

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 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>GAP (Bermuda) L.P.</u>  (Last) (First) (Middle) <u>C/O CONYERS CLIENT SERVICES LIMITED,</u> <u>CLARENDON HOUSE, 2 CHURCH STREET</u>  (Street) <u>HAMILTON D0 HM 11</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Centessa Pharmaceuticals plc [ CNTA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/30/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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					
Share Option (right to buy)	\$4.87	06/30/2022		A		48,000		(1)	06/30/2032	Ordinary Shares <sup>(2)</sup>	\$0	48,000	I	See footnote <sup>(3)(4)</sup>

1. Name and Address of Reporting Person\*  
GAP (Bermuda) L.P.  
  
 (Last) (First) (Middle)  
C/O CONYERS CLIENT SERVICES LIMITED,  
CLARENDON HOUSE, 2 CHURCH STREET  
  
 (Street)  
HAMILTON D0 HM 11  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
GENERAL ATLANTIC GENPAR (BERMUDA), L.P.  
  
 (Last) (First) (Middle)  
C/O CONYERS CLIENT SERVICES LIMITED,  
CLARENDON HOUSE, 2 CHURCH STREET  
  
 (Street)  
HAMILTON D0 HM 11  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
General Atlantic (Lux) S.a.r.l.  
  
 (Last) (First) (Middle)  
412F, ROUTE D'ESCH  
  
 (Street)

LUXEMBOURG N4 L-2086

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic GenPar \(Lux\) SCSp](#)

(Last) (First) (Middle)

412F, ROUTE D'ESCH

(Street)

LUXEMBOURG N4 L-2086

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic Cooperatief, L.P.](#)

(Last) (First) (Middle)

C/O CONYERS CLIENT SERVICES LIMITED,  
CLARENDON HOUSE, 2 CHURCH STREET

(Street)

HAMILTON D0 HM 11

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic Partners \(Lux\), SCSp](#)

(Last) (First) (Middle)

412F, ROUTE D'ESCH

(Street)

LUXEMBOURG N4 L-2086

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic Partners \(Bermuda\) EU, L.P.](#)

(Last) (First) (Middle)

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CLARENDON HOUSE, 2 CHURCH STREET

(Street)

HAMILTON D0 HM 11

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic Partners \(Bermuda\) IV, L.P.](#)

(Last) (First) (Middle)

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CLARENDON HOUSE, 2 CHURCH STREET

(Street)

HAMILTON D0 HM 11

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[General Atlantic Cooperatief U.A.](#)

(Last) (First) (Middle)

RAAMPLEIN 1

(Street)

AMSTERDAM P7 1016 XK

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

General Atlantic UM B.V.

(Last) (First) (Middle)

C/O RAAMPLEIN 1

(Street)

AMSTERDAM P7 1016 XK

(City) (State) (Zip)

**Explanation of Responses:**

1. The Ordinary Shares subject to the Share Option will vest in full on the earlier of (i) the first anniversary of the grant date or (ii) the Issuer's next annual meeting of shareholders, subject to Dr. Brett Zbar's continued service as a director of the Issuer through the applicable vesting date.
2. The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
3. The Share Option was granted to Dr. Zbar who is an employee of General Atlantic Service Company, L.P., a Delaware limited partnership ("GASC ") and director of the Issuer.
4. The Share Option granted to Dr. Zbar is held by him solely for the benefit of General Atlantic Service Company, L.P., which is controlled by the management committee of GASC MGP, LLC (the "Management Committee"). There are nine members of the Management Committee. Each of the members of the Management Committee disclaims ownership of the shares except to the extent that he has a pecuniary interest therein.

**Remarks:**

GAP (Bermuda) L.P., General Atlantic GenPar (Bermuda), L.P., General Atlantic (Lux) S.a r.l., General Atlantic GenPar (Lux) SCSp, General Atlantic Partners (Bermuda) IV, L.P., General Atlantic Partners (Bermuda) EU, L.P., General Atlantic Partners (Lux) SCSp, General Atlantic Cooperatief, L.P., General Atlantic Cooperatief U.A. and General Atlantic (UM) B.V. may be deemed to be members of a "group" within the meaning of Rule 13d-5 of the Securities Exchange Act of 1934, as amended. Each reporting person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly owned by the reporting person. This report shall not be deemed an admission that the reporting persons are a member of a group or the beneficial owner of any securities not directly owned by the reporting person.

/s/ Michael Gosk 07/05/2022

/s/ Michael Gosk 07/05/2022

/s/ Ingrid van der Hoorn 07/05/2022

/s/ Ingrid van der Hoorn 07/05/2022

/s/ Michael Gosk 07/05/2022

/s/ Ingrid van der Hoorn 07/05/2022

/s/ Michael Gosk 07/05/2022

/s/ Michael Gosk 07/05/2022

/s/ Ingrid van der Hoorn 07/05/2022

/s/ Ingrid van der Hoorn 07/05/2022

\*\* 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.

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