UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2) *

Beam Therapeutics Inc.
(Name of Issuer)
Common Stock, par value \$0.01 per share
(Title of Class of Securities)
07373V105
(Cusip Number)
September 30, 2024
(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)
* 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).
(Continued on following pages) Page 1 of 33 Pages Exhibit Index Found on Page 33

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Capital Partners, L.P.						
	CHECK THI	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2		(b) [X]**					
		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
			9.9% of the class of securities. The reporting person on this cover page, however, is a				
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	LY					
	CITIZENSH	IP OR PLAC	E OF ORGANIZATION				
4							
	California						
		_	SOLE VOTING POWER				
		5					
	Į.		-0-				
			SHARED VOTING POWER				
NUMBER OI		6					
BENEFICIAL			574,427				
BY EACH RE PERSON		7	SOLE DISPOSITIVE POWER				
PERSON	WIIH	7	L ₀ -				
	}		SHARED DISPOSITIVE POWER				
		8	SHARED DISTOSITIVE TOWER				
		O	574.427				
	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	574,427						
	CHECK IF T	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SI	CERTAIN SHARES (See Instructions)					
10							
	1						
11	PERCENT O	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.70/						
	0.7%	EDODTING P	EDCON (C., I., d., d., d., d.)				
12	I ARE OF RE	LPORTING P	PERSON (See Instructions)				
1.2	PN						

Page 2 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Capital Institutional Partners, L.P.						
	ATE BOX IF A MEMBER OF A GROUP (See Instructions)						
			(a) []				
2			(b) [X]**				
4		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
			9.9% of the class of securities. The reporting person on this cover page, however, is a				
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	NLY					
	CITIZENSH	IP OR PLACI	E OF ORGANIZATION				
4							
_	California						
		_	SOLE VOTING POWER				
		5					
			-0-				
		_	SHARED VOTING POWER				
NUMBER OI	F SHARES	6					
BENEFICIAL			696,172				
BY EACH RE		_	SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0-				
		0	SHARED DISPOSITIVE POWER				
		8	50 C 4 TO				
	T		696,172				
0	AGGREGAT	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	696,172						
	,	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10		CERTAIN SHARES (See Instructions)					
10							
	PERCENT C	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11							
	0.8%						
4.5	TYPE OF R	EPORTING P	ERSON (See Instructions)				
12							
	PN						

Page 3 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Capital Institutional Partners II, L.P.						
	ATE BOX IF A MEMBER OF A GROUP (See Instructions)						
			(a) []				
2		(b) [X]**					
_		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
			9.9% of the class of securities. The reporting person on this cover page, however, is a				
	and wan or		beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	(LY					
_	CITIZENSH	IP OR PLAC	E OF ORGANIZATION				
4							
	California						
		_	SOLE VOTING POWER				
		5					
			-0-				
			SHARED VOTING POWER				
NUMBER OF		6	193,998				
BENEFICIALI BY EACH RE			SOLE DISPOSITIVE POWER				
PERSON		7	SOLE DISPOSITIVE POWER				
LASON	*******	,	L ₀ -				
	•		SHARED DISPOSITIVE POWER				
		8					
		,	193,998				
	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	193,998						
			GATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SI	CERTAIN SHARES (See Instructions)					
10		[]					
	PERCENTO	E CLASS DE	EPRESENTED BY AMOUNT IN ROW (9)				
11	EKCENI	T CLASS KE	A RESERVED DI AMOUNT IN ROM (2)				
11	0.2%						
		EPORTING P	PERSON (See Instructions)				
12	TIL OF REFORMING PERSON (See Instructions)						
1 - -	PN						

Page 4 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
_	Farallon Capital Institutional Partners III, L.P.						
	CHECK THI	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)				
			(a) []				
2		(b) [X]** ** The reporting persons making this filing hold an aggregate of \$ 208 123 Shares, which is					
		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a					
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	VLY					
	CITIZENICI	ID OD DI 1 G	E OF ORGANIZATION				
4	CITIZENSH	IP OR PLAC	E OF ORGANIZATION				
•	Delaware						
		_	SOLE VOTING POWER				
		5					
	ŀ		-0- SHARED VOTING POWER				
NUMBER OI	FSHARES	6	SHARED VOINGTOWER				
BENEFICIAL		•	84,368				
BY EACH RE			SOLE DISPOSITIVE POWER				
PERSON	WITH	7	L ₀₋				
			SHARED DISPOSITIVE POWER				
		8					
			84,368				
9	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
,	84,368						
	,	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SI	CERTAIN SHARES (See Instructions)					
		[]					
	PERCENT O	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11							
	0.1%						
12	TYPE OF RE	TYPE OF REPORTING PERSON (See Instructions)					
14	PN						

Page 5 of 33 Pages

1	NAMES OF REPORTING PERSONS				
	al Partners V, L.P.				
2	СНЕСК ТН	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
3	SEC USE ON	ILY			
4	CITIZENSH Delaware	IP OR PLACE	E OF ORGANIZATION		
		5	SOLE VOTING POWER -0-		
NUMBER OI BENEFICIALI	LY OWNED	6	SHARED VOTING POWER 124,235		
BY EACH RE PERSON		7	SOLE DISPOSITIVE POWER -0-		
		8	SHARED DISPOSITIVE POWER 124,235		
9	AGGREGAT 124,235	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 124,235			
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []				
11	PERCENT C	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.2%			
12	TYPE OF RI PN	TYPE OF REPORTING PERSON (See Instructions)			

Page 6 of 33 Pages

1	NAMES OF REPORTING PERSONS					
1	Farallon Capital Offshore Investors II, L.P.					
	CHECK THE	APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)			
			(a) []			
2	(b) [X]**					
	** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
			9.9% of the class of securities. The reporting person on this cover page, however, is a			
	and tion of		beneficial owner only of the securities reported by it on this cover page.			
3	SEC USE ON	LY				
	CITIZENSHI	P OR PLAC	E OF ORGANIZATION			
4						
	Cayman Islan	ds				
		_	SOLE VOTING POWER			
		5				
	-		-0-			
NUMBER O	E GH A DEG	-	SHARED VOTING POWER			
NUMBER OF BENEFICIAL		6	1,387,018			
BY EACH RI			SOLE DISPOSITIVE POWER			
PERSON		7	SOLE DISTOSTITVE TOWER			
	,,,	,	-0-			
			SHARED DISPOSITIVE POWER			
		8				
			1,387,018			
	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9						
	1,387,018					
			GATE AMOUNT IN ROW (9) EXCLUDES			
10	CERTAIN SI	CERTAIN SHARES (See Instructions)				
		[]				
	PERCENT O	F CLASS RE	EPRESENTED BY AMOUNT IN ROW (9)			
11						
	1.7%					
10	TYPE OF RE	PORTING P	PERSON (See Instructions)			
12						
1	PN					

Page 7 of 33 Pages

1	NAMES OF	REPORTING	PERSONS				
_	Farallon Capital (AM) Investors, L.P.						
	CHECK THI	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2		*:	(b) [X]** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is				
		9.9% of the class of securities. The reporting person on this cover page, however, is					
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	NLY					
	CITIZENCII	ID OD DI ACI	E OF ORGANIZATION				
4	CHIZENSH	IP OR PLACE	E OF ORGANIZATION				
,	Delaware						
		_	SOLE VOTING POWER				
		5					
			-0-				
NUMBER OF	CHADEC	6	SHARED VOTING POWER				
BENEFICIALI		U	79,868				
BY EACH RE			SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0-				
		8	SHARED DISPOSITIVE POWER				
		O	79,868				
	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	79,868						
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10	CERTAINSI	ITAKES (See I					
		l I					
44	PERCENT C	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.10/						
	0.1%	DODTING D	EDSON (See Instructions)				
12	I I I E OF KI	TYPE OF REPORTING PERSON (See Instructions)					
	PN	PN					

Page 8 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1		Farallon Capital F5 Master I, L.P.					
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)							
			(a) []				
2			(b) [X]**				
2		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
			9.9% of the class of securities. The reporting person on this cover page, however, is a				
			beneficial owner only of the securities reported by it on this cover page.				
2	SEC USE ON	NLY					
3							
	CITIZENSH	IP OR PLACE	E OF ORGANIZATION				
4							
	Cayman Isla	nds					
		_	SOLE VOTING POWER				
		5					
			-0-				
		_	SHARED VOTING POWER				
NUMBER OF	F SHARES	6					
BENEFICIALI	LY OWNED		304,036				
BY EACH RE	EPORTING		SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0-				
			SHARED DISPOSITIVE POWER				
		8					
			304,036				
	AGGREGAT	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	304,036						
	CHECK IF T	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instructions)						
10							
	PERCENT C	F CLASS RE	PRESENTED BY AMOUNT IN ROW (9)				
11							
	0.4%						
	TYPE OF RI	EPORTING P	ERSON (See Instructions)				
12		,					
	PN						

Page 9 of 33 Pages

1	NAMES OF REPORTING PERSONS					
_		Farallon Healthcare Partners Master, L.P.				
2	СНЕСК ТН	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	NLY				
4	CITIZENSH Cayman Islan		E OF ORGANIZATION			
0.00, 1.00.00		5	SOLE VOTING POWER -0-			
NUMBER OI BENEFICIALI	LY OWNED	6	SHARED VOTING POWER 4,764,001			
BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER -0-			
		8	SHARED DISPOSITIVE POWER 4,764,001			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,764,001					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.8%					
12	TYPE OF RI PN	TYPE OF REPORTING PERSON (See Instructions)				

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1	NAMES OF REPORTING PERSONS					
•	Farallon Par	tners, L.L.C.				
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)						
			(a) []			
2			(b) [X]**			
<u> </u>		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is				
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3	SEC USE OF	NLY				
	CITIZENSH	IP OR PLACI	E OF ORGANIZATION			
4						
-	Delaware					
			SOLE VOTING POWER			
		5				
			-0-			
			SHARED VOTING POWER			
NUMBER OI		6				
BENEFICIAL			7,904,087			
BY EACH RE		_	SOLE DISPOSITIVE POWER			
PERSON	WITH	7				
			-0-			
		0	SHARED DISPOSITIVE POWER			
		8	7 004 097			
	A CODECAT	PE AMOUNTE	7,904,087 BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGA	LE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
,	7,904,087					
		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SHARES (See Instructions)					
10						
	PERCENT (OF CLASS RE	PRESENTED BY AMOUNT IN ROW (9)			
11						
	9.6%					
10	TYPE OF R	EPORTING P	ERSON (See Instructions)			
12						
ĺ	00					

Page 11 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Institutional (GP) V, L.L.C.						
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)							
			(a) []				
2			(b) [X]**				
<u> </u>		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is					
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3	SEC USE ON	NLY					
	CITIZENSH	IP OR PLACI	E OF ORGANIZATION				
4							
_	Delaware						
		_	SOLE VOTING POWER				
		5					
			-0-				
			SHARED VOTING POWER				
NUMBER OF		6					
BENEFICIALI			124,235				
BY EACH RE		_	SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0-				
		O	SHARED DISPOSITIVE POWER				
		8	124 225				
	A CCDEC AT	CE AMOUNT	124,235 BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGKEGAI	.E AMOUNT	DENEFICIALLI OWNED BY EACH KEPUKTING PERSON				
)	124,235						
	CHECK IF	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instructions)						
10							
1.1	PERCENT C	OF CLASS RE	PRESENTED BY AMOUNT IN ROW (9)				
11							
	0.2%						
12	TYPE OF RI	EPORTING P	ERSON (See Instructions)				
12							
	ĮŪŪ	00					

Page 12 of 33 Pages

1						
	Farallon F5 (GP), L.L.C.					
2	СНЕСК ТНЕ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
3	SEC USE ON	ILY				
4	CITIZENSHI Delaware	IP OR PLACI	E OF ORGANIZATION			
pen nac		5	SOLE VOTING POWER -0-			
NUMBER OF BENEFICIALI	Y OWNED	6	SHARED VOTING POWER 304,036			
BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER -0-			
		8	SHARED DISPOSITIVE POWER 304,036			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 304,036					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.4%					
12	TYPE OF REPORTING PERSON (See Instructions) OO					

Page 13 of 33 Pages

1	NAMES OF	NAMES OF REPORTING PERSONS					
1	Farallon Healthcare Partners (GP), L.L.C.						
	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
		(a) []					
2		(b) [X]**					
<u> </u>		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which i					
		9.9% of the class of securities. The reporting person on this cover page, however, is a					
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3	SEC USE OF	NLY					
	CITIZENOI	ID OD DI AGI					
4	CITIZENSH	IP OR PLACI	E OF ORGANIZATION				
4	Delaware						
	2 0111 11 11 1		SOLE VOTING POWER				
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			SHARED VOTING POWER				
NUMBER OI	F SHARES	6					
BENEFICIALI	LY OWNED	· ·	4,764,001				
BY EACH RE	EPORTING		SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0-				
			SHARED DISPOSITIVE POWER				
		8					
		_	4,764,001				
_	AGGREGAT	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	4,764,001						
		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN S	HARES (See I					
		[]					
	PERCENT (OF CLASS RE	PRESENTED BY AMOUNT IN ROW (9)				
11	LEKCENT	or CLASS RE	TRESERVIED DI AMOUNT IN NOW (7)				
1 11	5.8%						
		EPORTING P	ERSON (See Instructions)				
12							
1 4	00						

Page 14 of 33 Pages

ı	1					
	NAMES OF REPORTING PERSONS					
1						
	Joshua J. Dapice					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
	(a) []					
2	(b) [X]**					
_	** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which					
	9.9% of the class of securities. The reporting person on this cover page, however					
			beneficial owner only of the securities reported by it on this cover page.			
3	SEC USE ON	NLY				
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_	CITIZENSH	IP OR PLAC	E OF ORGANIZATION			
4						
	United States	5				
		_	SOLE VOTING POWER			
		5				
			-0-			
		_	SHARED VOTING POWER			
NUMBER OF	F SHARES	6				
BENEFICIAL			8,208,123			
BY EACH RE		_	SOLE DISPOSITIVE POWER			
PERSON	WITH	7				
			-0-			
			SHARED DISPOSITIVE POWER			
		8				
			8,208,123			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9						
	8,208,123					
			GATE AMOUNT IN ROW (9) EXCLUDES			
10	CERTAIN SI	CERTAIN SHARES (See Instructions)				
10	[]					
44	PERCENT C	OF CLASS RE	PRESENTED BY AMOUNT IN ROW (9)			
11						
	9.9%					
10	TYPE OF RI	EPORTING P	ERSON (See Instructions)			
12						
1	IN					

Page 15 of 33 Pages

1	NAMES OF R	NAMES OF REPORTING PERSONS					
1	Philip D. Dreyfuss						
	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) []				
2	(b) [X]**						
2	** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which						
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3	SEC USE ON	L Y					
3							
	CITIZENSHI	P OR PLAC	E OF ORGANIZATION				
4							
	United States						
		_	SOLE VOTING POWER				
		5					
			-0-				
			SHARED VOTING POWER				
NUMBER O		6	0.200.122				
BENEFICIAL			8,208,123				
BY EACH RI PERSON		7	SOLE DISPOSITIVE POWER				
PERSON	WIII	7	-0-				
	_		SHARED DISPOSITIVE POWER				
		8	SHARED DISPOSITIVE POWER				
		O	8,208,123				
	ACCDECATI	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGREGATI	AMOUNT	DENEFICIALLY OWNED BY EACH REPORTING PERSON				
	8,208,123						
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES						
10		CERTAIN SHARES (See Instructions)					
10		CERTAIN SHARES (See histractions)					
	PERCENT OI	F CLASS RF	EPRESENTED BY AMOUNT IN ROW (9)				
11							
	9.9%						
	TYPE OF RE	PORTING P	PERSON (See Instructions)				
12							
	lin .						

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1	NAMES OF R	NAMES OF REPORTING PERSONS					
1	Hannah E. Dunn						
	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
		(a) []					
2	(b) [X]**						
		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, whic					
		9.9% of the class of securities. The reporting person on this cover page, however, is					
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3	SEC USE ON	LY					
_	CITIZENSHI	P OR PLAC	E OF ORGANIZATION				
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•	United States						
		_	SOLE VOTING POWER				
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			SHARED VOTING POWER				
NUMBER O		6					
BENEFICIAL			8,208,123				
BY EACH RI		_	SOLE DISPOSITIVE POWER				
PERSON	WITH	ı 7					
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		8	SHARED DISPOSITIVE POWER				
		O	8,208,123				
	ACCDECATI	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGREGATI	AMOUNT	DENEFICIALLI OWNED DI EACH REFORTING FERSON				
	8,208,123						
		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10		CERTAIN SHARES (See Instructions)					
10	[]						
			. ,				
	PERCENT OI	F CLASS RE	EPRESENTED BY AMOUNT IN ROW (9)				
11							
	9.9%						
10	TYPE OF RE	PORTING P	PERSON (See Instructions)				
12							
	IN						

Page 17 of 33 Pages

1	NAMES OF R	NAMES OF REPORTING PERSONS					
1	Richard B. Fried						
	CHECK THE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
		(a) []					
2	(b) [X]**						
_		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which					
		9.9% of the class of securities. The reporting person on this cover page, however, is					
	CEC HCE ON		beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	LY					
_	CITIZENSHI	P OR PLAC	E OF ORGANIZATION				
4							
	United States						
		_	SOLE VOTING POWER				
		5					
			-0-				
	D 011 1 DD0		SHARED VOTING POWER				
NUMBER O		6	8,208,123				
BENEFICIAL BY EACH RI			SOLE DISPOSITIVE POWER				
PERSON		7	SOLE DISPOSITIVE POWER				
LIGOT	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,	L ₀ -				
			SHARED DISPOSITIVE POWER				
		8					
		· ·	8,208,123				
	AGGREGATI	E AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
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	8,208,123						
			GATE AMOUNT IN ROW (9) EXCLUDES				
10	CERTAIN SH	ARES (See I					
	PERCENT OI	F CLASS RE	EPRESENTED BY AMOUNT IN ROW (9)				
11							
	9.9%						
	TYPE OF RE	PORTING P	PERSON (See Instructions)				
12							
I	lin l						

Page 18 of 33 Pages

1	NAMES OF REPORTING PERSONS						
_	Varun N. Ge	hani					
	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
		(a) []					
2	(b) [X]** The reporting persons making this filing hold an aggregate of \$ 208 123 Shares, whi						
_		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is					
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE OF	NLY	Togo				
3							
4	CITIZENSH	IP OR PLAC	E OF ORGANIZATION				
4	TT *4 1 C4 4						
	United States	8	SOLE VOTING POWER				
		5	SOLE VOTING POWER				
		3	-0-				
			SHARED VOTING POWER				
NUMBER OI	F SHARES	6					
BENEFICIAL			8,208,123				
BY EACH RE		7	SOLE DISPOSITIVE POWER				
PERSON	WIIH	7	-0-				
		_	SHARED DISPOSITIVE POWER				
		8					
	Lasanas		8,208,123				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	8,208,123						
		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10		HARES (See I	instructions)				
10							
	PERCENT C	F CLASS RE	PRESENTED BY AMOUNT IN ROW (9)				
11	LITOLINI	71 021100 112	21 111001 (7)				
	9.9%						
10	TYPE OF RI	EPORTING P	ERSON (See Instructions)				
12	IN						
	IN						

Page 19 of 33 Pages

1		NAMES OF REPORTING PERSONS Nicolas Giauque			
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
3	SEC USE ON	ILY			
4	CITIZENSH France	CITIZENSHIP OR PLACE OF ORGANIZATION France			
		5	SOLE VOTING POWER -0-		
NUMBER OF BENEFICIAL	LY OWNED	6	SHARED VOTING POWER 8,208,123		
BY EACH RE PERSON		7	SOLE DISPOSITIVE POWER -0-		
		8	SHARED DISPOSITIVE POWER 8,208,123		
9	AGGREGAT 8,208,123	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,208,123			
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []				
11	PERCENT O	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.9%			
12	TYPE OF RI	TYPE OF REPORTING PERSON (See Instructions)			

Page 20 of 33 Pages

1	NAMES OF REPORTING PERSONS						
_	David T. Kin	David T. Kim					
	CHECK TH	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
			(a) []				
2		(b) [X]** ** The reporting persons making this filing hald an aggregate of \$ 208 123 Shares which					
		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a					
			beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ON	NLY					
3	CVIII	TD 0D DV + 6					
4	CITIZENSH	IP OR PLAC	E OF ORGANIZATION				
4	United States	S					
	•	_	SOLE VOTING POWER				
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			-0- SHARED VOTING POWER				
NUMBER OI	FSHARES	6	SHARED VOTING POWER				
BENEFICIAL		U	8,208,123				
BY EACH RE		_	SOLE DISPOSITIVE POWER				
PERSON	WITH	7					
			-0- SHARED DISPOSITIVE POWER				
		8	SHARED DISPOSITIVE POWER				
		U	8,208,123				
0	AGGREGAT	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
	8,208,123						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10	[]						
11	PERCENT C	OF CLASS RE	EPRESENTED BY AMOUNT IN ROW (9)				
11	9.9%						
		EPORTING P	ERSON (See Instructions)				
12							
- -	IN						

Page 21 of 33 Pages

	NAMES OF R	NAMES OF REPORTING PERSONS				
1	Michael G. Li	Michael G. Linn				
2	СНЕСК ТНЕ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
3	SEC USE ON	LY	, ,			
4	CITIZENSHI United States	P OR PLACI	E OF ORGANIZATION			
		5	SOLE VOTING POWER -0-			
NUMBER OF BENEFICIALI	LY OWNED	6	SHARED VOTING POWER 8,208,123			
BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER -0-			
		8	SHARED DISPOSITIVE POWER 8,208,123			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,208,123					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []		nstructions)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.9%					
12	TYPE OF RE IN	TYPE OF REPORTING PERSON (See Instructions)				

Page 22 of 33 Pages

1	NAMES OF REPORTING PERSONS					
		Rajiv A. Patel CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2			(a) [] (b) [X]** * The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.			
3	SEC USE ON	ILY				
4	CITIZENSH United States	CITIZENSHIP OR PLACE OF ORGANIZATION United States				
		5	SOLE VOTING POWER -0-			
NUMBER OI BENEFICIALI	LY OWNED	6	SHARED VOTING POWER 8,208,123			
BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER -0-			
		8	SHARED DISPOSITIVE POWER 8,208,123			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,208,123					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.9%					
12	TYPE OF RI	TYPE OF REPORTING PERSON (See Instructions)				

Page 23 of 33 Pages

1	NAMES OF REPORTING PERSONS				
1	Thomas G. Roberts, Jr.				
2	СНЕСК ТНІ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.			
3	SEC USE ON	NLY			
4	CITIZENSH United States	CITIZENSHIP OR PLACE OF ORGANIZATION			
,		5	SOLE VOTING POWER -0-		
NUMBER OI BENEFICIAL	LY OWNED	6	SHARED VOTING POWER 8,208,123		
BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER -0-		
		8	SHARED DISPOSITIVE POWER 8,208,123		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,208,123				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.9%				
12	TYPE OF RI	TYPE OF REPORTING PERSON (See Instructions)			

Page 24 of 33 Pages

1	NAMES OF REPORTING PERSONS					
_	Edric C. Saito					
	CHECK TH	ECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
		(a) [
2	(b) [X]** The reporting persons making this filing hold an aggregate of \$ 208 123 Shares which					
		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a				
	beneficial owner only of the securities reported by it on this cover page,					
3	SEC USE ONLY					
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4	CITIZENSH	IP OR PLAC	E OF ORGANIZATION			
4	United States	United States				
	o mica state	,	SOLE VOTING POWER			
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NUMBER OF	E CHAPEC	(SHARED VOTING POWER			
NUMBER OF BENEFICIAL		6	8,208,123			
BY EACH RE			SOLE DISPOSITIVE POWER			
PERSON		7				
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		0	SHARED DISPOSITIVE POWER			
		8	8,208,123			
	AGGREGAT	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGATE AND SEASING CONTROL OF EACH REPORT OF ERECON					
	8,208,123					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instructions)					
	[]					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11						
	9.9%					
12	TYPE OF REPORTING PERSON (See Instructions)					
	IN					

Page 25 of 33 Pages

1	NAMES OF REPORTING PERSONS					
_	William Seybold					
	CHECK TH	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)			
		(a) []				
2	(b) [X]**					
_		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is				
		9.9% of the class of securities. The reporting person on this cover page, however, is a				
beneficial owner only of the securities reported by it on this cover p			beneficial owner only of the securities reported by it on this cover page.			
3	SEC USE ONLY					
	CITIZENSH	IP OR PLAC	E OF ORGANIZATION			
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	United States	United States				
		_	SOLE VOTING POWER			
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			SHARED VOTING POWER			
NUMBER OI		6	0.200.122			
BENEFICIAL			8,208,123			
BY EACH RE		7	SOLE DISPOSITIVE POWER			
PERSON WITH		/	-0-			
			SHARED DISPOSITIVE POWER			
		8				
			8,208,123			
	AGGREGAT	TE AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9						
	8,208,123					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instructions)					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11						
	9.9%					
1.0	TYPE OF REPORTING PERSON (See Instructions)					
12						
	IN					

Page 26 of 33 Pages

1	NAMES OF REPORTING PERSONS					
	Daniel S. Short					
	CHECK TH	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)			
	(a) []					
2	(b) [X]** The reporting persons making this filing hold an aggregate of \$ 20\$ 123 Shares, which					
_		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a				
	beneficial owner only of the securities reported by it on this cover page, however, is a					
2	SEC USE ONLY					
3						
_	CITIZENSH	IP OR PLAC	E OF ORGANIZATION			
4	TT *4 1 C4 4					
	United States	8	SOLE VOTING POWER			
		5	SOLE VOTING POWER			
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			SHARED VOTING POWER			
NUMBER OI	F SHARES	6				
BENEFICIAL			8,208,123			
BY EACH RE		7	SOLE DISPOSITIVE POWER			
PERSON WITH		7	-0-			
			SHARED DISPOSITIVE POWER			
		8				
			8,208,123			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	8,208,123					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instructions)					
10	[]					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	I EROEM OF CENSORETREDEMED OF AMOUNT IN ROW (2)					
	9.9%					
10	TYPE OF REPORTING PERSON (See Instructions)					
12						
	IN					

Page 27 of 33 Pages

	NAMES OF REPORTING PERSONS				
1	Andrew J. M. Spokes				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
2	(b) [X]**				
	** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which is 9.9% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ONLY				
4	CITIZENSHI	CITIZENSHIP OR PLACE OF ORGANIZATION			
4	United Kingdom				
		5	SOLE VOTING POWER		
		3	-0-		
NUMBER OF	CHADEC	6	SHARED VOTING POWER		
BENEFICIALI		U	8,208,123		
BY EACH RE PERSON		7	SOLE DISPOSITIVE POWER		
LASON	WIIII [,	-0-		
		8	SHARED DISPOSITIVE POWER		
			8,208,123		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	8,208,123				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
	[]				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	9.9%				
12	TYPE OF REPORTING PERSON (See Instructions)				
12	IN				

Page 28 of 33 Pages

1	NAMES OF REPORTING PERSONS				
1	John R. Warren				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5	SOLE VOTING POWER -0-		
		6	SHARED VOTING POWER 8,208,123		
		7	SOLE DISPOSITIVE POWER -0-		
		8	SHARED DISPOSITIVE POWER 8,208,123		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,208,123				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.9%				
12	TYPE OF REPORTING PERSON (See Instructions) IN				

Page 29 of 33 Pages

1	NAMES OF REPORTING PERSONS					
1	Mark C. Wehrly					
	CHECK TH	E APPROPRI	ATE BOX IF A MEMBER OF A GROUP (See Instructions)			
		(a) []				
2	(b) [X]**					
4		** The reporting persons making this filing hold an aggregate of 8,208,123 Shares, which i				
	9.9% of the class of securities. The reporting person on this cover page, however, is a					
		beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ONLY					
CITIZENSHIP OR PLACE OF ORGANIZATION			E OF ORGANIZATION			
4						
_	United States	United States				
			SOLE VOTING POWER			
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		_	SHARED VOTING POWER			
NUMBER OI		6				
BENEFICIAL			8,208,123			
BY EACH RE		_	SOLE DISPOSITIVE POWER			
PERSON	WITH	7				
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		8	0.000.100			
	Lasanasia		8,208,123			
Δ.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	8,208,123					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
4.0	CERTAIN SHARES (See Instructions)					
10	CERTAIN SHARES (See Histructions)					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11						
	9.9%					
	TYPE OF REPORTING PERSON (See Instructions)					
12						
	IN					

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This Amendment No. 2 to Schedule 13G amends and restates in its entirety the Schedule 13G initially filed on September 22, 2023 (together with all prior and current amendments thereto, this "Schedule 13G").

Item 1. Issuer

(a) Name of Issuer:

Beam Therapeutics Inc. (the "Company")

(b) <u>Address of Issuer's Principal Executive Offices</u>:

238 Main Street, Cambridge, MA 02142

<u>Item 2</u>. <u>Identity and Background</u>

Title of Class of Securities and CUSIP Number (Items 2(d) and (e))

This statement relates to shares of Common Stock, par value \$0.01 per share (the "Shares") of the Company. The CUSIP number of the Shares is 07373V105.

Name of Persons Filing, Address of Principal Business Office and Citizenship (Items 2(a), (b) and (c)).

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

The Farallon Funds

- (i) Farallon Capital Partners, L.P., a California limited partnership ("<u>FCP</u>"), with respect to the Shares held by it;
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("<u>FCIP</u>"), with respect to the Shares held by it;
- (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("<u>FCIP II</u>"), with respect to the Shares held by it;
- (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("<u>FCIP III</u>"), with respect to the Shares held by it;
- (v) Four Crossings Institutional Partners V, L.P., a Delaware limited partnership ("<u>FCIP V</u>"), with respect to the Shares held by it;
- (vi) Farallon Capital Offshore Investors II, L.P., a Cayman Islands exempted limited partnership ("FCOI II"), with respect to the Shares held by it;
- (vii) Farallon Capital (AM) Investors, L.P., a Delaware limited partnership ("<u>FCAMI</u>"), with respect to the Shares held by it;
- (viii) Farallon Capital F5 Master I, L.P., a Cayman Islands exempted limited partnership ("<u>F5MI</u>"), with respect to the Shares held by it; and
- (ix) Farallon Healthcare Partners Master, L.P., a Cayman Islands exempted limited partnership ("FHPM"), with respect to the Shares held by it.

FCP, FCIP, FCIP II, FCIP V, FCOI II, FCAMI, F5MI and FHPM are together referred to herein as the "Farallon Funds."

The Farallon General Partner

(x) Farallon Partners, L.L.C., a Delaware limited liability company (the "<u>Farallon General Partner</u>"), which is the general partner of each of FCP, FCIP, FCIP II, FCIP III, FCOI II and FCAMI and the sole member of each of the FCIP V General Partner (as defined below) and the FHPM General Partner (as defined below), with respect to the Shares held by each of the Farallon Funds other than F5MI.

The FCIP V General Partner

(xi) Farallon Institutional (GP) V, L.L.C., a Delaware limited liability company (the "<u>FCIP V General Partner</u>"), which is the general partner of FCIP V, with respect to the Shares held by FCIP V.

The F5MI General Partner

(xii) Farallon F5 (GP), L.L.C., a Delaware limited liability company (the "<u>F5MI General Partner</u>"), which is the general partner of F5MI, with respect to the Shares held by F5MI.

The FHPM General Partner

(xiii) Farallon Healthcare Partners (GP), L.L.C., a Delaware limited liability company (the "FHPM General Partner"), which is the general partner of FHPM, with respect to the Shares held by FHPM.

The Farallon Individual Reporting Persons

(xiv) The following persons, each of whom is a managing member or senior managing member, as the case may be, of the Farallon General Partner and a manager or senior manager, as the case may be, of the FCIP V General Partner, the F5MI General Partner and the FHPM General Partner, with respect to the Shares held by the Farallon Funds: Joshua J. Dapice ("Dapice"); Philip D. Dreyfuss ("Dreyfuss"); Hannah E. Dunn ("Dunn"); Richard B. Fried ("Fried"); Varun N. Gehani ("Gehani"); Nicolas Giauque ("Giauque"); David T. Kim ("Kim"); Michael G. Linn ("Linn"); Rajiv A. Patel ("Patel"); Thomas G. Roberts, Jr. ("Roberts"); Edric C. Saito ("Saito"); William Seybold ("Seybold"); Daniel S. Short ("Short"); Andrew J. M. Spokes ("Spokes"); John R. Warren ("Warren"); and Mark C. Wehrly ("Wehrly").

Dapice, Dreyfuss, Dunn, Fried, Gehani, Giauque, Kim, Linn, Patel, Roberts, Saito, Seybold, Short, Spokes, Warren and Wehrly are together referred to herein as the "<u>Farallon Individual Reporting Persons</u>."

The citizenship of each of the Farallon Funds, the Farallon General Partner, the FCIP V General Partner, the F5MI General Partner and the FHPM General Partner is set forth above. Each of the Farallon Individual Reporting Persons, other than Giauque and Spokes, is a citizen of the United States. Giauque is a citizen of France. Spokes is a citizen of the United Kingdom. The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100, San Francisco, California 94111.

Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is an Entity Specified in (a) - (k):

Not applicable.

Item 4. Ownership

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person is incorporated herein by reference for each such Reporting Person.

The Shares reported hereby for the Farallon Funds are owned directly by the Farallon Funds. The Farallon General Partner, as general partner of FCP, FCIP, FCIP II, FCIP III, FCOI II and FCAMI and the sole member of the FCIP V General Partner and the FHPM General Partner, may be deemed to be a beneficial owner of all such Shares owned by the Farallon Funds other than F5MI. The FCIP V General Partner, as general partner of FCIP V, may be deemed to be a beneficial owner of all such Shares owned by FCIP V. The F5MI General Partner, as general partner of F5MI, may be deemed to be a beneficial owner of all such Shares owned by F5MI. The FHPM General Partner, as general partner of FHPM, may be deemed to be a beneficial owner of all such Shares owned by FHPM. Each of the Farallon Individual Reporting Persons, as a managing member or senior managing member, as the case may be, of the Farallon General Partner and a manager or senior manager, as the case may be, of the FCIP V General Partner, the F5MI General Partner, in each case with the power to exercise investment discretion, may be deemed to be a beneficial owner of all such Shares owned by the Farallon Funds. Each of the Farallon General Partner, the FCIP V General Partner, the F5MI General Partner, the FHPM General Partner and the Farallon Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

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 each of the Reporting Persons has ceased to be a beneficial owner of more than five percent of the class of securities, check the following:

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

Not applicable.

<u>Item 7.</u> <u>Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person</u>

Not applicable.

Item 8. Identification and Classification of Members of the Group

The Reporting Persons are filing this Schedule 13G pursuant to Section 240.13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

<u>Item 9.</u> <u>Notice of Dissolution of Group</u>

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my 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, other than activities solely in connection with a nomination under §240.14a-11.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: November 7, 2024

/s/ Hannah E. Dunn

FARALLON PARTNERS, L.L.C.,

On its own behalf and

As the General Partner of

FARALLON CAPITAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P.,

FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P.,

FARALLON CAPITAL OFFSHORE INVESTORS II, L.P. and

FARALLON CAPITAL (AM) INVESTORS, L.P.

By Hannah E. Dunn, Managing Member

/s/ Hannah E. Dunn

FARALLON INSTITUTIONAL (GP) V, L.L.C.

On its own behalf and

As the General Partner of

FOUR CROSSINGS INSTITUTIONAL PARTNERS V, L.P.

By Hannah E. Dunn, Manager

/s/ Hannah E. Dunn

FARALLON F5 (GP), L.L.C.

On its own behalf and

As the General Partner of

FARALLON CAPITAL F5 MASTER I, L.P.

By Hannah E. Dunn, Manager

/s/ Hannah E. Dunn

FARALLON HEALTHCARE PARTNERS (GP), L.L.C.

On its own behalf and

As the General Partner of

FARALLON HEALTHCARE PARTNERS MASTER, L.P.

By Hannah E. Dunn, Manager

/s/ Hannah E. Dunn

Hannah E. Dunn, individually and as attorney-in-fact for each of Joshua J. Dapice, Philip D. Dreyfuss, Richard B. Fried, Varun N. Gehani, Nicolas Giauque, David T. Kim, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., Edric C. Saito, William Seybold, Daniel S. Short, Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly

The Powers of Attorney executed by each of Dapice, Dreyfuss, Fried, Gehani, Giauque, Kim, Linn, Patel, Roberts, Saito, Seybold, Short, Spokes, Warren and Wehrly authorizing Dunn to sign and file this Schedule 13G on his behalf, which were filed as exhibits to the Schedule 13G filed with the Securities and Exchange Commission on January 31, 2023 by such Reporting Persons with respect to the Class A Ordinary Shares of ARYA Sciences Acquisition Corp IV, are hereby incorporated by reference.

EXHIBIT INDEX

EXHIBIT 1 Joint Acquisition Statement Pursuant to Section 240.13d-1(k) (previously filed)

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