SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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<br>Corebridge DECO II, LLC   | Requiring                                       | g Statement<br>Day/Year) | 3. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Fractyl Health, Inc.</u> [ GUTS ] |                                  |   |   |  |  |
|--|---|--------------------------|--|----------------------------------|---|---|--|--|
| (Last) (First) (Middle)<br>28 LIBERTY STREET, 47TH<br>FLOOR  |   |                          | 4. Relationship of Report<br>Issuer<br>(Check all applicable)<br>Director<br>Officer (give | X 10% O                          | wner 6. Ir                                  | <ul> <li>5. If Amendment, Date of Original<br/>Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing<br/>(Check Applicable Line)</li> </ul> |  |  |
| (Street)<br>NEW NY 10005<br>YORK   |   |                          | title below)   | below)                           |   | X Form filed by One Reporting<br>Person<br>Form filed by More than One<br>Reporting Person  |  |  |
| (City) (State) (Zip)   |   |                          |  |                                  |   |   |  |  |
| Table I - Non-Derivative Securities Beneficially Owned   |   |                          |  |                                  |   |   |  |  |
| 1. Title of Security (Instr. 4)  |   |                          |  |                                  | oirect Owne<br>direct                       | 4. Nature of Indirect Beneficial<br>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 Exerce<br>Expiration Da<br>(Month/Day/) | ate                      | 3. Title and Amount of Securities<br>Underlying Derivative Security<br>(Instr. 4)          |                                  | 4.<br>Conversion<br>or Exercise<br>Price of | 5.<br>Ownership<br>Form:<br>Direct (D)  | 6. Nature of<br>Indirect<br>Beneficial<br>Ownership (Instr |  |
|  | Date<br>Exercisable                             | Expiration<br>Date       | Title  | Amount or<br>Number of<br>Shares | Derivative<br>Security                      | ve or Indirect  | Ownership (Instr.<br>5)                                    |  |
| Series E Preferred Shares  | (1)   | (1)                      | Common Stock   | 546,242(2)                       | (1)   | <b>D</b> <sup>(3)</sup>   |  |  |
| Series F Preferred Shares  | (1)   | (1)                      | Common Stock   | 127,149(2)                       | (1)   | D <sup>(3)</sup>  |  |  |

**Explanation of Responses:** 

1. The Series E Convertible Preferred Stock and Series F Convertible Preferred Stock (together, the "Preferred Shares") are convertible into shares of the Issuer's common stock, at the option of the stockholder, at any time, and for no additional consideration, at an initial conversion ratio of 1-for-1, as adjusted for the Reverse Stock Split (defined in footnote 2). The Preferred Shares have no expiration date. The Preferred Shares will automatically convert into shares of the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering of common stock.

2. Reflects a 1-for-2.146 reverse stock split of the Issuer's common stock effected on January 26, 2024 (the "Reverse Stock Split").

3. Corebridge DECO II, LLC is an indirect subsidiary of American International Group, Inc.

/s/ Atif Mahmood, Chief Financial Officer, SAFG Capital LLC as Managing Member of Corebridge 02/01/2024 Investments Fund Holdings, LLC as Manager of Corebridge DECO II, LLC \*\* 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.