

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>Apeiron Investment Group Ltd.</u> (Last) (First) (Middle) 66 & 67 BEATRICE, AMERY STREET (Street) SILEMA O1 SLM1707 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ATAI Life Sciences N.V. [ATAI]</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) 04/15/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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	Title	Amount or Number of Shares				
Convertible Notes	(1)	04/15/2024		J ⁽²⁾			147,950 ⁽³⁾	(2)	(2)	Common Shares	2,367,200	(2)	0	I	By Apeiron Investment Group Ltd. ⁽⁴⁾
Convertible Notes	(1)	04/15/2024		J ⁽²⁾		147,950 ⁽³⁾		04/15/2024	09/30/2025	Common Shares	2,367,200	(2)	147,950 ⁽³⁾	I	By Apeiron Investment Group Ltd. ⁽⁴⁾

1. Name and Address of Reporting Person* <u>Apeiron Investment Group Ltd.</u> (Last) (First) (Middle) 66 & 67 BEATRICE, AMERY STREET (Street) SILEMA O1 SLM1707 (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Angermayer Christian</u> (Last) (First) (Middle) 66 & 67 AMERY STREET (Street) SILEMA O1 SLM 1707 (City) (State) (Zip)

Explanation of Responses:

- The conversion price for the Convertible Notes is EUR 17.00 per note.
- Represents an exchange of Convertible Notes issued by ATAI Life Sciences AG for Convertible Notes issued by the Issuer with substantially similar terms and economics.
- Each Convertible Note bears a notional principal amount of EUR 1.00.
- The reportable securities are held by Apeiron Investment Group Ltd. ("Apeiron"). Christian Angermayer, as the majority shareholder of Apeiron, may be deemed to beneficially own the securities.

Apeiron Investment Group Ltd. 04/17/2024
By: /s/ Julien Hoefler, Director
/s/ Christian Angermayer 04/17/2024
 ** 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.