

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>Farokhzad Omid</u>  (Last) (First) (Middle) <u>C/O SEER, INC.</u> <u>3800 BRIDGE PARKWAY, SUITE 102</u>  (Street) <u>REDWOOD CITY CA 94065</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Seer, Inc. [ SEER ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CEO and Chair of the Board</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/08/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Class A Common Stock	02/08/2022		A		155,000 <sup>(1)</sup>	A	\$0.00	539,487	D	
Class A Common Stock								135,615	I	See footnote <sup>(2)</sup>

**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
Employee Stock Option (right to buy)	\$18.27	02/08/2022		A		73,425		(3)	02/08/2032	Class A Common Stock	73,425	\$0.00	73,425	D	
Employee Stock Option (right to buy)	\$19.1	02/08/2022		A		73,425		(3)	02/08/2032	Class A Common Stock	73,425	\$0.00	73,425	D	
Employee Stock Option (right to buy)	\$19.93	02/08/2022		A		73,425		(3)	02/08/2032	Class A Common Stock	73,425	\$0.00	73,425	D	
Employee Stock Option (right to buy)	\$20.76	02/08/2022		A		73,425		(3)	02/08/2032	Class A Common Stock	73,425	\$0.00	73,425	D	

**Explanation of Responses:**

- The reported shares are represented by restricted stock units, or RSUs, which vest in four equal annual installments beginning on February 15, 2023.
- The reported shares are held of record by Dynamics Group LLC for which the reporting person serves as the sole member.
- One-fourth of the shares subject to the option vest on February 8, 2023 and 1/48th of the shares vest monthly thereafter.

**Remarks:**

/s/ Elona Kogan, by power of attorney. 02/10/2022

\*\* 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.

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