FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington	D.C.	20549

wasnington,	D.C. 20549	

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

		Reporting Person*			2. Is	ssuei	r Nar	ne and Tick	er or Tra	ding S	Symbol				ationship of k all applical		g Persoi	n(s) to Issu	er		
<u>Cui Xiangmin</u>					1	Suc Treatment [1115111]								X	Director			10% Ov	vner		
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 09/28/2021								1	Officer (g below)	give title	Other (sp below)		specify		
C/O CUE HEALTH INC.																					
4980 CA	RROLL CA	ANYON RD. SU	JITE 100		4 15	A 15 A									6 Individual or Joint/Croup Filing (Chaok An-li						
(Street) SAN DIEGO CA 92121				4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(5	State)	(Zip)																		
		Ţ	able I - No	n-Deri	vativ	re S	ecu	rities Ac	quired	, Di	sposed o	of, or B	enef	cially	Owned						
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)					Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4)					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		. Nature of ndirect Beneficial Ownership Instr. 4)							
								Code	v	Amount	(A) (D)	or F	Price	Transaction (Instr. 3 and				(1130.4)			
Common Stock 09/28				/2021	2021		С		8,192,468 A		A	(1)	8,192,468				See Footnote ⁽²⁾				
Common Stock 09/28/				/2021		A ⁽³⁾		788,441 A \$		\$12.8	788,441				See Footnote ⁽⁴⁾						
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Conversion Date Execusive Or Exercise (Month/Day/Year) if any		3A. Deemed Execution Da if any (Month/Day/Y	Co	ınsactio		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Yea		te	7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)		erlying	ying Derivative		ber of ve ies ially ng ed ction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
				Co	de V	,	(A)	(D)	Date Exercisa		Expiration Date	Title		ount or ober of res		(Instr. 4)					
Series C-1 Preferred Stock	(1)	09/28/2021			:		a		8,192,468		(1)		(1)	Commor Stock	8,1	92,468	\$0	0		I	See Footnote ⁽²⁾

Explanation of Responses:

- 1. On September 28, 2021, the Series C-1 Preferred Stock automatically converted into Common Stock on a one-to-one basis without payment of further consideration upon the closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.
- 2. The shares are held directly by Decheng Capital China Life Sciences USD Fund III, L.P. (the "Fund"). Decheng Capital Management III (Cayman), LLC (the "GP") is the general partner of the Fund. The reporting person is the manager of the GP and disclaims beneficial ownership of such securities held by the Fund, except to the extent of his pecuniary interest therein, if any.
- 3. On September 28, 2021, outstanding principal and accrued interest underlying a convertible note automatically converted into Common Stock upon the closing of the initial public offering of the Issuer's common stock at a conversion price equal to 80% of the initial public offering price per share.
- 4. The shares are held directly by Decheng Capital Global Healthcare Fund (Master), LLC, whose general partner is Decheng Capital Global Healthcare GP, LLC. The reporting person is the sole member and manager of Decheng Capital Global Healthcare GP, LLC. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, if any.

/s/ Erica Palsis, Attorney-in-Fact 09/30/2021 for Xiangmin Cui

** Signature of Reporting Person

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.