UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 1)*

NewAmsterdam Pharma Company N.V.

(Name of Issuer)

Ordinary Shares (Title of Class of Securities)

N62509 109 (CUSIP Number)

Steve R. Bailey
601 Union Street, Suite 3200
Seattle, WA 98101
Telephone: (206) 621-7200
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

 $\label{eq:June 7, 2023} \textbf{(Date of Event Which Requires Filing of This Statement)}$

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of $\S\S240.13d-1(e)$, 240.13d-1(f) or 240.13d-1(g), check the following box. \square

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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).

1.	Name of Reporting Persons.				
	Frazier Lifesciences Sponsor LLC				
2. Check the Appropriate Box if a Member of a Group (See Instructions)					
	(a) □	(l	b) ⊠		
3.	SEC U	ISE O	NLY		
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4.	Source	of Fu	ands (See Instructions)		
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5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citize	ıship o	or Place of Organization		
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		7.	Sole Voting Power		
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		10.	Shared Dispositive Power		
			3,968,000 shares (1)		
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			ares (1)		
12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Dorcor	t of C	lass Represented by Amount in Row (11)		
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	4.8% (2)			
14.			orting Person (See Instructions)		
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- (1) Consists of (i) 3,801,000 Ordinary Shares held directly by Frazier Lifesciences Sponsor LLC and (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023. Frazier Life Sciences X, L.P. is the sole member of Frazier Lifesciences Sponsor LLC. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. Patrick J. Heron and James N. Topper are the members of FHMLS X, L.L.C. and therefore share voting and investment power over the shares held by Frazier Lifesciences Sponsor LLC.
- (2) Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, and (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023.

1.	Name	of Rep	porting Persons.		
2	Frazier Life Sciences X, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) o) ⊠		
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3.	SEC U	SE O	NLY		
4.	Source	of Fu	ands (See Instructions)		
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5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
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	porting	9.	Sole Dispositive Power		
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			7,301,333 shares (1)		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
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12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percen	t of C	lass Represented by Amount in Row (11)		
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- (1) Consists of (i) 3,801,000 Ordinary Shares held directly by Frazier Lifesciences Sponsor LLC, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, (iii) 3,000,000 Ordinary Shares held directly by Frazier Life Sciences X, L.P., and (iv) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023. Frazier Life Sciences X, L.P. is the sole member of Frazier Lifesciences Sponsor LLC. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. Patrick J. Heron and James N. Topper are the members of FHMLS X, L.L.C. and therefore share voting and investment power over the shares held by both Frazier Lifesciences Sponsor LLC and Frazier Life Sciences X, L.P.
- (2) Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, and (iii) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023.

1.	Name	of Rep	porting Persons.		
	FHMLS X, L.P.				
2. Check the Appropriate Box if a Member of a Group (See Instructions)		ppropriate Box if a Member of a Group (See Instructions) o) ☑			
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5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
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			7,301,333 shares (1)		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
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12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
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14.	Type o	f Repo	orting Person (See Instructions)		
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- (2) Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, and (iii) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023.

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1.	Name of Reporting Persons.				
	FHMLS X, L.L.C.				
2.		Check the Appropriate Box if a Member of a Group (See Instructions)			
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14.	Type o	t Rep	orting Person (See Instructions)		
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- (1) Consists of (i) 3,801,000 Ordinary Shares held directly by Frazier Lifesciences Sponsor LLC, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, (iii) 3,000,000 Ordinary Shares held directly by Frazier Life Sciences X, L.P., and (iv) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023. Frazier Life Sciences X, L.P. is the sole member of Frazier Lifesciences Sponsor LLC. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. Patrick J. Heron and James N. Topper are the members of FHMLS X, L.L.C. and therefore share voting and investment power over the shares held by both Frazier Lifesciences Sponsor LLC and Frazier Life Sciences X, L.P.
- (2) Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, and (iii) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023.

1.	Name of Reporting Persons.				
	Frazier Life Sciences Public Fund, L.P.				
2. Check the Appropriate Box if a Member of a Group (See Instructions)					
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12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
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13.	Percen	t of C	lass Represented by Amount in Row (11)		
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- (1) Consists of 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name	of Rep	porting Persons.			
	FHML	FHMLSP, L.P.				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)					
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11.	Aggre	gate A	mount beneficiary Owned by Each Reporting Leison			
			ares (1)			
12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Percen	t of C	lass Represented by Amount in Row (11)			
	1.9% (2)				
14.	,		orting Person (See Instructions)			
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- (1) Consists of 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.				
	FHMLSP, L.L.C.				
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			ares (1)		
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	1.9% (
14.	Type o	f Repo	orting Person (See Instructions)		
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- (1) Consists of 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.				
	Frazier Life Sciences Public Overage Fund, L.P.				
2. Check the Appropriate Box if a Member of a Group (See Instructions)					
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11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
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12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	1.9% (2)			
14.			orting Person (See Instructions)		
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- (1) Consists of 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name	of Rep	porting Persons.			
		FHMLSP Overage, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) o) ⊠			
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14.	Type o	т кер	orting Person (See Instructions)			
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- (1) Consists of 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.					
		FHMLSP Overage, L.L.C.				
2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) ⊠						
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- (1) Consists of 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

- (1) Consists of 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.				
	FHMLS XI, L.P.				
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5.		if Dic	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
5.	Circck	11 1513	crosure of Legal 110cccurings is required 1 distant to fichis 2(d) of 2(e)		
6.	Citize	nship o	or Place of Organization		
	Delaw	- NAO			
l	Delaw	7.	Sole Voting Power		
		′•	Soft voting rower		
	nber of		0 shares		
Shares Beneficially		8.	Shared Voting Power		
Owned by			758,219 shares (1)		
	Each		Sole Dispositive Power		
	porting erson	9.	Sole Dispositive Fower		
	Vith:		0 shares		
		10.	Shared Dispositive Power		
			750 240 shares (1)		
11.	Aggre	gate A	758,219 shares (1) mount Beneficially Owned by Each Reporting Person		
11.	118810	Suite 11	mount Deficitions of Facts Reporting Person		
	758,219 shares (1)				
12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	_	t of C	lass Represented by Amount in Row (11)		
	0.9% (
14.	Type o	f Repo	orting Person (See Instructions)		
	PN				

- (1) Consists of 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.				
	FHMLS XI, L.L.C.				
2.	· · · · ·				
	(a) □	(t	b) 🗵		
	CEC I	ICE O	AWAY		
3.	SEC U	SE O	NLY		
4.	Source	of Fu	ands (See Instructions)		
_	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citize	ıship o	or Place of Organization		
	Delaw				
7. Sole Voting Power			Sole Voting Power		
	nber of		0 shares		
_	hares eficially	8.	Shared Voting Power		
	ned by				
I	Each	0	758,219 shares (1)		
	porting	9.	Sole Dispositive Power		
	erson		0		
v	With:		Shared Dispositive Power		
			·		
758,219 shares (1)					
11.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	758,219 shares (1)				
12.					
12.	Oncert if the Magregate fullount in Now (11) Excludes Certain Shares (See Instructions)				
13.	E. Percent of Class Represented by Amount in Row (11)				
1.4	0.9% (owting Davon (Con Instructions)		
14.	Type of Reporting Person (See Instructions)				
	00				

(1) Consists of 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.

(2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	. Name of Reporting Persons.			
	rume of Reporting Fersons.			
	James N. Topper			
2.				
	(a) □ (b) ⊠			
3.	SEC U	SE O	NLY	
4.	Source of Funds (See Instructions)			
	AF			
5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
6.	Citizo	ochin (or Place of Organization	
0.	Citizei	ыпр	of Flace of Organization	
	United	State	s Citizen	
7. Sole Voting Power			Sole Voting Power	
Nur	nber of		0 shares	
	hares	8.	Shared Voting Power	
	eficially ned by			
	Each	0	11,146,231 shares (1)	
	porting	9.	Sole Dispositive Power	
	erson Vith:		0 shares	
		10.	Shared Dispositive Power	
			11 146 221 charge (1)	
11.	11,146,231 shares (1) . Aggregate Amount Beneficially Owned by Each Reporting Person			
1.0	11,146,231 shares (1)			
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	3. Percent of Class Represented by Amount in Row (11)			
	13.5% (2)			
14.			orting Person (See Instructions)	
	Type of responding a cross (occ mondedono)			
	IN			

- Consists of (i) 3,801,000 Ordinary Shares held directly by Frazier Lifesciences Sponsor LLC, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, (iii) 3,000,000 Ordinary Shares held directly by Frazier Life Sciences X, L.P., (iv) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023, (v) 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P., (vi) 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. and (vii) 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. Frazier Life Sciences X, L.P. is the sole member of Frazier Lifesciences Sponsor LLC. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. Patrick J. Heron and James N. Topper are the members of FHMLS X, L.L.C. and therefore share voting and investment power over the shares held by both Frazier Lifesciences Sponsor LLC and Frazier Life Sciences X, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.
- Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, and (iii) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023.

1.	Name of Reporting Persons.			
	Patrick J. Heron			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) □ (b) ⊠			
3.	SEC U	JSE O	NLY	
4.	Source	of Fu	inds (See Instructions)	
5.	AF 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	_	nship o	or Place of Organization	
	United	l Stato	s Citizan	
United States Citizen 7. Sole Voting Power				
Nui	nber of		0 shares	
	hares eficially	8.	Shared Voting Power	
Ow	ned by		11,146,231 shares (1)	
	Each porting	9.	Sole Dispositive Power	
P	erson		0 shares	
With:		10.	Shared Dispositive Power	
			11,146,231 shares (1)	
11.				
	11,146,231 shares (1)			
12.				
13.				
	13.5%	(2)		
14.			orting Person (See Instructions)	
	IN			

- Consists of (i) 3,801,000 Ordinary Shares held directly by Frazier Lifesciences Sponsor LLC, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, (iii) 3,000,000 Ordinary Shares held directly by Frazier Life Sciences X, L.P., (iv) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023, (v) 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P., (vi) 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. and (vii) 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. Frazier Life Sciences X, L.P. is the sole member of Frazier Lifesciences Sponsor LLC. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. Patrick J. Heron and James N. Topper are the members of FHMLS X, L.L.C. and therefore share voting and investment power over the shares held by both Frazier Lifesciences Sponsor LLC and Frazier Life Sciences X, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.
- Based on (i) 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023, (ii) 167,000 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Lifesciences Sponsor LLC that are exercisable within 60 days of June 7, 2023, and (iii) 333,333 Ordinary Shares that are issuable upon the exercise of warrants held directly by Frazier Life Sciences X, L.P. that are exercisable within 60 days of June 7, 2023.

1.	Name of Reporting Persons.				
	Albert	Cha			
2.					
	(a) □	(t	b) 🗵		
3.	SEC U	ISE O	NLY		
4	C	·CE	ala (Caratara attara)		
4.	Source	orfu	ands (See Instructions)		
	AF				
5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizer	ıship c	or Place of Organization		
	United		s Citizen		
7. Sole Voting Power					
	mber of		0 shares		
_	hares eficially	8.	Shared Voting Power		
	ned by				
	Each	_	3,086,679 shares (1)		
	porting	9.	Sole Dispositive Power		
	erson		0 shares		
'	Vith:	10.	Shared Dispositive Power		
10. Shaled Dispositive rower					
3,086,679 shares (1)			3,086,679 shares (1)		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	2.000 (70.1 (4)				
40	3,086,679 shares (1)				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percen	Total of Glass Represented by Minount in 16011 (11)			
13.	Percen				
13.	3.8% (
13.	3.8% (orting Person (See Instructions)		
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) □				
13.	Percen				
	3.8% (
	3.8% (orting Person (See Instructions)		

- (1) Consists of (i) 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P. and (ii) 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.			
	James Brush			
2.	Transfer of the control of the contr			
	(a) □ (b) ⊠			
3.	SEC U	SE O	NLY	
4.	Source	of Fu	ands (See Instructions)	
5.	AF Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
			3	
6.	Citize	ishin (or Place of Organization	
5.		-		
	United		s Citizen Sole Voting Power	
	nber of hares		0 shares	
Ben	eficially	8.	Shared Voting Power	
	ned by Each		3,086,679 shares (1)	
Rej	orting	9.	Sole Dispositive Power	
	erson Vith:		0 shares	
		10.	Shared Dispositive Power	
			3,086,679 shares (1)	
11.	Aggregate Amount Beneficially Owned by Each Reporting Person			
	3,086,679 shares (1)			
12.				
13.				
	3.8% (2)		
14.			orting Person (See Instructions)	
	IN			

- (1) Consists of (i) 1,561,600 Ordinary Shares held directly by Frazier Life Sciences Public Fund, L.P. and (ii) 1,525,079 Ordinary Shares held directly by Frazier Life Sciences Public Overage Fund, L.P. FHMLSP, L.P. is the general partner of Frazier Life Sciences Public Fund, L.P. and FHMLSP, L.L.C. is the general partner of FHMLSP, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Fund, L.P. FHMLSP Overage, L.P. is the general partner of Frazier Life Sciences Public Overage Fund, L.P. and FHMLSP Overage, L.L.C. is the general partner of FHMLSP Overage, L.P. Patrick J. Heron, James N. Topper, Albert Cha and James Brush are the members of FHMLSP Overage, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences Public Overage Fund, L.P.
- (2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

1.	Name of Reporting Persons.				
	Daniel Estes				
2.					
	(a) □	(t	b) ⊠		
3.	SEC U	SE O	NLY		
4.	Source	of Fu	ands (See Instructions)		
	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.		ochin e	or Place of Organization		
0.	Citizei	ізпір с	of Flace of Organization		
	United	States	s Citizen		
		7.	Sole Voting Power		
The state state of the state of					
	nber of		0 shares		
_	hares	8.	Shared Voting Power		
	eficially ned by				
	Each		758,219 shares (1)		
	orting	9.	Sole Dispositive Power		
	erson				
V	Vith:		0 shares		
		10.	Shared Dispositive Power		
750 240 day (4)					
11.	758,219 shares (1) Aggregate Amount Beneficially Owned by Each Reporting Person				
11.	Aggregate Amount beneficially Owned by Each Reporting Person				
	758,219 shares (1)				
12.					
13.	Percent of Class Represented by Amount in Row (11)				
	0.9% (2)				
14.	Type of Reporting Person (See Instructions)				
	IN				

(1) Consists of 758,219 Ordinary Shares held directly by Frazier Life Sciences XI, L.P. FHMLS XI, L.P. is the general partner of Frazier Life Sciences XI, L.P. and FHMLS XI, L.L.C. is the general partner of FHMLS XI, L.P. Patrick J. Heron, James N. Topper and Daniel Estes are the members of FHMLS XI, L.L.C. and therefore share voting and investment power over the shares held by Frazier Life Sciences XI, L.P.

(2) Based on 81,767,812 Ordinary Shares that were outstanding as of March 31, 2023 as set forth in the Issuer's final prospectus filed with the SEC pursuant to Rule 424(b)(3) on June 8, 2023.

Item 1. Security and Issuer.

This Amendment No. 1 ("Amendment No. 1") to Schedule 13D amends the statement on Schedule 13D filed on December 22, 2022 (the "Original Schedule 13D") with respect to the Ordinary Shares (the "Ordinary Shares") of NewAmsterdam Pharma Company N.V. (the "Issuer"), having its principal executive office at Gooimeer 2-35, 1411 DC Naarden, The Netherlands. Except as otherwise specified in Amendment No. 1, all items in the Original Schedule 13D are unchanged. All capitalized terms used in this Amendment No. 1 and not otherwise defined herein have the meanings ascribed to such terms in the Original Schedule 13D.

Item 4. Purpose of Transaction

The Reporting Persons acquired Ordinary Shares in connection with a business combination (the "<u>Business Combination</u>") pursuant to the terms of the Business Combination Agreement (the "Business Combination Agreement"), dated July 25, 2022, by and among FLAC, the Issuer, NewAmsterdam Pharma Holding B.V., a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*) incorporated under the laws of the Netherlands, and NewAmsterdam Pharma Investment Corporation, a Cayman Islands exempted company. The Business Combination closed on November 22, 2022 (the "<u>Closing Date</u>").

In connection with the closing of the Business Combination, the Reporting Persons were issued (i) an aggregate of 4,801,000 Ordinary Shares upon the conversion of Class A ordinary shares (the "Class A Ordinary Shares"), par value \$0.0001 per share, of FLAC that were issued to the Sponsor in a private placement prior to FLAC's IPO and (ii) an aggregate of 500,333 warrants to purchase Ordinary Shares (the "Warrants"), each exercisable for one Ordinary Share at a price of \$11.50 per share beginning on December 22, 2022, upon the conversion of warrants to purchase Class A Ordinary Shares that were purchased from FLAC in a private placement that closed simultaneously with the consummation of FLAC's IPO.

On November 22, 2022, concurrently with the closing of the Business Combination, the Reporting Persons were issued an aggregate 4,500,000 Ordinary Shares by the Issuer in a private placement that closed simultaneously with the consummation of the Business Combination, pursuant to subscription agreements previously entered into among the Reporting Persons, FLAC and the Issuer.

On June 7, 2023, FLSPF purchased an aggregate of 545,217 Ordinary Shares of the Issuer for an approximate total purchase price of \$6,269,996.

On June 7, 2023, FLSOF purchased an aggregate of 508,695 Ordinary Shares of the Issuer for an approximate total purchase price of \$5,849,993.

On June 7, 2023, FLS XI purchased an aggregate of 250,435 Ordinary Shares of the Issuer for an approximate total purchase price of \$2,880,003.

The Reporting Persons beneficially own the Ordinary Shares and Warrants for investment purposes. The Reporting Persons continuously assess the Issuer's business, financial condition, results of operations and prospects, general economic conditions, other developments and additional investment opportunities. Depending on such assessments, and subject to any restrictions described herein, the Reporting Persons may acquire additional securities of the Issuer or new securities of the Issuer or may determine to purchase, sell or otherwise dispose of all or some of the Issuer's securities beneficially owned by the Reporting Persons in the open market, as applicable, in privately negotiated transactions, in transactions directly with the Issuer or otherwise. Such actions will depend upon a variety of factors, including, without limitation, current and anticipated future trading prices, the financial condition, results of operations and prospects of the Issuer, alternative investment opportunities, general economic, financial market and industry conditions and other factors that the Reporting Persons may deem material to their investment decision.

Item 5. Interest in Securities of the Issuer

(a) and (b) As of the date hereof, the Reporting Persons beneficially owned an aggregate of 10,645,898 Ordinary Shares and 500,333 Warrants, consisting of: (i) 3,801,000 Ordinary Shares and 167,000 Warrants directly beneficially owned by the Sponsor (collectively, the "Sponsor Securities"), (ii) 3,000,000 Ordinary Shares and 333,333 Warrants directly beneficially owned by FLS X (the "FLS X Securities"), (iii) 758,219 Ordinary Shares directly beneficially owned by FLS XI (the "FLS X Securities"), (iv) 1,561,600 Ordinary Shares directly beneficially owned by FLSPF (the "FLSPF Securities") and (v) 1,525,079 Ordinary Shares directly beneficially owned by FLSOF (the "FLSOF Securities").

As the sole member of the Sponsor, FLS X may be deemed to beneficially own the Sponsor Securities. As the sole general partner of FLS X, FHMLS X, L.P. may be deemed to beneficially own the Sponsor Securities and the FLS X Securities. As the sole general partner of FHMLS X, L.P., FHMLS X, L.L.C. may be deemed to beneficially own the Sponsor Securities and the FLS X Securities. As members of FHMLS X, L.L.C. and managers of each of FLS X, FHMLS X, L.P. and FHMLS X, L.L.C., each of Dr. Topper and Mr. Heron may be deemed to beneficially own the Sponsor Securities and the FLS X Securities. Dr. Topper also serves as a manager of the Sponsor.

As the sole general partner of FLS XI, FHMLS XI, L.P. may be deemed to beneficially own the FLS XI Securities. As the sole general partner of FHMLS XI, L.P., FHMLS XI, L.L.C. may be deemed to beneficially own the FLS XI Securities. As members of FHMLS XI, L.L.C. and managers of each of FLS XI, FHMLS XI, L.P. and FHMLS XI, L.L.C., each of Dr. Topper, Mr. Heron and Dr. Estes may be deemed to beneficially own the FLS XI Securities.

As the sole general partner of FLSPF, FHMLSP, L.P. may be deemed to beneficially own the FLSPF Securities. As the sole general partner of FHMLSP, L.P., FHMLSP, L.L.C. may be deemed to beneficially own the FLSPF Securities. As members of FHMLSP, L.L.C. and managers of each of FLSPF, FHMLSP, L.P. and FHMLSP, L.L.C., each of Dr. Topper, Mr. Heron, Dr. Cha and Dr. Brush may be deemed to beneficially own the FLSPF Securities.

As the sole general partner of FLSOF, FHMLSP Overage, L.P. may be deemed to beneficially own the FLSOF Securities. As the sole general partner of FHMLSP Overage, L.P., FHMLSP Overage, L.L.C. may be deemed to beneficially own the FLSOF Securities. As members of FHMLSP Overage, L.L.C. and managers of each of FLSOF, FHMLSP Overage, L.P. and FHMLSP Overage, L.L.C., each of Dr. Topper, Mr. Heron, Dr. Cha and Dr. Brush may be deemed to beneficially own the FLSOF Securities.

- (c) Information with respect to all transactions in the Shares beneficially owned by the Reporting Persons that were effected during the past sixty days is set forth in Item 4 and 6 incorporated herein by reference.
- (d) Not applicable.
- (e) Not applicable.

SIGNATURES

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

Date: June 9, 2023

Date: June 9, 2023

Date: June 9, 2023

Date: June 9, 2023

FRAZIER LIFESCIENCES SPONSOR LLC

By Frazier Life Sciences X, L.P., its sole member

By FHMLS X, L.P., its general partner

By FHMLS X, L.L.C., its general partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

Date: June 9, 2023 FRAZIER LIFE SCIENCES X, L.P.

By FHMLS X, L.P., its general partner

By FHMLS X, L.L.C., its general partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FHMLS X, L.P.

By FHMLS X, L.L.C., its general partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FHMLS X, L.L.C.

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FRAZIER LIFE SCIENCES PUBLIC FUND, L.P.

By: FHMLSP, L.P., its General Partner By: FHMLSP, L.L.C., its General Partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

Page 22

Date: June 9, 2023

Date: June 9, 2023

Date: June 9, 2023

Date: June 9, 2023

FHMLSP, L.P.

By: FHMLSP, L.L.C., its General Partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FHMLSP, L.L.C.

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FRAZIER LIFE SCIENCES PUBLIC OVERAGE FUND, L.P.

By: FHMLSP Overage, L.P., its General Partner By: FHMLSP Overage, L.L.C., its General Partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FHMLSP OVERAGE, L.P.

By FHMLSP Overage, L.L.C., its General Partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FHMLSP OVERAGE, L.L.C.

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

FRAZIER LIFE SCIENCES XI, L.P.

By FHMLS XI, L.P., its general partner

By FHMLS XI, L.L.C., its general partner

By: /s/ Steve R. Bailey

Steve R. Bailey, Chief Financial Officer

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Date: June 9, 2023	FHMLS XI, L.P. By FHMLS XI, L.L.C., its general partner
	By: /s/ Steve R. Bailey Steve R. Bailey, Chief Financial Officer
Date: June 9, 2023	FHMLS XI, L.L.C.
	By: /s/ Steve R. Bailey Steve R. Bailey, Chief Financial Officer
Date: June 9, 2023	By: * James Topper
Date: June 9, 2023	By: * Patrick Heron
Date: June 9, 2023	By: **
Date: June 9, 2023	Albert Cha By: **
	James Brush
Date: June 9, 2023	By: *** Daniel Estes
Date: June 9, 2023	By: /s/ Steve R. Bailey Steve R. Bailey, as Attorney-in-Fact

^{*} This Schedule 13D was executed by Steve R. Bailey on behalf of the individuals listed above pursuant to a Power of Attorney, a copy of which was filed with the SEC on July 31, 2017.

^{**} This Schedule 13D was executed by Steve R. Bailey on behalf of the individuals listed above pursuant to a Power of Attorney, a copy of which was filed with the SEC on August 16, 2021.

^{***} This Schedule 13D was executed by Steve R. Bailey on behalf of the individual listed above pursuant to a Power of Attorney, a copy of which was filed with the SEC on April 18, 2022.