

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Address of Reporting Person* <u>ARCH V ENTREPRENEURS FUND LP</u> (Last) (First) (Middle) 8725 WEST HIGGINS ROAD STE. 290 (Street) CHICAGO IL 60631 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/10/2004	3. Issuer Name and Ticker or Trading Symbol <u>XCYTE THERAPIES INC [XCYT]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. 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
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)			

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
6% Convertible Promissory Note	03/10/2004	04/30/2004 ⁽¹²⁾	Common Stock	1,428 ⁽¹³⁾	9.625 ⁽¹²⁾	D	
Series A Convertible Preferred Stock	03/10/2004	(1)	Common Stock	143,539 ⁽¹³⁾	(1)	I	Footnote ⁽²⁾
Series B Convertible Preferred Stock	03/10/2004	(1)	Common Stock	371,900 ⁽¹³⁾	(1)	I	Footnote ⁽³⁾
Series C Convertible Preferred Stock	03/10/2004	(1)	Common Stock	203,502 ⁽¹³⁾	(1)	I	Footnote ⁽⁴⁾
Series D Convertible Preferred Stock	03/10/2004	(1)	Common Stock	240,352 ⁽¹³⁾	(1)	I	Footnote ⁽⁵⁾
Series E Convertible Preferred Stock	03/10/2004	(1)	Common Stock	170,045 ⁽¹³⁾	(1)	I	Footnote ⁽⁶⁾
Series F Convertible Preferred Stock	03/10/2004	(1)	Common Stock	163,473 ⁽¹³⁾	(1)	I	Footnote ⁽¹⁴⁾
Warrants to purchase Common Stock	03/16/2004	02/04/2007 ⁽¹¹⁾	Common Stock	89,002 ⁽¹³⁾	0.055 ⁽¹¹⁾	I	Footnote ⁽¹⁵⁾
Warrants to purchase Series A Convertible Preferred Stock	03/16/2004	08/31/2007 ⁽⁷⁾	Series A Convertible Preferred Stock/Common Stock	50,237 ⁽¹³⁾	5.225 ⁽⁷⁾	I	Footnote ⁽⁷⁾
Warrants to purchase Common Stock	03/16/2004	08/08/2005 ⁽⁸⁾	Common Stock	26,918 ⁽¹³⁾	1.65 ⁽⁸⁾	I	Footnote ⁽⁸⁾
Warrants to purchase Common Stock	03/16/2004	11/12/2006 ⁽⁹⁾	Common Stock	92,580 ⁽¹³⁾	0.055 ⁽⁹⁾	I	Footnote ⁽⁹⁾
6% Convertible Promissory Notes	03/10/2004	04/30/2004 ⁽¹⁰⁾	Common Stock	352,895 ⁽¹³⁾	9.625 ⁽¹⁰⁾	I	Footnote ⁽¹⁰⁾

Explanation of Responses:

1. These securities are preferred stock of Xcyte Therapies, Inc. and do not have an expiration date. Each share of its preferred stock will convert automatically into one share of common stock upon the closing of the initial public offering.
2. Represents securities held by ARCH Venture Fund II, L.P. and ARCH Venture Fund III, L.P., both are affiliated entities of the Reporting Person. ARCH Venture Fund II, L.P. holds 114,832 shares of common stock upon conversion of preferred stock while ARCH Venture Fund III, L.P. holds 28,707 shares of common stock upon conversion of preferred stock.
3. Represents securities held by ARCH Venture Fund II, L.P. and ARCH Venture Fund III, L.P., both are affiliated entities of the Reporting Person. ARCH Venture Fund II, L.P. holds 66,115 shares of common stock upon conversion of preferred stock while ARCH Venture Fund III, L.P. holds 305,785 shares of common stock upon conversion of preferred stock.
4. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents 203,502 shares of common stock upon conversion of preferred stock.
5. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents 240,352 shares of common stock upon conversion of preferred stock.
6. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents 170,045 shares of common stock upon conversion of preferred stock.
7. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents a warrant to purchase 50,237 shares of preferred stock which would convert to common stock upon the closing of initial public offering. Warrant is exercisable at the earlier of the closing of an initial public offering or its expiration date.
8. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents a warrant to purchase 26,918 shares of common stock. Warrant is exercisable at the earlier of a closing of an initial public offering or its expiration date.
9. Represents securities held by ARCH Venture Fund III, L.P., an affiliated entity of the Reporting Person. Represents a warrant to purchase 92,580 shares of common stock. Warrant is exercisable at the earlier of a closing of an initial public offering or its expiration date.
10. Represents promissory notes at 6% held by ARCH Venture Fund III, L.P. (AVFIII), Healthcare Focus Fund, L.P. (HFF) and ARCH Venture Fund V, L.P. (AVFV), each of which is an affiliated entity of the Reporting Person. Interest and principal convertible into shares of common stock at the closing of the initial public offering. AVFIII holds 61,333 shares of common stock upon conversion of promissory notes, HFF holds 80,000 shares of common stock upon conversion of promissory notes and AVFV holds 211,905 shares of common stock upon conversion of promissory notes. AVFIII, HFF, and AVFV each holds a warrant for common stock; however, these warrants are null and void if the company completes its initial public offering, and as such are not reported.
11. Warrant is exercisable at the earlier of a closing of an initial public offering or its expiration date. The reporting person disclaims beneficial ownership of such securities except to the extent of their

pecuniary interest therein.

12. Represents a promissory note at 6% interest and principal convertible into shares of common stock at the closing of the initial public offering at \$9.625 per share. The reporting person also holds 219 warrants to purchase common stock; however, the warrants are null and void if the company completes its initial public offering, and as such are not reported. The reporting person disclaims beneficial ownership of such securities except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares of common stock.

13. Share amounts reflect a 5.5 to 1 reverse stock split effective immediately prior to the closing of the initial public offering.

14. Represents securities held by Healthcare Fund, L.P., an affiliated entity of the Reporting Person. Represents 163,473 shares of common stock upon conversion of preferred stock.

15. Represents securities held by Healthcare Fund, L.P., an affiliated entity of the Reporting Person. Represents a warrant to purchase 89,002 shares of common stock.

[ARCH V Entrepreneurs Fund,
L.P., By: ARCH Venture
Partners V, L.P., Its: General
Partner, By: ARCH Venture
Partners V, LLC, Its: General
Partner, By: Keith Crandell,
Managing Director,
By:/s/Keith Crandell](#) [03/10/2004](#)

** 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 5 (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.