

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>Rotman Harris</u>			2. Date of Event Requiring Statement (Month/Day/Year) 06/14/2023		3. Issuer Name and Ticker or Trading Symbol <u>Centessa Pharmaceuticals plc [CNTA]</u>		
(Last)	(First)	(Middle)	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>SVP Regulatory Affairs</u>			5. If Amendment, Date of Original Filed (Month/Day/Year)	
C/O CENTESSA PHARMACEUTICALS PLC 3RD FL., 1 ASHLEY RD, ALTRINCHAM							
(Street)	CHESHIRE		X0	WA14 2DT		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	
(City)	(State)	(Zip)					

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)
Ordinary Shares ⁽¹⁾	33,500 ⁽²⁾	D	

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				
Share Option (right to buy)	(3)	08/01/2032	Ordinary Shares ⁽¹⁾	125,000	4.47	D
Share Option (right to buy)	(4)	02/01/2033	Ordinary Shares ⁽¹⁾	49,900	3.85	D

Explanation of Responses:

- The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- The shares reported were issued pursuant to a Restricted Share Unit ("RSU") grant issued under the Centessa Pharmaceuticals plc Amended and Restated 2021 Stock Option and Incentive Plan. Each RSU represents the contingent right to receive one Ordinary Share of the Issuer. The RSUs shall vest and be settled in four equal annual installments with the first such annual vesting being on February 1, 2024.
- 25% of the shares subject to such option shall vest and become exercisable on August 1, 2023 and the remaining 75% of the shares subject to such option shall vest and become exercisable in 36 monthly installments on the first day of each month thereafter.
- 6,234 of the shares vest and become exercisable on August 1, 2023 and 1/48th of the shares subject to such option shall vest and become exercisable in 42 monthly installments on the first day of each month thereafter.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Gregory Weinhoff, attorney-in-fact 06/23/2023

** 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

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Iqbal Hussain, Gregory Weinhoff, and Richard M
1. Prepare, execute, and submit to the Securities and Exchange Commission ("SEC") a Form ID, including amendments thereto, and any other docum
2. Prepare, execute and submit to the SEC, Centessa Pharmaceuticals plc, a public limited company organized under the laws of England and Wale
3. Obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's equity sec
The undersigned acknowledges that:

- a) This Power of Attorney authorizes, but does not require, the Attorney-in-Fact to act in his or her discretion on information provided to su
 - b) Any documents prepared or executed by the Attorney-in-Fact on behalf of the undersigned pursuant to this Power of Attorney will be in such
 - c) Neither the Company nor the Attorney-in-Fact assumes any liability for the undersigned's responsibility to comply with the requirements of
 - d) This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under Section
- The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform each and every act and thing requisite, neces
This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 4 or 5 or Schedules 13D
IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of June 12, 2023.

/s/ Harris Rotman
Signature

Harris Rotman
Print Name