

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>Red Sky Ventures LLC</u>			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) _____		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>06/17/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
1001 GREENBAY ROAD SUITE 146			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) WINNETKA IL 60093			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.					
(City)	(State)	(Zip)						

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	06/17/2024		C		2,169,420	A	(1)	16,560,249 <sup>(3)</sup>	D <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	Amount or Number of Shares				
Series A Preferred Stock	(1)	06/17/2024		C			1,109,190	(1)	(1)	Class A Common Stock	1,109,190	\$0	0	D <sup>(2)</sup>	
Series B-1 Preferred Stock	(1)	06/17/2024		C			499,965	(1)	(1)	Class A Common Stock	499,965	\$0	0	D <sup>(2)</sup>	
Series B-2 Preferred Stock	(1)	06/17/2024		C			166,718	(1)	(1)	Class A Common Stock	166,718	\$0	0	D <sup>(2)</sup>	
Series C Preferred Stock	(1)	06/17/2024		C			314,338	(1)	(1)	Class A Common Stock	314,338	\$0	0	D <sup>(2)</sup>	
Series D Preferred Stock	(1)	06/17/2024		C			63,652	(1)	(1)	Class A Common Stock	63,652	\$0	0	D <sup>(2)</sup>	
Series G Preferred Stock	(1)	06/17/2024		C			15,557	(1)	(1)	Class A Common Stock	15,557	\$0	0	D <sup>(2)</sup>	

1. Name and Address of Reporting Person\*  
Red Sky Ventures LLC

(Last) (First) (Middle)  
1001 GREENBAY ROAD  
SUITE 146

(Street)  
WINNETKA IL 60093

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Keywell Kimberly Jo

(Last) (First) (Middle)  
1001 GREENBAY ROAD  
SUITE 146

(Street)  
WINNETKA IL 60093

(City)

(State)

(Zip)

**Explanation of Responses:**

1. 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.

2. Shares held directly by Red Sky Ventures LLC ("Red Sky"). Kimberly Keywell is the controlling shareholder of Red Sky, may therefore be deemed to have shared voting, investment and dispositive power with respect to the shares held by Red Sky, and disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

3. This amount includes an additional 15,829 shares acquired by the Reporting Persons 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. 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.

Red Sky Ventures LLC, By: /s/ 06/25/2024  
Kimberly J. Keywell, President

/s/ Kimberly J. Keywell 06/25/2024

\*\* 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.**