

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Tammenoms Bakker Juliet</u>  (Last) (First) (Middle) C/O CERIBELL, INC. 360 N. PASTORIA AVENUE  (Street) SUNNYVALE CA 94085  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ceribell, Inc. [ CBLI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/11/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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			
Common Stock	10/11/2024		A		6,618 <sup>(1)</sup>	A	\$0.00	6,618 <sup>(1)</sup>	D	
Common Stock	10/15/2024		C		2,140,600	A	<sup>(3)</sup>	2,237,876	I	By Longitude Venture Partners IV, L.P. <sup>(2)</sup>
Common Stock	10/15/2024		P		237,234	A	\$17	2,475,110	I	By Longitude Venture Partners IV, L.P. <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
Series C-1 Preferred Stock	<sup>(3)</sup>	10/15/2024		C			2,140,600	<sup>(3)</sup>	<sup>(3)</sup>	Common Stock	2,140,600	\$0.00	0	I	By Longitude Venture Partners IV, L.P. <sup>(2)</sup>

**Explanation of Responses:**

- Represents 6,618 restricted stock units.
- The securities are held by Longitude Venture Partners IV, L.P. ("LVPIV"). Longitude Capital Partners IV, LLC ("LCPIV") is the general partner of LVPIV and may be deemed to have voting, investment, and dispositive power over the securities held by LVPIV. Juliet Tammenoms Bakker, a member of the issuer's board of directors, and Patrick G. Enright are managing members of LCPIV and may each be deemed to share voting, investment, and dispositive power over the securities held by LVPIV. Each of LCPIV, Ms. Tammenoms Bakker, and Mr. Enright disclaims beneficial ownership of such securities except to the extent of the respective pecuniary interests therein.
- Each share of the issuer's Preferred Stock automatically converted into one (1) share of the issuer's Common Stock immediately prior to the closing of the issuer's initial public offering on October 15, 2024 and had no expiration date.

/s/ Louisa Daniels, Attorney-in-Fact for Juliet Tammenoms Bakker 10/16/2024

\*\* 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.

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.