

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>ARCH Venture Fund VIII, L.P.</u> (Last) (First) (Middle) <u>8755 WEST HIGGINS ROAD, SUITE 1025</u> (Street) <u>CHICAGO IL 60631</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Codiak BioSciences, Inc. [CDAK]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/13/2022</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				
Common Sotck	09/13/2022		P ⁽¹⁾		5,000,000	A	\$1.5	8,854,098	I	See footnotes ⁽²⁾⁽³⁾⁽⁴⁾	

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					
Warrant (Right to Buy)	\$1.875	09/13/2022		P		5,000,000		09/13/2022	09/13/2027	Common Stock	5,000,000	(1)	5,000,000	D ⁽³⁾

1. Name and Address of Reporting Person*
ARCH Venture Fund VIII, L.P.
 (Last) (First) (Middle)
8755 WEST HIGGINS ROAD, SUITE 1025
 (Street)
CHICAGO IL 60631
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
ARCH Venture Fund VIII Overage, L.P.
 (Last) (First) (Middle)
8755 WEST HIGGINS ROAD, SUITE 1025
 (Street)
CHICAGO IL 60631
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
CRANDELL KEITH
 (Last) (First) (Middle)
8755 W. HIGGINS ROAD, SUITE 1025
 (Street)
CHICAGO IL 60631
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
BYBEE CLINTON

(Last)	(First)	(Middle)
8755 W. HIGGINS ROAD, SUITE 1025		
(Street)		
CHICAGO	IL	60631
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
NELSEN ROBERT		
(Last)		
8755 W. HIGGINS ROAD, SUITE 1025		
(Street)		
CHICAGO	IL	60631
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
ARCH Venture Partners VIII, LLC		
(Last)		
8755 WEST HIGGINS ROAD, SUITE 1025		
(Street)		
CHICAGO	IL	606031
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
ARCH Venture Partners VIII, L.P.		
(Last)		
8755 WEST HIGGINS ROAD, SUITE 1025		
(Street)		
CHICAGO	IL	60631
(City)		
(State)	(Zip)	

Explanation of Responses:

- Shares purchased in a private investment in public equity transaction on September 13, 2022. Accompanying the Common Stock is one Series A Warrant to purchase one share of common stock at an exercise price of \$1.875 per share.
- Comprised of 7,503,903 shares held by ARCH Venture Fund VIII, L.P. ("ARCH Fund VIII") and 1,350,195 shares held by ARCH Venture Fund VIII Overage, L.P. ("ARCH Fund Overage").
- Shares and warrants held by ARCH Venture Fund VIII, L.P. ("ARCH Fund VIII"). The sole general partner of ARCH Fund VIII is ARCH Venture Partners VIII, L.P. ("ARCH Partners VIII"), which may be deemed to beneficially own the shares and warrants held by ARCH Fund VIII. The sole general partner of ARCH Partners VIII is ARCH Venture Partners VIII, LLC ("ARCH VIII LLC"), which may be deemed to beneficially own the shares and warrants held by ARCH Fund VIII. ARCH Partners VIII and ARCH VIII LLC disclaim beneficial ownership of such shares and warrants, except to the extent of any pecuniary interest therein. The managing directors of ARCH VIII LLC are Keith L. Crandell, Clinton Bybee and Robert Nelsen, and they may be deemed to beneficially own the shares and warrants held by ARCH Fund VIII. Messrs. Crandell, Bybee and Nelsen disclaim beneficial ownership of such shares and warrants, except to the extent of any pecuniary interest therein.
- Shares held by ARCH Fund Overage. The sole general partner of ARCH Fund Overage is ARCH VIII LLC, which may be deemed to beneficially own the shares held by ARCH Fund Overage. ARCH VIII LLC disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein. The managing directors of ARCH VIII LLC are Keith L. Crandell, Clinton Bybee and Robert Nelsen, and they may be deemed to beneficially own the shares held by ARCH Fund Overage. Messrs. Crandell, Bybee and Nelsen disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

[ARCH Venture Fund VIII, L.P.](#)
By: [ARCH Venture Partners VIII, L.P., its General Partner](#)
By: [ARCH Venture Partners VIII, LLC, its General Partner](#) 09/15/2022
By: [/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director](#)
[ARCH Venture Fund VIII Overage, L.P. ARCH Venture Partners VIII, LLC, its General Partner](#) By: [/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director](#) 09/15/2022
[Clinton Bybee, Managing Director](#) By: [/s/ Mark McDonnell, as Attorney-in-Fact](#) 09/15/2022
[Keith Crandell, Managing Director](#) By: [/s/ Mark McDonnell, as Attorney-in-Fact](#) 09/15/2022
[Robert Nelsen, Managing Director](#) By: [/s/ Mark McDonnell, as Attorney-in-Fact](#) 09/15/2022
[ARCH Venture Partners VIII, LLC](#) By: [/s/ Mark McDonnell,](#) 09/15/2022

as Attorney-in-Fact for Keith
Crandell, Managing Director
ARCH Venture Partners VIII,
L.P. By: ARCH Venture Partners
VIII, LLC, its General Partner 09/15/2022
By: /s/ Mark McDonnell, as
Attorney-in-Fact for Keith
Crandell, Managing Director

** 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.