# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13G**

(Rule 13d-102)
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO
13d-2 (b)
(Amendment No. )

# Century Therapeutics, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share (Title of Class of Securities)

15673T100 (CUSIP Number)

December 31, 2021 (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 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) This Schedule 13G is filed by Versant Venture Capital VI, L.P. ("Versant VI"), Versant Ventures VI GP, L.P. ("Versant VI GP LP"), Versant Ventures VI GP-GP, LLC ("Versant VI GP LLC"), Versant Vantage II, L.P. ("Vantage II"), Versant Vantage II GP, L.P. ("Vantage II GP LP") and Versant Vantage II GP-GP, LLC ("Vantage II GP LLC" and together with Vantage II, Vantage II GP LP, Versant VI, Versant VI GP LP and Versant VI GP LLC, the "Reporting Persons"). Versant VI GP LP is the sole general partner of Versant VI GP LLC is the sole general partner of Versant VI GP LP, each of which may be deemed to have voting and investment power over the securities held by Versant VI. Vantage II GP LP is the sole general partner of Vantage II GP LP, each of which may be deemed to have voting and investment power over the securities held by Vantage II. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) These shares are held by Versant VI. Versant VI GP LLC is the sole general partner of Versant VI GP LP, which is the sole general partner of Versant VI. Each of Versant VI GP LLC and Versant VI GP LP share voting and investment power over the securities held by Versant VI and as a result may be deemed to have beneficial ownership over such securities.
- (3) This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Issuer's quarterly report on Form 10-Q for the quarter ended September 30, 2021, filed with the United States Securities and Exchange Commission (the "Commission") on November 10, 2021 (the "Form 10-Q").

1.	Namo	of D	oporting Derconc
1.	Name of Reporting Persons		
	Versant Ventures VI GP, L.P.		
2.			
	(a) 🗆		(b) ⊠(1)
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4.	Citizer	ıship	or Place of Organization
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	ned by		12,366,814 shares of Common Stock (2)
Each		7.	Sole Dispositive Power
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	, , , , , ,	8.	Shared Dispositive Power
			12,366,814 shares of Common Stock (2)
9.	Aggre	gate .	Amount Beneficially Owned by Each Reporting Person
			shares of Common Stock (2)
10.	Check	if th	e Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)
11.	_	t of (	Class Represented by Amount in Row 9
	22.6%	(3)	
12.	Type o	f Re	porting Person (See Instructions)
	PN		

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

<sup>(2)</sup> These shares are held by Versant VI. Versant VI GP LLC is the sole general partner of Versant VI GP LP, which is the sole general partner of Versant VI. Each of Versant VI GP LLC and Versant VI GP LP share voting and investment power over the securities held by Versant VI and as a result may be deemed to have beneficial ownership over such securities.

<sup>(3)</sup> This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Form 10-Q.

1.	Name	of R	eporting Persons				
	Versant Ventures VI GP-GP, LLC						
2. Check the Appropriate Box if a Member of a Group (See Instructions)							
	(a) 🗆		(b) ⊠(1)				
3.	. SEC Use Only						
4.	Citizer	ıship	or Place of Organization				
	Delaw	are					
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10.	Check	if th	e Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)				
11.	Percen	t of (	Class Represented by Amount in Row 9				
	22.6%	(3)					
12.			porting Person (See Instructions)				
	00						

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

<sup>(2)</sup> These shares are held by Versant VI. Versant VI GP LLC is the sole general partner of Versant VI GP LP, which is the sole general partner of Versant VI. Each of Versant VI GP LLC and Versant VI GP LP share voting and investment power over the securities held by Versant VI and as a result may be deemed to have beneficial ownership over such securities.

<sup>(3)</sup> This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Form 10-Q.

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1.	Name of Reporting Persons		
			ntage II, L.P.
			Appropriate Box if a Member of a Group (See Instructions) (b) ⊠(1)
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3.	3. SEC Use Only		
4.	Citizer	ıship	or Place of Organization
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		5.	Sole Voting Power
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	hares	6.	Shared Voting Power
Beneficially Owned by Each			0
		7.	Sole Dispositive Power
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9.	Aggreg	gate .	Amount Beneficially Owned by Each Reporting Person
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10.			e Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)
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12.	1.3% (		porting Person (See Instructions)
12.	1ype o	ı Ke	porting Person (See instructions)
	PN		

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

<sup>(2)</sup> These shares are held by Vantage II. Vantage II GP LLC is the sole general partner of Vantage II GP LP, which is the sole general partner of Vantage II. Each of Vantage II GP LLC and Vantage II GP LP share voting and investment power over the securities held by Vantage II and as a result may be deemed to have beneficial ownership over such securities.

<sup>(3)</sup> This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Form 10-Q.

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1.	Name of Reporting Persons		
	Versant Vantage II GP, L.P.		
2.	•		
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			714,095 shares of Common Stock (2)
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	714,09	5 sha	ares of Common Stock (2)
10.			e Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)
11.	Percen	t of (	Class Represented by Amount in Row 9
	1 20/ /	2)	
10	1.3% (		or the Demon (Co. Lettersthere)
12.	Type o	ı Ke	porting Person (See Instructions)
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	111		

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

<sup>(2)</sup> These shares are held by Vantage II. Vantage II GP LLC is the sole general partner of Vantage II GP LP, which is the sole general partner of Vantage II. Each of Vantage II GP LLC and Vantage II GP LP share voting and investment power over the securities held by Vantage II and as a result may be deemed to have beneficial ownership over such securities.

<sup>(3)</sup> This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Form 10-Q.

1.	. Name of Reporting Persons		
			ntage II GP-GP, LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) 🗆		(b) ⊠(1)
3.	SEC U	se O	only
4.	Citizer	ıship	or Place of Organization
	Delaw	are	
		5.	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting			0
		6.	Shared Voting Power
			714,095 shares of Common Stock (2)
		7.	Sole Dispositive Power
P	erson		0
'	With	8.	Shared Dispositive Power
			714,095 shares of Common Stock (2)
9.	Aggreg	gate .	Amount Beneficially Owned by Each Reporting Person
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10.	Check	if th	e Aggregate Amount in Row 9 Excludes Certain Shares (See Instructions)
11.	Percen	t of (	Class Represented by Amount in Row 9
	1.3% (	3)	
12.			porting Person (See Instructions)
	00		

<sup>(1)</sup> This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

<sup>(2)</sup> These shares are held by Vantage II. Vantage II GP LLC is the sole general partner of Vantage II GP LP, which is the sole general partner of Vantage II. Each of Vantage II GP LLC and Vantage II GP LP share voting and investment power over the securities held by Vantage II and as a result may be deemed to have beneficial ownership over such securities.

<sup>(3)</sup> This calculation is based upon 54,641,380 shares of the Issuer's Common Stock outstanding as of November 8, 2021, as set forth in the Form 10-Q.

Introductory Note: This statement on Schedule 13G (this "Statement") is filed on behalf of the Reporting Persons, in respect of shares of Common Stock, par value \$0.0001 per share ("Common Stock"), of Century Therapeutics, Inc. (the "Issuer").

#### Item 1

(a) Name of Issuer:

Century Therapeutics, Inc.

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

3675 Market Street Philadelphia, PA 19104

#### Item 2

(a) Name of Person(s) Filing:

Versant Venture Capital VI, L.P. ("Versant VI")
Versant Ventures VI GP, L.P. ("Versant VI GP LP")
Versant Ventures VI GP-GP, LLC ("Versant VI GP LLC")
Versant Vantage II, L.P. ("Vantage II")
Versant Vantage II GP, L.P. ("Vantage II GP LP")
Versant Vantage II GP-GP, LLC ("Vantage II GP LLC")

(b) Address of Principal Business Office:

c/o Versant Ventures One Sansome Street, Suite 3630 San Francisco, CA 94104

(c) Citizenship:

Entities: Versant VI — Delaware Limited Partnership

Versant VI GP LP — Delaware Limited Partnership
Versant VI GP LLC — Delaware Limited Liability Company
Vantage II — Delaware Limited Partnership
Vantage II GP LP — Delaware Limited Partnership

Vantage II GP LLC — Delaware Limited Liability Company

(d) Title of Class of Securities:

Common Stock

(e) CUSIP Number:

15673T100

# Item 3

Not applicable.

# Item 4 Ownership.

The following information with respect to the ownership of the Issuer's Common Stock by the Reporting Persons filing this Statement is provided as of January 31, 2022:

(a) Amount beneficially owned:

See Row 9 of the cover page for each Reporting Person.\*

(b) Percent of class: See Row 11 of the cover page for each Reporting Person.*
(c) Number of shares as to which the person has:
(i) Sole power to vote or to direct the vote See Row 5 of the cover page for each Reporting Person.*
(ii) Shared power to vote or to direct the vote See Row 6 of the cover page for each Reporting Person.*
(iii) Sole power to dispose or to direct the disposition of See Row 7 of the cover page for each Reporting Person.*
(iv) Shared power to dispose or to direct the disposition of See Row 8 of the cover page for each Reporting Person.*
* Each of the Reporting Persons disclaims beneficial ownership as to such securities, except to the extent of his, her or its pecuniary interest therei
Item 5 Ownership of Five Percent or Less of a Class.
If this statement is being filed to report the fact that as of the date hereof, the Reporting Persons have ceased to be the beneficial owner of more than fit percent of the class of securities, check the following: $\Box$
Item 6 Ownership of More Than Five Percent on Behalf of Another Person.
Under certain circumstances set forth in the limited partnership agreements of each of Versant VI, Versant VI GP LP, Vantage II and Vantage II GP LP and the limited liability company agreements of each of Versant VI GP LLC and Vantage II GP LLC, the general and limited partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of securities of the Issuer owned by each such entity of which they are a partner or member, as the case may be.
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

Item 10

Not applicable.

Not applicable.

**Notice of Dissolution of Group.** 

Certifications.

Material to be Filed as Exhibits.

Exhibit 1- Joint Filing Agreement.

#### **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.

February 11, 2022

# Versant Venture Capital VI, L.P.

By: Versant Ventures VI GP, L.P.

Its: General Partner

By: Versant Ventures VI GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Ventures VI GP, L.P.

By: Versant Ventures VI GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Ventures VI GP-GP, LLC

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Vantage II, L.P.

By: Versant Vantage II GP, L.P.

Its: General Partner

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Vantage II GP, L.P.

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Vantage II GP-GP, LLC

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

#### JOINT FILING AGREEMENT

The undersigned hereby agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned, and any amendments thereto executed by the undersigned shall be filed on behalf of each of the undersigned without the necessity of filing any additional joint filing agreement. The undersigned acknowledge that each is responsible for the timely filing of such statement on Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness or accuracy of the information concerning the others of the undersigned, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate or incomplete. This Joint Filing Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

Dated: February 11, 2022

### Versant Venture Capital VI, L.P.

By: Versant Ventures VI GP, L.P.

Its: General Partner

By: Versant Ventures VI GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

#### Versant Ventures VI GP, L.P.

By: Versant Ventures VI GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

#### Versant Ventures VI GP-GP, LLC

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

## Versant Vantage II, L.P.

By: Versant Vantage II GP, L.P.

Its: General Partner

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

#### Versant Vantage II GP, L.P.

By: Versant Vantage II GP-GP, LLC

Its: General Partner

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director

# Versant Vantage II GP-GP, LLC

By: /s/ Robin L. Praeger

Robin L. Praeger, Managing Director