

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001868047
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer Prometheus Biosciences, Inc.
SEC File Number 001-40187
Address of Issuer 3050 Science Park Road
San Diego
CALIFORNIA
92121
Phone 858-422-4300
Name of Person for Whose Account the Securities are To Be Sold Cedars Sinai Intellectual Property Company
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.
Relationship to Issuer 10% Stockholder


144: Securities Information

Title of the Class of Securities To Be Sold Common Stock
Jefferies, LLC
520 Madison Avenue
Name and Address of the Broker New York
NY
10022
Number of Shares or Other Units To Be Sold 865000
Aggregate Market Value 104405500.00
Number of Shares or Other Units Outstanding 47530337
Approximate Date of Sale 03/08/2023
Name the Securities Exchange NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class Common Stock
Date you Acquired 06/25/2021
Nature of Acquisition Transaction Transfer Upon Internal Reorganization
Name of Person from Whom Acquired Cedars-Sinai Medical Center

Is this a Gift?  Checkbox not checked Date Donor Acquired

Amount of Securities Acquired 5008508
Date of Payment 03/16/2021
Nature of Payment See Remarks

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report

144: Remarks and Signature

Remarks On March 16, 2021, Cedars-Sinai Medical Center ("CSMC") acquired 5,008,508 shares of the Issuer's Common Stock upon the automatic conversion of shares of the Issuer's Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D-1 Preferred Stock and Series D-2 Preferred Stock, in each case, at a ratio of ten-for-one share, immediately prior to the consummation of the Issuer's initial public offering. CSMC acquired the shares of the Issuer's Preferred Stock for cash in multiple transactions between September 2017 and January 2021. On June 25, 2021, CSMC transferred all of the shares of the Issuer's Common Stock held by it to Cedars Sinai Intellectual Property Company as part of an internal reorganization.

Date of Notice 03/08/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature David M. Wrigley, Treasurer

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)