
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

CeriBell, Inc.

(Name of Issuer)

Common stock, \$0.001 par value per share

(Title of Class of Securities)

15678C102

(CUSIP Number)

12/31/2024

(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)

SCHEDULE 13G

CUSIP No. 15678C102

Names of Reporting Persons

1

Xingjuan Chao

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED STATES

Number of Shares 5 Sole Voting Power

Beneficially 1,618,142.00
Owned by Shared Voting Power
Each 6
Reporting 369,088.00
Person Sole Dispositive Power
With: 7
1,618,142.00
Shared Dispositive
8 Power
369,088.00

Aggregate Amount Beneficially Owned by Each Reporting Person

1,987,230.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

5.5 %

Type of Reporting Person (See Instructions)

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a) CeriBell, Inc.

Address of issuer's principal executive offices:

(b) 360 N. Pastoria Avenue, Sunnyvale, CA 94085

Item 2.

Name of person filing:

(a) Xingjuan Chao

Address or principal business office or, if none, residence:

(b) The address for the reporting person is c/o CeriBell, Inc., 360 N. Pastoria Avenue, Sunnyvale, CA 94085.

Citizenship:

(c) The reporting person is a citizen of the United States

Title of class of securities:

(d) Common stock, \$0.001 par value per share

CUSIP No.:

(e) 15678C102

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the

Investment Company Act of 1940 (15 U.S.C. 80a-3);

- (j) A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) The information contained on the cover page to this Schedule 13G is incorporated by reference into this Item 4. The ownership information presented herein represents beneficial ownership of common stock (the "Common Stock") as of December 31, 2024, based upon 35,824,244 shares of Common Stock outstanding as of November 11, 2024, as disclosed in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 12, 2024. The reporting person is the record holder of 661,201 shares of Common Stock and may be deemed to beneficially own 956,941 shares of Common Stock underlying stock options exercisable on or within 60 days of December 31, 2024. The reporting person may also be deemed to share beneficial ownership of 369,088 shares of Common Stock held by the ACP 2021 Trust of which she is a co-trustee.

Percent of class:

- (b) 5.5 %
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:

1,618,142

(ii) Shared power to vote or to direct the vote:

369,088

(iii) Sole power to dispose or to direct the disposition of:

1,618,142

(iv) Shared power to dispose or to direct the disposition of:

369,088

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

Not Applicable

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.

Xingjuan Chao

Signature: /s/ Xingjuan Chao

Name/Title: President, Chief Executive Officer, and Co-Founder

Date:

02/12/2025