SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

02/2019	ent tement (ear) 3. Issuer Name and Ticker or Trading Symbol Frequency Therapeutics, Inc. [FREQ]					
			10% Owner	ify 6. Inc Appli	th/Day/Year) lividual or Joint cable Line) Form filed by	/Group Filing (Check y One Reporting Person
					Reporting Pe	
Table I - Non-Derivative Securities Beneficially Owned						
1. Title of Security (Instr. 4)		eneficially Owned (Instr. 4)			. Nature of Indirect Beneficial Ownership Instr. 5)	
				;)		
2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Amount or Number of Shares	Derivative	Direct (D) or Indirect (I) (Instr. 5)	
(1)	(2)	Common Stock	617,916	(1)	D	
(1)	(2)	Common Stock	338,259	(1)	D	
Ti	able II - D puts, call Date Exerci spiration Date inth/Day/Ye atte sercisable	le I - Non-Derivati 2. But able II - Derivative puts, calls, warran Date Exercisable and piration Date ionth/Day/Year) atte tercisable (1) (2)	(Check all applicable) Title Director X Officer (give title below) Officer (give title below) Ie I - Non-Derivative Securities Beneficially 2. Amount of Securities Beneficially Owned (Instr. 4) able II - Derivative Securities Beneficially Owned (Instr. 4) 3. Title and Amount of Securities Date Exercisable and piration Date loonth/Day/Year) 3. Title and Amount of Security tte exercisable and piration Date loonth/Day/Year) Title (1) (2) Common Stock	(Check all applicable) Underlying Derivative 10% Owner Officer (give title Other (spectrons) Director X 10% Owner Officer (give title Other (spectrons) Below) Source Director Ie I - Non-Derivative Securities Beneficially Owned 3. Ownershi Beneficially Owned (Instr. 4) Source Beneficially Owned (Instr. 4) Source able II - Derivative Securities Beneficially Owned Form: Director puts, calls, warrants, options, convertible securities Source Date Exercisable and piration Date loonth/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Amount or (I) Common Stock 617,916	(Check all applicable) (Mon Director X 10% Owner Officer (give title Other (specify 6. Inc Officer (give title Other (specify 6. Inc Director X 10% Owner 6. Inc Officer (give title Other (specify 6. Inc Delew) Securities Beneficially Owned X Ie I - Non-Derivative Securities Beneficially Owned 3. Ownership 4. Nate Beneficially Owned (instr. 4) 3. Ownership 4. Nate Beneficially Owned (instr. 4) Securities 4. Nate Date Exercisable and piration Date 3. Title and Amount of Securities 4. Conversion or Exercise Ionth/Day/Year) 3. Title and Amount of Securities 4. Conversion or Exercise Intercisable and piration Date 3. Title and Amount of Securities 4. Conversion or Exercise Intercisable Title Amount or Shares 4. Conversion or Exercise Intercisable Intercisable Intercisable 4. Conversion or Exercise Intercisable Intercisable Intercisable Intercisable 4. Conversion or Exercise Interecisable Intercisable	(Check all applicable) Director X 10% Owner (Month/Day/Year) Officer (give title below) Other (specify below) 6. Individual or Joint, Applicable Line) 5. Ite I - Non-Derivative Securities Beneficially Owned 3. Ownership Form filed by Reporting Point 4. Nature of Indirect (Instr. 5) Ite I - Non-Derivative Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect (Instr. 5) Ite I - Derivative Securities Beneficially Owned puts, calls, warrants, options, convertible securities (Inderlying Derivative Security (Instr. 4) 4. Conversion or Exercise Date Exercisable and price of Derivative Security 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) Date Exercisable and tercisable 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 4. Conversion or Exercise Security 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) Ite Expiration tercisable 1 1 1 0

tion of Responses:

1. The preferred stock is convertible into the Issuer's common stock at a ratio of 6.7355 shares of preferred stock to 1 share of common stock at the holder's election and has no expiration date. The preferred stock will automatically convert into common stock upon the closing of the Issuer's initial public offering, for no additional consideration. 2. Not applicable.

Remarks:

By: ALEXANDRIA REAL ESTATE EQUITIES, INC., a Maryland corporation, managing member By: /s/ Dean A. Shigenaga Chief Financial Officer Date

10/02/2019

** Signature of Reporting Person

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.