#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## **SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 3)\*

# ALLOGENE THERAPEUTICS, INC.

(Name of Issuer)

Common Stock, par value \$0.001 per share (Title of Class of Securities)

**019770 106** (CUSIP Number)

Margaret M. Madden, Esq.
Senior Vice President and Corporate Secretary,
Chief Governance Counsel
Pfizer Inc.
66 Hudson Boulevard East
New York, New York 10001
(212) 733-2323

Copy to:

DLA Piper LLP (US) The Marbury Building 6225 Smith Ave Baltimore, MD 21209-3600 (410) 580-3000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 2, 2023

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$\$240.13d-1(e), 240.13d-1(g), check the following box.  $\Box$ 

**Note**: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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	NAMES OF BEDS	DEILIG I	DEDGOVG							
1.	NAMES OF REPORTING PERSONS									
	Pfizer Inc. ("Pfizer")									
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP									
	(a) 🗆									
	(b) □									
3.	SEC USE ONLY									
4.	SOURCE OF FUNDS									
	00									
5.	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)									
6.	CITIZENSHIP OR PLACE OF ORGANIZATION									
	DELAWARE									
		7.	SOLE VOTING POWER							
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		9.	SOLE DISPOSITIVE POWER							
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11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON									
	22,032,040 <sup>(1)</sup>									
12.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES									
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)									
13.14% <sup>(1)</sup>										
14.	TYPE OF REPORTING PERSON									
	CO									

(1) Based on 167,626,365 shares of common stock, par value \$0.001 per share (the "Common Stock"), reported as outstanding in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2023, as filed with the U.S. Securities and Exchange Commission on August 2, 2023 (the "Form 10-Q"). The decrease in the percentage of shares of Common Stock held by the Reporting Person reported on this Amendment No. 3 resulted solely from the increase in the number of shares of Common Stock reported as outstanding by the Issuer in the Form 10-Q.

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### Item. 1. Security and Issuer

This Amendment No. 3 (this "<u>Amendment No. 3</u>") to the statement on Schedule 13D originally filed with the U.S. Securities and Exchange Commission (the "Commission") on October 22, 2018, as amended by Amendment No. 1 filed on September 17, 2021 and Amendment No. 2 filed on April 7, 2022 (the "Statement"), relates to the common stock, par value \$0.001 per share (the "Common Stock"), of Allogene Therapeutics, Inc., a Delaware corporation (the "<u>Issuer</u>"). The Issuer's principal executive offices are located at 210 East Grand Avenue, South San Francisco, California 94080. The Issuer's shares of Common Stock are listed on The Nasdaq Stock Market LLC under the ticker symbol "ALLO".

Except as specifically provided herein, this Amendment No. 3 does not modify any of the information previously reported in the Statement. Capitalized terms used but not otherwise defined in this Amendment No. 3 shall have the meanings ascribed to them in the Statement.

#### Item 5. Interest in Securities of the Issuer

The following amends the information set forth in the first paragraph captioned "(a)-(b)" of Item 5 of the Statement in its entirety.

(a)—(b) The information relating to the beneficial ownership of Common Stock by the Reporting Person set forth in Rows 7 through 13 of the cover pages hereto is incorporated by reference. The decrease in the percentage of shares of Common Stock held by the Reporting Person reported on this Amendment No. 3 resulted solely from the increase in the number of shares of Common Stock reported as outstanding by the Issuer in its Quarterly Report on Form 10-Q for the quarter ended June 30, 2023, as filed with the U.S. Securities and Exchange Commission on August 2, 2023.

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### **SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 25, 2023.

PFIZER INC.

By: <u>/s/ Susan Grant</u>
Name: Susan Grant
Title: Assistant Secretary

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# Schedule I

### Name, business address, present principal occupation or employment and place of citizenship of the directors and executive officers of Pfizer

The business address of each director and executive officer is c/o Pfizer Inc., 66 Hudson Boulevard East, New York, NY 10001. Unless otherwise indicated, each director and executive officer is a citizen of the United States.

			ve o	officer	İS	a	citizen	of	the	United	States.				
			PRESEN	T PRINC	IPAL O	CCUPAT	TION OR E	MPLOY	MENT						
). ive Officer			Chairman	and Chief	f Executi	ve Office	er, Pfizer.								
Ronald E. Blaylock Independent Director						Founder, Managing Partner of GenNx360 Capital Partners.									
Susan Desmond-Hellmann, M.D., M.P.H. Independent Director						Former Chief Executive Officer of the Bill & Melinda Gates Medical Research Institute.									
Joseph J. Echevarria Independent Director						Retired Chief Executive Officer of Deloitte LLP.									
Scott Gottlieb, M.D. Independent Director						Partner, New Enterprise Associates, Inc.'s Healthcare Investment Team and Resident Fellow of the American Enterprise Institute.									
			Professor Center for	of Interna r Human C	l Medici	ne and M	olecular Ger	netics and							
			Professor	of Neuros	cience a	nd Presid	ent Emerita,	Massachi	usetts Insti	tute of Techno	ology.				
Dan R. Littman, M.D., Ph.D. Independent Director				Helen L. and Martin S. Kimmel Professor of Molecular Immunology, Department of Pathology at NYU Grossman School of Medicine. Investigator of the Howard Hughes Medical Institute											
			Chairman	and Chief	f Executi	ve Office	er of Adobe I	nc.							
			Retired V	ice Chairn	nan, Gol	dman Sac	chs Group, In	ıc.							
					f Executi	ve Office	er, The Coca-	-Cola Con	npany. Coi	untry of citize	nship is				
								etired Pres	sident and	Chief Execut	ive				
edSci, Ph.D. nd Developme	ent Officer,		Chief One	cology Res	search ar	d Develo	pment Offic	er, Execu	tive Vice F	President, Pfiz	er.				
ancial Office	r, Executive	e Vice	Chief Fin	ancial Offi	icer, Exe	cutive Vi	ce President,	Pfizer.							
		er and	Chief Sci	entific Off	icer and	President	, Pfizer Rese	earch & D	evelopme:	nt, Pfizer.					
l and Technol	ogy Officer	,	Chief Dig	gital and Te	echnolog	y Officer	, Executive \	Vice Presi	dent, Pfize	er.					
nercial Office Business	er and Presio	dent,	Chief Co	mmercial (	Officer a	nd Presid	ent, Global I	Biopharma	aceuticals	Business, Pfiz	zer.				
liance, Qualit	y and Risk	Officer,	Chief Cor	mpliance, (	Quality a	ınd Risk (	Officer, Exec	cutive Vic	e Presiden	t, Pfizer.					
	D.  CadSci, Ph.D.  ancial Office  Development and Technol  mercial Office  Business	D.  AdSci, Ph.D. ad Development Officer, ancial Officer, Executive D. Chief Scientific Officer Development and Technology Officer Development and Technology Officer Development Developme	D.  D.  RedSci, Ph.D. and Development Officer,  ancial Officer, Executive Vice  D. Chief Scientific Officer and a Development  and Technology Officer,  Business	Ne Officer  Founder,  Former C  Retired C  Partner, N of the An Investigal Professor Center fo Medical C  Professor  Professor Center fo Medical C  Professor  Chairmar  Chairmar  Chairmar  Chairmar  United K  Chairmar  United K  Chairmar  Chief On Chief On Chief Con Chief Scientific Officer and Chief Scientific Officer, Chief Dig	New Officer  Chairman and Chief  Founder, Managing  M.D., M.P.H.  Former Chief Exect  Retired Chief Exect  Partner, New Enterpof the American En  Investigator of the H Professor of Internat Center for Human Cen	Chairman and Chief Executive Officer  Founder, Managing Partner of Founder, Managing Partner of Partner, New Enterprise Assof the American Enterprise I Investigator of the Howard I Professor of Internal Medical Center for Human Growth at Medical Center.  Professor of Neuroscience at Medical Institute  D. Helen L. and Martin S. Kimi Pathology at NYU Grossman Medical Institute  Chairman and Chief Executive Chairman, Gold Chairman and Chief Executive United Kingdom.  Chairman of the Thomson Reuters  Chief Oncology Research and Chief Scientific Officer and Chief Digital and Technolog Chief Commercial Officer and Chief C	Chairman and Chief Executive Office Founder, Managing Partner of GenNa  M.D., M.P.H. Former Chief Executive Officer of the Retired Chief Executive Officer of Do  Partner, New Enterprise Associates, I of the American Enterprise Institute.  Investigator of the Howard Hughes M Professor of Internal Medicine and M Center for Human Growth and Develomedical Center.  Professor of Neuroscience and Preside  D. Helen L. and Martin S. Kimmel Profe Pathology at NYU Grossman School Medical Institute  Chairman and Chief Executive Office Retired Vice Chairman, Goldman Sac  Chairman and Chief Executive Office United Kingdom.  Chairman of the Thomson Reuters Forofficer of Thomson Reuters Corporated Company of the Compa	Chairman and Chief Executive Officer, Pfizer.  Founder, Managing Partner of GenNx360 Capital  M.D., M.P.H.  Former Chief Executive Officer of the Bill & Mel  Retired Chief Executive Officer of Deloitte LLP.  Partner, New Enterprise Associates, Inc.'s Healthof the American Enterprise Institute.  Investigator of the Howard Hughes Medical Instit Professor of Internal Medicine and Molecular Ger Center for Human Growth and Development at th Medical Center.  Professor of Neuroscience and President Emerita,  D.  Helen L. and Martin S. Kimmel Professor of Mole Pathology at NYU Grossman School of Medicine Medical Institute  Chairman and Chief Executive Officer of Adobe 1  Retired Vice Chairman, Goldman Sachs Group, Ir  Chairman and Chief Executive Officer, The Coca-United Kingdom.  Chairman of the Thomson Reuters Foundation. Red Officer of Thomson Reuters Corporation.  Chief Oncology Research and Development Officer of Thomson Reuters Corporation.  Chief Oncology Research and Development Officer of Chief Scientific Officer and President, Pfizer Research and Technology Officer, Executive Vice President, Chief Digital and Technology Officer, Executive Vice President, Business  Chief Commercial Officer and President, Global International Officer	Chairman and Chief Executive Officer, Pfizer.  ve Officer  Founder, Managing Partner of GenNx360 Capital Partners.  M.D., M.P.H.  Former Chief Executive Officer of the Bill & Melinda Gate Retired Chief Executive Officer of Deloitte LLP.  Partner, New Enterprise Associates, Inc.'s Healthcare Inves of the American Enterprise Institute.  Investigator of the Howard Hughes Medical Institute Professor of Internal Medicine and Molecular Genetics and Center for Human Growth and Development at the Univers Medical Center.  Professor of Neuroscience and President Emerita, Massach  D.  Helen L. and Martin S. Kimmel Professor of Molecular Im- Pathology at NYU Grossman School of Medicine. Investig Medical Institute Chairman and Chief Executive Officer of Adobe Inc.  Retired Vice Chairman, Goldman Sachs Group, Inc.  Chairman and Chief Executive Officer, The Coca-Cola Cor United Kingdom.  Chairman of the Thomson Reuters Foundation. Retired Pre Officer of Thomson Reuters Corporation.  Chief Oncology Research and Development Officer, Executive Officer, Executive Vice Chief Financial Officer, Executive Vice President, Pfizer.  Ochief Scientific Officer and Chief Scientific Officer and President, Pfizer Research & Development Chief Digital and Technology Officer, Executive Vice President, Global Biopharm Business	Founder, Managing Partner of GenNx360 Capital Partners.  Founder, Managing Partner of GenNx360 Capital Partners.  M.D., M.P.H.  Former Chief Executive Officer of the Bill & Melinda Gates Medical Retired Chief Executive Officer of Deloitte LLP.  Partner, New Enterprise Associates, Inc.'s Healthcare Investment Teal of the American Enterprise Institute.  Investigator of the Howard Hughes Medical Institute Professor of Internal Medicine and Molecular Genetics and Director of Center for Human Growth and Development at the University of Texa Medical Center.  Professor of Neuroscience and President Emerita, Massachusetts Institute Professor of Molecular Immunology, Pathology at NYU Grossman School of Medicine. Investigator of the Medical Institute  Chairman and Chief Executive Officer of Adobe Inc.  Retired Vice Chairman, Goldman Sachs Group, Inc.  Chairman and Chief Executive Officer, The Coca-Cola Company. Col United Kingdom.  Chairman of the Thomson Reuters Foundation. Retired President and Officer of Thomson Reuters Corporation.  Chief Oncology Research and Development Officer, Executive Vice Ind Development Officer, Executive Vice Indicated Chief Financial Officer, Executive Vice President, Pfizer.  O. Chief Scientific Officer and President, Pfizer Research & Development and Technology Officer, Executive Vice President, Pfizer President, Pfiz	Chairman and Chief Executive Officer, Pfizer.  Founder, Managing Partner of GenNx360 Capital Partners.  Founder, Managing Partner of GenNx360 Capital Partners.  Former Chief Executive Officer of the Bill & Melinda Gates Medical Research Inst  Retired Chief Executive Officer of Deloitte LLP.  Partner, New Enterprise Associates, Inc.'s Healthcare Investment Team and Resides of the American Enterprise Institute.  Investigator of the Howard Hughes Medical Institute Professor of Internal Medicine and Molecular Genetics and Director of the McDern Center for Human Growth and Development at the University of Texas Southweste Medical Center.  Professor of Neuroscience and President Emerita, Massachusetts Institute of Technology at NYU Grossman School of Medicine. Investigator of the Howard Hugh Medical Institute  Chairman and Chief Executive Officer of Adobe Inc.  Retired Vice Chairman, Goldman Sachs Group, Inc.  Chairman and Chief Executive Officer, The Coca-Cola Company. Country of citize United Kingdom.  Chairman of the Thomson Reuters Foundation. Retired President and Chief Executive Officer of Thomson Reuters Corporation.  Chairman of the Thomson Reuters Corporation.  Chief Oncology Research and Development Officer, Executive Vice President, Pfizer.  Chief Scientific Officer and Chief Scientific Officer and President, Pfizer Research & Development, Pfizer.  Chief Scientific Officer and President, Pfizer Research & Development, Pfizer.  Chief Digital and Technology Officer, Executive Vice President, Pfizer.				

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<b>Douglas M. Lankler</b> General Counsel, Executive Vice President	General Counsel, Executive Vice President, Pfizer.					
<b>Aamir Malik</b> Chief Business Innovation Officer, Executive Vice President	Chief Business Innovation Officer, Executive Vice President, Pfizer.					
<b>Michael McDermott</b> Chief Global Supply Officer, Executive Vice President	Chief Global Supply Officer, Executive Vice President, Pfizer.					
<b>Payal Sahni Becher</b> Chief People Experience Officer, Executive Vice President	Chief People Experience Officer, Executive Vice President, Pfizer.					
<b>Sally Susman</b> Chief Corporate Affairs Officer, Executive Vice President	Chief Corporate Affairs Officer, Executive Vice President, Pfizer.					

Schedule 1