

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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>PureTech Health plc</u> <hr/> (Last) (First) (Middle) 6 TIDE STREET, SUITE 400 <hr/> (Street) BOSTON MA 02210 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/19/2022	3. Issuer Name and Ticker or Trading Symbol <u>Akili, Inc.</u> [ AKLI ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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)
Common Stock	12,527,477	I	See footnote <sup>(1)</sup>

**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	Title	Amount or Number of Shares			
Earnout Shares	(2)	(2)	Common Stock	7,536,549	(2)	I	See footnote <sup>(1)</sup>

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1. Name and Address of Reporting Person* <u>PureTech Health LLC</u> <hr/> (Last) (First) (Middle) 6 TIDE STREET, SUITE 400 <hr/> (Street) BOSTON MA 02210 <hr/> (City) (State) (Zip)

**Explanation of Responses:**

1. PureTech Health LLC is the record holder of all of the securities reported in this Form 3. PureTech Health plc is the sole member of PureTech Health LLC, and has the power to direct the voting and disposition of securities held by PureTech Health LLC.

2. Each Earnout Share represents a contingent right to receive one share of Common Stock. The Earnout Shares shall vest and be released upon the satisfaction of certain share price vesting conditions (the "Earnout Conditions") as follows: (i) if, at any time prior to August 19, 2027 (the "Earnout Period") the volume-weighted average price ("VWAP") of the Common Stock equals or exceeds \$15.00 per share for any 20 trading days within a 30-trading day period, 1/3 of the Earnout Shares shall vest; (ii) if, at any time during the

Earnout Period, the VWAP of the Common Stock equals or exceeds \$20.00 per share for any 20 trading days within a 30-trading day period, 1/3 of the Earnout Shares shall vest; and (iii) if, at any time during the Earnout Period, the VWAP of the Common Stock equals or exceeds \$30.00 per share for any 20 trading days within a 30-trading day period, 1/3 of the Earnout Shares shall vest.

**Remarks:**

PureTech Health LLC, By: 08/29/2022  
/s/ Daphne Zohar

PureTech Health plc, By: 08/29/2022  
/s/ Daphne Zohar

\*\* 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.**