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

SCHEDULE 13G Under the Securities Exchange Act of 1934

# FATE THERAPEUTICS, INC. (Name of Issuer) COMMON STOCK, PAR VALUE \$0.001 PER SHARE (Title of Class of Securities) 31189P102 (CUSIP Number) MARCH 16, 2023

(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

	☑ Rule 13d-1(c)
	□ Rule 13d-1(d)
T	he remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for an

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

CUSIP N	No. 31189P102		SCHEDULE 13G	Page [	2	of [	10		
	NAMES OF REPORTING F	ERSONS							
1	Millennium Management LLC								
			F A MEMBER OF A GROUP						
2	(a) □								
	(b) □								
3	SEC USE ONLY								
4	CITIZENSHIP OR PLACE OF ORGANIZATION								
4	Delaware								
	Delaware		GOLD MOTING BOWER						
	NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER						
		3	-0-						
			SHARED VOTING POWER						
		6							
	OWNED BY		1,696,431 (See Item 4(a))						
	EACH		SOLE DISPOSITIVE POWER						
	REPORTING	7	-0-						
	PERSON WITH		SHARED DISPOSITIVE POWER						
		8							
			1,696,431 (See Item 4(a))						

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10

11

12

1.7%

00

TYPE OF REPORTING PERSON

1,696,431 (See Item 4(a))
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

CUSIP No.	31189P102	SCHEDULE 13G	age	3	of	10
NA	MES OF DEPOPTING DEP	ONS				

NAMES OF REPORTING PERSONS							
Millennium Group Management LLC							
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
(a) $\Box$ (b) $\Box$							
SEC USE ONLY							
CITIZENSHIP OR PLACE	CITIZENSHIP OR PLACE OF ORGANIZATION						
Delaware							
		SOLE VOTING POWER					
	5	-0-					
NUMBER OF		SHARED VOTING POWER					
SHARES	6	SIMILED VOTING TO WER					
-		1,696,431 (See Item 4(a))					
EACH	7	SOLE DISPOSITIVE POWER					
REPORTING		-0-					
PERSON WITH		SHARED DISPOSITIVE POWER					
	8	1.606.421.60					
		1,696,431 (See Item 4(a))					
AGGREGATE AMOUNT B	ENEFIC	IALLY OWNED BY EACH REPORTING PERSON					
1,696,431 (See Item 4(a))							
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
	RESENT	ED BY AMOUNT IN ROW (9)					
1.7%							
ITYPE OF REPORTING PER	RSON						
00							
	Millennium Group Manager CHECK THE APPROPRIA  (a)   (b)   SEC USE ONLY CITIZENSHIP OR PLACE  Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  AGGREGATE AMOUNT B  1,696,431 (See Item 4(a)) CHECK BOX IF THE AGG  PERCENT OF CLASS REP  1.7%	Millennium Group Management LLC CHECK THE APPROPRIATE BOX (a)  (a)  (b)  SEC USE ONLY CITIZENSHIP OR PLACE OF ORG Delaware  5  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  8  AGGREGATE AMOUNT BENEFIC 1,696,431 (See Item 4(a)) CHECK BOX IF THE AGGREGATI  PERCENT OF CLASS REPRESENT 1.7%  TYPE OF REPORTING PERSON					

CUSIP No. [	31189P102	SCHEDULE 13G Pa	ge	4	of	10

1	NAMES OF REPORTING I Israel A. Englander							
2	CHECK THE APPROPRIA (a) □ (b) □	ТЕ ВОХ	IF A MEMBER OF A GROUP					
3	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION  United States							
	NUMBER OF	5	SOLE VOTING POWER -0-					
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER  1,696,431 (See Item 4(a))					
		7	SOLE DISPOSITIVE POWER -0-					
		8	SHARED DISPOSITIVE POWER  1,696,431 (See Item 4(a))					
9	1,696,431 (See Item 4(a))		CIALLY OWNED BY EACH REPORTING PERSON					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
11	1.7%	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
12	TYPE OF REPORTING PE	RSON						

CUSIP No.		31189P102 SCHEDULE 13G	Page
Item 1.	(a)	Name of Issuer:	
		Fate Therapeutics, Inc.	
	(b)	Address of Issuer's Principal Executive Offices:	
		12278 Scripps Summit Drive San Diego, California 92131	
Item 2.	(a) (b) (c)	Address of Principal Business Office:	
		Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Delaware	
		Millennium Group Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Delaware	
		Israel A. Englander c/o Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: United States	
	(d)	Title of Class of Securities:	
		common stock, par value \$0.001 per share ("Common Stock")	
	(e)	CUSIP Number:	
		31189P102	
Item 3. If t	his stat	ement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:	
(a)		Broker or dealer registered under section 15 of the Act (15 U.S.C. 780);	
(b)		Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);	
(c)		Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);	
(d)		Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80	)a-8);
(e)		An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);	

An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(f)

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(g)	A parent holding comp	my or control person in accordance with §2	240.13d-1(b)(1)(ii)(G);				
(h)	A savings association a	s defined in Section 3(b) of the Federal Dep	posit Insurance Act (12 U.S.C. 1813	3);			
(i)	A church plan that is ex 1940 (15 U.S.C. 80a-3)	cluded from the definition of an investmen	t company under section 3(c)(14) o	f the Inv	vestment Con	mpany	Act of
(j)	Group, in accordance w	ith §240.13d-1(b)(1)(ii)(J).					

### Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

### (a) Amount Beneficially Owned:

See response to Item 9 on each cover page.

After acquiring beneficial ownership of more than 5% of the outstanding Common Stock on March 16, 2023, the reporting persons ceased to be beneficial owners of more than 5% of the outstanding Common Stock by the date of this filing.

### (b) Percent of Class:

See response to Item 11 on each cover page.

### (c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

See response to Item 5 on each cover page.

(ii) Shared power to vote or to direct the vote

See response to Item 6 on each cover page.

(iii) Sole power to dispose or to direct the disposition of

See response to Item 7 on each cover page.

(iv) Shared power to dispose or to direct the disposition of

See response to Item 8 on each cover page.

The securities disclosed herein as potentially beneficially owned by Millennium Management LLC, Millennium Group Management LLC and Mr. Englander are held by entities subject to voting control and investment discretion by Millennium Management LLC and/or other investment managers that may be controlled by Millennium Group Management LLC (the managing member of Millennium Management LLC) and Mr. Englander (the sole voting trustee of the managing member of Millennium Group Management LLC). The foregoing should not be construed in and of itself as an admission by Millennium Management LLC, Millennium Group Management LLC or Mr. Englander as to beneficial ownership of the securities held by such entities.

### Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\square$ .

### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

### Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

### Item 8. Identification and Classification of Members of the Group

See Exhibit I.

### Item 9. Notice of Dissolution of Group

Not applicable.

### Item 10. Certification

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit I: Joint Filing Agreement, dated as of March 21, 2023, by and among Millennium Management LLC, Millennium Group Management LLC and Israel A. Englander.

## **SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information with respect to it set forth in this statement is true, complete, and correct.

Dated: March 21, 2023

MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

/s/ Israel A. Englander

Israel A. Englander

### **EXHIBIT I**

### JOINT FILING AGREEMENT

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of the Common Stock, par value \$0.001 per share, of Fate Therapeutics, Inc. will be filed on behalf of each of the persons and entities named below in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: March 21, 2023

MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

/s/ Israel A. Englander

Israel A. Englander