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 [*] <u>PERCEPTIVE ADVISORS</u> LLC	2. Date of Event Requiring Statemen (Month/Day/Year) 10/20/2020		3. Issuer Name and Ticker or Trading Symbol <u>ARYA Sciences Acquisition Corp II</u> [ARYB]						
(Last) (First) (Middle) 51 ASTOR PLACE, 10TH FLOOR	-		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Own Officer (give Other (spe			Filed (Month/Day/Year) ner 6. Individual or Joint/Group Filing			
(Street) NEW NY 10003 YORK	_		title below)	below)		X	Form filed Person	by One Reporting by More than One	
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	Form: [(D) or li			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)		Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)	
1. Name and Address of Reporting Person [*] <u>PERCEPTIVE ADVISORS LI</u>	_								
(Last) (First) (Middle) 51 ASTOR PLACE, 10TH FLOOR									
(Street) NEW YORK NY 100	003	_							
(City) (State) (Zip	/) (State) (Zip)								
1. Name and Address of Reporting Person [*] PERCEPTIVE LIFE SCIENCES MASTER FUND LTD		_							
(Last) (First) (Middle) C/O PERCEPTIVE ADVISORS LLC 51 ASTOR PLACE, 10TH FLOOR									
(Street) NEW YORK NY 100	003	_							
(City) (State) (Zip Explanation of Responses:))								

Remarks:

1. Perceptive Advisors LLC (the "Advisor") serves as the investment manager of the Perceptive Life Sciences Master Fund Ltd. (the "Master Fund"). Joseph Edelman, the managing member of the Advisor, serves as a director of the Issuer and has filed a separate Form 3.

No securities are beneficially owned.

/s/ Perceptive Life Sciences Master Fund Ltd., By: Perceptive Advisors LLC, its 10/22/2020 investment manager By: Joseph Edelman, its managing member /s/ Perceptive Advisors LLC, By: Joseph Edelman, 10/22/2020 its managing member ** Signature of Reporting Date

Person

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.