# **Securities and Exchange Commission**

Washington, D.C. 20549

## Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

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

# ATAI Life Sciences N.V.

(Name of Issuer)

Common Shares (Title of Class of Securities)

N0731H103 (CUSIP Number)

December 31, 2022 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☑ Rule 13d-1(d)

\* 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 the disclosures provided in a prior cover page.

The information required in 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	Names of Reporting Persons				
	Apeiron Investment Group Ltd.				
2	Check the Appropriate Box if a Member of a Group				
	(a) 🗆	(	(b) □		
3					
4	Citizen	ship	or Place of Organization		
	Malta				
		5	Sole Voting Power		
Nu	mber of		0		
S	Shares	6	Shared Voting Power		
	Beneficially Owned by		32,671,702		
	Each porting	7	Sole Dispositive Power		
F	Person		0		
	With	8	Shared Dispositive Power		
			32,671,702		
9	Aggregate Amount Beneficially Owned by Each Reporting Person				
	32,671,702				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
	Not Applicable				
11	Percent	t of (	Class Represented by Amount in Row 9		
	19.4%				
12	Type of	f Rep	porting Person		
	CO				

			-		
1	Names of Reporting Persons				
	Apeiron Presight Capital Fund II, L.P.				
2	Check the Appropriate Box if a Member of a Group				
	(a) 🗆		(b) □		
3	SEC Use Only				
4	Citizen	ship	or Place of Organization		
	Delawa	are			
		5	Sole Voting Power		
Nu	mber of		0		
S	Shares	6	Shared Voting Power		
Ov	Beneficially Owned by		1,799,302		
	Each porting	7	Sole Dispositive Power		
Person			0		
With		8	Shared Dispositive Power		
			1,799,302		
9	Aggregate Amount Beneficially Owned by Each Reporting Person				
	1,799,302				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
	Not Applicable				
11	Percent of Class Represented by Amount in Row 9				
	1.1%				
12	Type of Reporting Person				
	PN				

			-		
1	Names of Reporting Persons				
	Presight Capital Management I, L.L.C.				
2	Check the Appropriate Box if a Member of a Group				
	(a) 🗆		(b) 🗆		
3	SEC U	se O	nly		
4	Citizenship or Place of Organization				
	Delawa	ire			
		5	Sole Voting Power		
Nu	mber of		0		
S	Shares	6	Shared Voting Power		
Ov	Beneficially Owned by		1,799,302		
	Each porting	7	Sole Dispositive Power		
Person		8	0		
	With		Shared Dispositive Power		
			1,799,302		
9	Aggregate Amount Beneficially Owned by Each Reporting Person				
	1,799,302				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
	Not Applicable				
11	Percent of Class Represented by Amount in Row 9				
	1.1%				
12	Type of Reporting Person				
	00				

				C		
1	Names of Reporting Persons					
	Fabian Hansen					
2						
	(a) 🗆		(b) 🗆			
3						
4	Citizenship or Place of Organization					
	Federal Republic of Germany					
	reacra	5	Sole Voting Power			
Number of Shares			0			
		6	Shared Voting Power			
	neficially vned by		1,799,302			
Each		7	Sole Dispositive Power			
Reporting Person			0			
With		8	Shared Dispositive Power			
			1,799,302			
9	Aggregate Amount Beneficially Owned by Each Reporting Person					
	1,799,302					
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares					
	Not Applicable					
11						
	1.1%					
12	Type of	Rep	porting Person			
	IN					

1	Names of Reporting Persons				
	Christian Angermayer				
2	· ·				
	(a) □ (b) □				
3	SEC Use Only				
4	4 Citizenship or Place of Organization				
	Federa	l Re	public of Germany		
		5	Sole Voting Power		
Nu	mber of		0		
S	Shares	6	Shared Voting Power		
	Beneficially Owned by		32,671,702		
Each		7	Sole Dispositive Power		
Reporting			•		
Person			0		
With		8	Shared Dispositive Power		
			32,671,702		
9	Aggreg	ate 1	Amount Beneficially Owned by Each Reporting Person		
	32,671.	702			
10					
	Not Applicable				
11					
	19.4%				
12	Type of	Rej	porting Person		
	IN				
	111				

#### ITEM 1. (a) Name of Issuer:

ATAI Life Sciences N.V. (the "Issuer").

#### (b) Address of Issuer's Principal Executive Offices:

ATAI Life Sciences N.V., Wallstraße 16, 10179, Berlin, Germany.

#### ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

Apeiron Investment Group Ltd. ("Apeiron");

Apeiron Presight Capital Fund II, L.P. ("Presight II");

Presight Capital Management I, L.L.C. ("Presight Management");

Fabian Hansen; and

Christian Angermayer.

#### (b) Address or Principal Business Office:

The principal business address of each of the Reporting Persons is 66 & 67 Amery Street, SLM1707, Sliema, Malta.

#### (c) Citizenship of each Reporting Person is:

Presight II and Presight Management are organized under the laws of the State of Delaware. Apeiron is organized under the laws of Malta. Each of Messrs. Hansen and Angermayer is a German citizen.

#### (d) Title of Class of Securities:

Common shares, par value €0.1 per share ("Common Shares").

#### (e) CUSIP Number:

N0731H103

#### ITEM 3.

Not applicable.

#### ITEM 4. Ownership.

(a-c)

The ownership information presented below represents beneficial ownership of the Common Shares of the Issuer as of December 31, 2022, based upon 165,875,307 shares of Common Shares outstanding as of November 4, 2022, as disclosed in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 10, 2022.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Apeiron Investment Group Ltd.	32,671,702	19.4%	0	32,671,702	0	32,671,702
Apeiron Presight Capital Fund II, L.P.	1,799,302	1.1%	0	1,799,302	0	1,799,302
Presight Capital Management I, L.L.C.	1,799,302	1.1%	0	1,799,302	0	1,799,302
Fabian Hansen	1,799,302	1.1%	0	1,799,302	0	1,799,302
Christian Angermayer	32,671,702	19.4%	0	32,671,702	0	32,671,702

Presight II is the record holder of 1,799,302 Common Shares. Apeiron and Fabian Hansen are the managing members of Presight Management, which is the general partner of Presight II. As a result, each of Apeiron, Mr. Hansen and Presight Management may be deemed to share beneficial ownership of the securities held by Presight II.

In addition, Apeiron is the record holder of 28,505,200 Common Shares and may be deemed to own an additional 2,367,200 Common Shares underlying convertible notes of the Issuer. Christian Angermayer is the majority shareholder of Apeiron and may be deemed to share beneficial ownership of the securities beneficially owned by Apeiron.

#### ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

#### ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

# ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

#### ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

# ITEM 9. Notice of Dissolution of Group.

Not applicable.

### ITEM 10. Certification.

Not applicable.

#### **SIGNATURE**

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: February 10, 2023

#### Apeiron Investment Group, Ltd.

By: /s/ Julien Höfer

Name: Julien Höfer Title: Director

#### Apeiron Presight Capital Fund II, L.P.

By: Presight Capital Management I, L.L.C., its general partner

By: /s/ Fabian Hansen

Name: Fabian Hansen Title: Managing Member

#### Presight Capital Management I, L.L.C.

By: /s/ Fabian Hansen
Name: Fabian Hansen
Title: Managing Member

#### Fabian Hansen

/s/ Fabian Hansen

#### **Christian Angermayer**

/s/ Christian Angermayer

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## LIST OF EXHIBITS

Exhibit No. Description

99 Joint Filing Agreement (previously filed).