SEC Form 4
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name and Add Burow Kris	ress of Reporting I <u>tina</u>	Person <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Neumora Therapeutics, Inc.</u> [ NMRA ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/13/2024	Officer (give title Other (specify below) below)							
8755 W. HIGO	JINS ROAD,SU	ЛТЕ 1025	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)				Form filed by One Reporting Person							
CHICAGO	(Street) CHICAGO IL 60631			Form filed by More than One Reporting Person							
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication								
				Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/13/2024		A		20,100 <sup>(1)</sup>	A	\$ <mark>0</mark>	47,717	D	
Common Stock								1,387,228	I	By ARCH Venture Fund VII, L.P.
Common Stock								2,321,566 <sup>(3)</sup>	I	By ARCH Venture Fund VIII Overage, L.P. <sup>(4)</sup>
Common Stock								12,205,379	I	By ARCH Venture Fund X, L.P. <sup>(5)(7)</sup>
Common Stock								11,886,758	I	By ARCH Venture Fund X Overage, L.P. <sup>(6)(7)</sup>
Common Stock								4,131,207	I	By ARCH Venture Fund XII, L.P. (8)

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			te of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$9.95	06/13/2024		A		28,571		(9)	06/12/2034	Common Stock	28,571	\$0	28,571	D	

## **Explanation of Responses:**

1. Constitute restricted stock units ("RSUs") for which the Reporting Person is entitled to receive one (1) share of Common Stock for each RSU upon vesting. 100% of the RSUs shall vest on the earlier of (i) one year anniversary of June 13, 2024 or (ii) immediately prior to the next Annual Meeting following June 13, 2024.

2. Represents shares held directly by ARCH Venture Fund VII, L.P. (ARCH VII). ARCH Venture Partners VII, L.P. (AVP VII LP) is the sole general partner of ARCH VII, and ARCH Venture Partners VII, L.P. (AVP VII LLC) is the sole general partner of AVP VII LLC Managing Directors). AVP VII LLC and VII LLC Managing Directors of AVP VII LLC Managing Directors). AVP VII LLC and VII LLC managing Directors of the AVP VII LLC Managing Directors of the disposition and vote of the shares held by ARCH VII. Each of AVP VII LLC and the AVP VII LLC Managing Directors disclaims beneficial ownership except to the extent of their pecuniary interest therein, if any. 3. The Form 4 filed by the Reporting Person on 12/12/2023 inadvertently overstated the amount of securities beneficially owned in Box 5 of Table I by 1,809,641 shares. The amount of securities beneficially owned in this Form 4 to correct the aforementioned error in the prior Form 4.

4. Represents shares held directly by ARCH Venture Fund VIII Overage, L.P. (ARCH VIII Overage). ARCH Venture Partners VIII, LLC (AVP VIII LLC) is the general partner of ARCH VIII Overage. Clinton Bybee, Keith Crandell and Robert Nelsen are the managing directors of AVP VIII LLC (the AVP VIII LLC Managing Directors). AVP VIII LLC may be deemed to beneficially own the shares held by ARCH VIII Overage, and each of the AVP VIII LLC Managing Directors may be deemed to share the power to direct the disposition and vote of the shares held by ARCH VIII Overage. Each of AVP VIII LLC and the AVP VIII LLC Managing Directors disclaims beneficial ownership except to the extent of their pecuniary interest therein, if any.

5. Represents shares held directly by ARCH Venture Fund X, L.P. (ARCH X). ARCH Venture Partners X, L.P. (AVP X LP) is the sole general partner of ARCH X.

6. Represents shares held directly by ARCH Venture Fund X Overage, L.P. (ARCH X Overage). ARCH Venture Partners X Overage, L.P. (AVP X Overage LP) is the sole general partner of ARCH X Overage.

7. ARCH Venture Partners X, LLC (AVP X LLC) is the sole general partner of each of AVP X LP and AVP X Overage LP. Keith Crandell, Kristina Burow, Steven Gillis and Robert Nelsen comprise the investment committee of AVP X LLC (the AVP X Committee Members). AVP X LLC may be deemed to beneficially own the shares held by ARCH X and ARCH X Overage, and each of the AVP X Committee Members may be deemed to share the power to direct the disposition and vote of the shares held by ARCH X and ARCH X Overage. Each of AVP X LP, AVP X Overage LP, AVP X LLC and the AVP X Committee Members disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein, if any.

8. Represents shares held directly by ARCH Venture Fund XII, L.P. (ARCH XII). ARCH Venture Partners XII, L.P. (AVP XII LP) is the general partner of ARCH XII. ARCH Venture Partners XII, LLC (AVP XII LLC) is the general partner of AVP XII LP. Keith Crandell, Kristina Burow, Steven Gillis and Robert Nelsen comprise the investment committee of AVP XII LLC (the AVP XII LLC committee Members). Each of AVP XII LP and AVP XII LLC may be deemed to beneficially own the shares held by ARCH XII, and each of the AVP XII LLC Committee Members may be deemed to share the power to direct the disposition and vote of the shares held by ARCH XII. LP, AVP XII LLC and the AVP XII LLC Committee Members disclaims beneficial ownership except to the extent of their pecuniary interest therein, if any.

9. 100% of the shares subject to the option shall vest on the earlier of (i) one year anniversary of June 13, 2024 or (ii) immediately prior to the next Annual Meeting following June 13, 2024.

<u>/s/ Joshua Pinto, as Attorney-</u> in-Fact for Kristina M. Burow	06/14/2024
** 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 4 (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.