

**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

1. Name and Address of Reporting Person* <u>Johnson Anne Nagengast</u>  (Last) (First) (Middle) <u>WALLSTRASSE 16</u>  (Street) <u>BERLIN 2M 10179</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/10/2023</u>	3. Issuer Name and Ticker or Trading Symbol <u>ATAI Life Sciences N.V. [ ATAI ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chief Accounting Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Shares</u>	<u>1,000</u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option</u>	<u>(1)</u>	<u>08/20/2025</u>	<u>Common Shares</u>	<u>326,416</u>	<u>5.68</u>	<u>D</u>	
<u>Stock Option</u>	<u>(2)</u>	<u>08/20/2025</u>	<u>Common Shares</u>	<u>115,152</u>	<u>11.71</u>	<u>D</u>	
<u>Stock Option</u>	<u>(3)</u>	<u>02/11/2032</u>	<u>Common Shares</u>	<u>200,000</u>	<u>5.54</u>	<u>D</u>	
<u>Stock Option</u>	<u>(4)</u>	<u>10/21/2032</u>	<u>Common Shares</u>	<u>71,620</u>	<u>2.86</u>	<u>D</u>	
<u>Stock Option</u>	<u>(5)</u>	<u>03/14/2033</u>	<u>Common Shares</u>	<u>500,000</u>	<u>1.18</u>	<u>D</u>	
<u>Restricted Stock Unit</u>	<u>(6)</u>	<u>(6)</u>	<u>Common Shares</u>	<u>200,000</u>	<u>0.00</u>	<u>D</u>	

**Explanation of Responses:**

- This stock option was granted prior to atai Life Sciences N.V.'s (the "Company") June 2021 initial public offering ("IPO") and is subject to accelerated vesting upon a change in control or in the event the Reporting Person's service with the Company is terminated due to death or disability. The stock option vested as to 50% of the underlying shares on January 20, 2022 and the remaining underlying shares vest in 24 substantially equal monthly installments thereafter.
- This stock option was granted prior the Company's IPO and is subject to accelerated vesting upon a change in control or in the event the Reporting Person's service with the Company is terminated due to death or disability. The stock option vested as to 25% of the underlying shares on April 29, 2022, and the remaining underlying shares vest in 36 substantially equal monthly installments thereafter.
- The stock option vested as to 25% of the underlying shares on January 1, 2023, and the remaining underlying shares vest in 36 substantially equal monthly installments thereafter.
- The stock option vests as to 25% of the underlying shares on September 1, 2023, and in 36 substantially equal monthly installments thereafter.
- The stock option vests as to 25% of the underlying shares on March 14, 2024, and in 36 substantially equal monthly installments thereafter.
- Each restricted stock unit represents a contingent right to receive one common share of the Company upon vesting and settlement. 50% of the restricted stock units will vest on the first anniversary of the grant date and 50% will vest on the second anniversary of the grant date.

**Remarks:**

/s/ Ryan Barrett, Attorney-in-fact 05/19/2023

\*\* 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 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.

## POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by ATAI Life Sciences N.V. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder, and Forms 3, 4, and 5 in accordance with Section 16 of the Exchange Act and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D or 13G or Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such schedule or form with the SEC and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 and 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Schedule 13D and 13G and Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 3rd day of May, 2023.

Signature:     /s/ Anne Johnson  
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 Print Name:   Anne Nagengast Johnson

## Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

1. Stephen Bardin
2. Ryan Barrett

