

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

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).

1. Name and Address of Reporting Person* <u>KEYWELL BRADLEY A</u> (Last) (First) (Middle) <u>4603 FRANKLIN PIKE</u> (Street) <u>NASHVILLE, TN 37220</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Tempus AI, Inc. [TEM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/17/2024</u>	
	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
	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	

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	06/17/2024		C		2,169,419	A	(1)	16,560,249 ⁽²⁾	I ⁽³⁾	By BK TL21 LLC

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 A Preferred Stock	(1)	06/17/2024		C			1,109,189	(1)	(1)	Class A Common Stock	1,109,189	\$0	0	I ⁽³⁾	By BK TL21 LLC
Series B-1 Preferred Stock	(1)	06/17/2024		C			499,964	(1)	(1)	Class A Common Stock	499,964	\$0	0	I ⁽³⁾	By BK TL21 LLC
Series B-2 Preferred Stock	(1)	06/17/2024		C			166,717	(1)	(1)	Class A Common Stock	166,717	\$0	0	I ⁽³⁾	By BK TL21 LLC
Series C Preferred Stock	(1)	06/17/2024		C			314,338	(1)	(1)	Class A Common Stock	314,338	\$0	0	I ⁽³⁾	By BK TL21 LLC
Series D Preferred Stock	(1)	06/17/2024		C			63,653	(1)	(1)	Class A Common Stock	63,653	\$0	0	I ⁽³⁾	By BK TL21 LLC
Series G Preferred Stock	(1)	06/17/2024		C			15,558	(1)	(1)	Class A Common Stock	15,558	\$0	0	I ⁽³⁾	By BK TL21 LLC

Explanation of Responses:

- Each share of Series A Preferred Stock, Series B-1 Preferred Stock, Series B-2 Preferred Stock, Series C Preferred Stock, Series D Preferred Stock and Series G Preferred Stock (collectively, the "Preferred Stock") was convertible at any time, at the holder's election, into Class A Common Stock, on a one-for-one basis, had no expiration date and automatically converted into shares of Class A Common Stock upon the closing of the Issuer's initial public offering.
- This amount includes an additional 15,830 shares acquired by the Reporting Person on June 17, 2024 in connection with the conversion of the Preferred Stock into Class A Common Stock upon the closing of the Issuer's initial public offering, pursuant to which the Issuer paid accrued and unpaid dividends on such shares of Preferred Stock in shares of Class A Common Stock. This amount was also reflected in the Reporting Person's Form 3 filing on June 20, 2024. The issuance of such shares of Class A Common Stock qualifies for the exemption from Section 16 of the Securities Exchange Act pursuant to Rule 16a-9.
- The Reporting Person is the sole manager and the sole member of BK TL21 LLC.

/s/ Bradley A. Keywell

06/26/2024

** 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.