SEC Form 3 FORM 3

# UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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 Addre Novalis Life	Requirir	of Event ng Statement Day/Year)	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Telesis Bio Inc.</u> [ TBIO ]								
Investments	06/05/2		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)					5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Last) (Fi	rst) (Middle)			Director	Х	10% Ov	vner				
1 LIBERTY LA	NE E, SUITE 112			Officer (give		Other (s	specify				
	,			title below)		below)					
(Street)								eck Applicable			
HAMPTON NI	H 03842								Person	y One Reporting	
(City) (St	ate) (Zip)							x	Form filed b Reporting F	by More than One Person	
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security				2. Amount of Securities Beneficially Owned (Instr. 4) (D) or Inc (I) (Instr.		rect lirect	Ownership (Instr. 5)				
Table II - Derivative Securities Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)											
E ()		2. Date Exerc Expiration D (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial		
		Date Exercisable	Expiration Date	Title		ount or nber of res	Price o Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)	
Redeemable Con Stock	nvertible Preferred	(1)	(1)	Common Stock	6,5	58,625 <sup>(1)</sup>	2.36	33	Ι	See footnotes <sup>(3)</sup>	
Warrant (right to buy)		06/05/2023	06/05/2030	Common Stock	6,5	58,626 <sup>(2)</sup>	2.59	96	Ι	See footnotes <sup>(3)</sup> <sup>(4)</sup>	
Warrant (right to buy)		06/05/2023	06/05/2025	Common Stock	3,23	7 <b>9,</b> 313 <sup>(2)</sup>	2.59	96	Ι	See footnotes <sup>(3)</sup>	
1. Name and Address of Reporting Person <sup>*</sup> <u>Novalis LifeSciences Investments II GP</u> , <u>LLC</u>											
(Last) (First) (Mide 1 LIBERTY LANE E, SUITE 112		(Middle)									
(Street) HAMPTON	NH	03842									
(City)	(State)	(Zip)									
1. Name and Addre											
Novalis LifeSciences Investments II, L.P.											
(Last) (First) (Middle 1 LIBERTY LANE E, SUITE 112		(Middle)									
(Street) HAMPTON	NH	03842									
1			1								

(City)	(State)	(Zip)						
1. Name and Address of Reporting Person <sup>*</sup> MEISTER PAUL M								
(Last) (First) (Middle) 1 LIBERTY LANE E, SUITE 112								
(Street) HAMPTON	NH	03842						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person <sup>*</sup> DEKKERS MARIJN E								
(Last) 1 LIBERTY LAI	(Last) (First) (Middle) 1 LIBERTY LANE E, SUITE 112							
(Street) HAMPTON	NH	03842						
(City)	(State)	(Zip)						

### **Explanation of Responses:**

1. Each share of Redeemable Convertible Preferred Stock has a stated value of \$100 (the "Stated Value") and accrues dividends daily at an initial rate of 8.0% per annum. The Stated Value, as adjusted to give effect to such dividends, is referred to as the "Accrued Value." Each share of Redeemable Convertible Preferred Stock is convertible, at the option of the holder or, upon the occurrence of certain events, at the option of the Issuer, into a number of shares of the Issuer's Common Stock determined by dividing the Accrued Value by the conversion price. The Redeemable Convertible Preferred Stock is not convertible to the extent that such conversion would result in the holder of such Redeemable Convertible Preferred Stock, together with its attribution parties, beneficially owning in excess of 19.99% of the Issuer's voting power.

2. The warrants are not exercisable to the extent that such exercise would result in the holder of such warrant, together with its attribution parties, beneficially owning in excess of 19.99% of the Issuer's voting power.

3. Represents securities held directly by Novalis LifeSciences Investments II, L.P. ("Novalis LifeSciences"). Novalis LifeSciences Investments II GP, LLC ("Novalis LifeSciences GP"), whose managers are Marijn Dekkers and Paul Meister, is the general partner of Novalis LifeSciences. As a result, Novalis LifeSciences GP, Mr. Dekkers and Mr. Meister may each be deemed to share voting and dispositive power with respect to the securities held by Novalis LifeSciences. Novalis LifeSciences GP, Mr. Dekkers and Mr. Meister each disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

4. Mr. Meister is a director of the issuer.

#### **Remarks:**

<u>Novalis LifeSciences</u> <u>Investments II GP, LLC,</u> <u>By: /s/ Paul M. Meister,</u> <u>Title: Authorized</u> <u>Signatory</u>	<u>06/08/2023</u>
Novalis LifeSciences Investments II, L.P., By: Novalis LifeSciences Investments II GP, LLC, its general partner, By: /s/ Paul M. Meister, Title: Authorized Signatory	<u>06/08/2023</u>
/s/ Paul M. Meister	06/08/2023
<u>/s/ Marijn E. Dekkers</u>	<u>06/08/2023</u>
** 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.