(City)

(Last)

(Street) **BOSTON** (State)

(First)

MA

200 BERKELEY STREET, 18TH FLOOR

1. Name and Address of Reporting Person* RA Capital Healthcare Fund LP

(Zip)

(Middle)

02116

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0104 OMB Number:

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 S	ection 30(h) o	f the Investment Compan	y Act c	of 1940					
1. Name and Address of Reporting Person* RA CAPITAL MANAGEMENT, L.P.			' Requiriı	of Event ng Statement Day/Year) 2024	3. Issuer Name and Ticker or Trading Symbol Septerna, Inc. [SEPN]							
(Last) (First) (Middle) 200 BERKELEY STREET, 18TH FLOOR					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give Other (specify				If Amendment, Date of Original Filed (Month/Day/Year) Individual or Joint/Group Filing (Check Applicable Line)			
(Street) BOSTON	MA	02116			title below)		below)	V	Person	by One Reporting by More than One Person	
(City)	(State)	(Zip)										
			Table I - N	lon-Deriva	tive Securities Bei	nefic	ially O	wned				
1. Title of Security (Instr. 4)					2. Amount of Securitie Beneficially Owned (Ir 4)	eficially Owned (Instr. Form:		Direct Own Indirect		Nature of Indirect Beneficial wnership (Instr. 5)		
		((ve Securities Bene ants, options, con		•					
, , , , , , , , , , , , , , , , , , ,			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Conversi or Exerci Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr.	
			Date Exercisable	Expiration Date	Title		ount or nber of res	Derivativ Security	ve 🖟	or Indirect (I) (Instr. 5)	5)	
Series B Preferred Stock		(1)	(1)	Common Stock	1,69	695,515			Ι	See Footnotes ⁽²⁾		
Series B Preferred Stock		(1)	(1)	Common Stock	1,130,343		(1)		I	See Footnotes ⁽²⁾		
Stock Option (Right to Buy)		(5)	09/22/2034	Common Stock	13,356		6.81		I	See Footnotes ⁽²⁾		
(Last)	(First)	NAGEM	ENT, L.P. (Middle)			,		,	Ţ			
(Street) BOSTON	MA		02116									

(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* RA Capital Nexus Fund III, L.P.								
(Last) 200 BERKEI	(First) LEY STREET, 1	(Middle) 8TH FLOOR						
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						
Name and Address of Reporting Person* Kolchinsky Peter								
(Last) (First) (Middle) C/O RA CAPITAL MANAGEMENT, L.P. 200 BERKELEY STREET, 18TH FLOOR								
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						
Name and Address of Reporting Person* Shah Rajeev M.								
(Last) (First) (Middle) C/O RA CAPITAL MANAGEMENT, L.P. 200 BERKELEY STREET, 18TH FLOOR								
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						

Explanation of Responses:

- 1. Each share of Series B Preferred Stock (the "Preferred Stock") is convertible into shares of Common Stock of the Issuer on a one-for-8.6103 basis without payment of further consideration. Upon the closing of the Issuer's initial public offering, the Preferred Stock will convert into the number of shares of Common Stock of the Issuer shown in column 3. The Preferred Stock has no expiration date.
- 2. RA Capital Management, L.P. (the "Adviser") is the investment manager for RA Capital Healthcare Fund, L.P. (the "Fund") and RA Capital Nexus Fund III, L.P. (the "Nexus Fund III"). The general partner of the Adviser is RA Capital Management GP, LLC (the "Adviser GP"), of which Dr. Peter Kolchinsky and Mr. Rajeev Shah are the managing members. Each of the Adviser, the Adviser GP, the Fund, the Nexus Fund III, Dr. Kolchinsky and Mr. Shah disclaims beneficial ownership of any of the reported securities, except to the extent of its or his respective pecuniary interest therein.
- 3. Held directly by the Fund
- 4. Held directly by the Nexus Fund III.
- 5. 1/16th of the shares subject to such option vest and become exercisable in substantially equal quarterly installments following October 28, 2024, contingent upon the consummation of the Issuer's initial public offering, and subject to the Reporting Person's continuous service to the Issuer on each such date.
- 6. Jake Simson is a Partner of the Adviser who serves on the Issuer's board of directors. Under Dr. Simson's arrangement with the Adviser, Dr. Simson holds the option for the benefit of the Fund and the Nexus Fund III. Dr. Simson is obligated to turn over to the Adviser any net cash or stock received upon exercise of the option, which will offset advisory fees owed by the Fund and the Nexus Fund III to the Adviser. The Reporting Persons therefore disclaim beneficial ownership of the option and underlying common stock.

Remarks:

Dr. Jake Simson, a Partner of the Adviser, serves on the Issuer's board of directors.

/s/ Peter Kolchinsky, Manager of RA Capital 10/24/2024 Management, L.P. /s/ Peter Kolchinsky, Manager of RA Capital Healthcare Fund GP, LLC 10/24/2024 the General Partner of RA Capital Healthcare Fund L.P. /s/ Peter Kolchinsky, 10/24/2024 Manager of RA Capital Nexus Fund III GP, LLC the General Partner of RA

Capital Nexus Fund III,

<u>L.P.</u>

/s/ Peter Kolchinsky, 10/24/2024

individually

/s/ Rajeev Shah, 10/24/2024

** 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.

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