checkbox"/>	17100	09/01/2016 Cash
Common Stock, \$0.001 par value	09/25/2018	Purchase in Public Offering	Issuer	<input type="checkbox"/>	60400	09/25/2018 Cash
Common Stock, \$0.001 par value	09/16/2019	Purchase in Public Offering	Issuer	<input type="checkbox"/>	17680	09/16/2019 Cash

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

144: Remarks and Signature

Remarks

Date of Notice 04/14/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Jennifer Ciresi, Gen Counsel & Chief Compl Off, Redmile Group, LLC, the invest. manager of Redmile Capital Offshore Fund (ERISA), Ltd.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)