

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 4)*

CEREVEL THERAPEUTICS HOLDINGS, INC.

(Name of Issuer)

Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

15678U 128
(CUSIP Number)

Margaret M. Madden, Esq.
Senior Vice President and Corporate Secretary,
Chief Governance Counsel
Pfizer Inc.
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(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

October 12, 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(f) or 240.13d-1(g), check the following 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).

1.	NAMES OF REPORTING PERSONS Pfizer Inc. ("Pfizer")	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC USE ONLY	
4.	SOURCE OF FUNDS OO	
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	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	7.	SOLE VOTING POWER 27,349,211⁽¹⁾
	8.	SHARED VOTING POWER 0
	9.	SOLE DISPOSITIVE POWER 27,349,211⁽¹⁾
	10.	SHARED DISPOSITIVE POWER 0
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 27,349,211⁽¹⁾	
12.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 15.4%⁽¹⁾	
14.	TYPE OF REPORTING PERSON CO	

- (1) Based on 177,103,024 shares of common stock, par value \$0.0001 per share (the "Common Stock"), outstanding as of October 16, 2023 after giving effect to the Issuer's underwritten public offering that closed on October 16, 2023, as reported by the Issuer in its prospectus supplement filed with the SEC on October 12, 2023. The Issuer reported 157,487,636 shares of Common Stock 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 (the "Commission") on August 2, 2023. On October 12, 2023, the Issuer filed with the Commission a prospectus supplement, dated October 11, 2023, to its registration statement on Form S-3 (Registration No. 333-268235), relating to the offering of 19,728,189 shares of Common Stock (before exercise of the underwriters' option to purchase up to 2,959,228 additional shares of Common Stock), which resulted in a decrease in the percentage of the outstanding shares of Common Stock beneficially owned by the Reporting Person.

Item 1. Security and Issuer

This Amendment No. 4 (this “Amendment No. 4”) to the statement on schedule 13D originally filed with the U.S. Securities and Exchange Commission (the “Commission”) on November 6, 2020, as amended by Amendment No. 1 filed with the Commission on July 9, 2021 and Amendment No. 2 filed with the Commission on September 17, 2021, and Amendment No. 3 filed with the Commission on April 7, 2022 (as amended, the “Statement”), relates to the common stock, par value \$0.0001 per share (the “Common Stock”), of Cerevel Therapeutics Holdings, Inc., a Delaware corporation (the “Issuer”). The Issuer’s principal executive offices are located at 131 Dartmouth Street, Suite 502, Boston, Massachusetts 02116. The Issuer’s shares of Common Stock are listed on The Nasdaq Capital Market under the ticker symbol “CERE”.

Except as specifically provided herein, this Amendment No. 4 does not modify any of the information previously reported in the Statement. Capitalized terms used but not otherwise defined in this Amendment No. 4 shall have the meanings ascribed to them in the Statement.

Item 2. Identity and Background.

The response set forth in Item 2 of the Schedule 13D is hereby amended by deleting Schedule I in its entirety and replacing it with Schedule I attached.

(d) – (e) During the last five years, neither the Reporting Person nor any person named in Schedule I has been (i) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) The jurisdiction of organization of the Reporting Person is set forth in subsection (a) above. The citizenship of each of the individuals referred to in Schedule I is set forth on Schedule I.

Item 5. Interest in Securities of the Issuer

The following amends and restates the information set forth in the paragraph captioned “(a)—(b)” in Item 5 of the Statement in its entirety.

(a)—(b) As of the date of the Amendment No. 4, the Reporting Person holds 27,349,211 shares of Common Stock, representing approximately 15.4% of the outstanding shares of Common Stock. The percentage of the outstanding shares of Common Stock held by the Reporting Person is based on 177,103,024 shares of Common Stock outstanding as of October 16, 2023. The Issuer reported 157,487,636 shares of Common Stock as outstanding in the Issuer’s Quarterly Report on Form 10-Q for the quarter ended June 30, 2023, as filed with the Commission on August 2, 2023. On October 12, 2023, the Issuer filed with the Commission a prospectus supplement, dated October 11, 2023 (the “Final Prospectus”), to its registration statement on Form S-3 (Registration No. 333-268235), relating to the offering of 19,728,189 shares of Common Stock (before exercise of the underwriters’ option to purchase up to 2,959,228 additional shares of Common Stock), which resulted in a decrease in the percentage of the outstanding shares of Common Stock beneficially owned by the Reporting Person.

The following amends and restates the information set forth in the paragraph captioned “(c)” of Item 5 of the Statement in its entirety.

(c) Except as reported in the Statement, as amended by this Amendment No. 4, neither the Reporting Person nor any of the individuals listed on Schedule I has effected any transactions in the Common Stock during the past sixty (60) days.

Item 6. Contracts, Arrangements, Understandings or Relationships with respect to Securities of the Issuer

The following amends the information set forth in Item 6 of the Statement by adding the following paragraph at the end of Item 6.

In accordance with the Registration and Shareholder Rights Agreement, the Reporting Person entered into a Lock-Up Agreement with Goldman Sachs & Co. LLC, as representatives of the several underwriters, pursuant to which the Reporting Person agreed not transfer any securities of the Issuer for 45 days following the date of the Final Prospectus, subject to certain customary exceptions.

Item 7. Materials to Be Filed as Exhibits

The following amends and restates the information set forth Item 7 of the Statement.

Exhibit 1	Subscription Agreement, by and between ARYA Sciences Acquisition Corp II and Pfizer Inc., dated July 29, 2020 (incorporated by reference to Exhibit 1 to the Reporting Person's Statement filed with the Commission on July 9, 2021.)
Exhibit 2	Amended and Restated Registration and Shareholder Rights Agreement, by and between Cerevel Therapeutics Holdings, Inc. and the stockholders party thereto, dated October 27, 2020 (incorporated by reference to Exhibit 10.3 to the Issuer's Current Report on Form 8-K filed with the Commission on November 2, 2020).

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 18, 2023

PFIZER INC.

By: /s/ Susan Grant
Name: Susan Grant
Title: Assistant Secretary

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.

NAME AND POSITION	PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT
Albert Bourla, DVM, Ph.D. Chairman and Chief Executive Officer	Chairman and Chief Executive Officer, 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.
Helen H. Hobbs, M.D. Independent Director	Investigator of the Howard Hughes Medical Institute Professor of Internal Medicine and Molecular Genetics and Director of the McDermott Center for Human Growth and Development at the University of Texas Southwestern Medical Center.
Susan Hockfield, Ph.D. Independent Director	Professor of Neuroscience and President Emerita, Massachusetts Institute of Technology.
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.
Shantanu Narayan Lead Independent Director	Chairman and Chief Executive Officer of Adobe Inc.
Suzanne Nora Johnson Independent Director	Retired Vice Chairman, Goldman Sachs Group, Inc.
James Quincey Independent Director	Chairman and Chief Executive Officer, The Coca-Cola Company. Country of citizenship is United Kingdom.
James C. Smith Independent Director	Chairman of the Thomson Reuters Foundation. Retired President and Chief Executive Officer of Thomson Reuters Corporation.
Chris Boshoff, FRCP, FMedSci, Ph.D. Chief Oncology Research and Development Officer, Executive Vice President	Chief Oncology Research and Development Officer, Executive Vice President, Pfizer.
David M. Denton Chief Financial Officer, Executive Vice President	Chief Financial Officer, Executive Vice President, Pfizer.
Mikael Dolsten, M.D., Ph.D. Chief Scientific Officer and President, Pfizer Research & Development	Chief Scientific Officer and President, Pfizer Research & Development, Pfizer.

Lidia Fonseca Chief Digital and Technology Officer, Executive Vice President	Chief Digital and Technology Officer, Executive Vice President, Pfizer.
Angela Hwang Chief Commercial Officer and President, Global Biopharmaceuticals Business	Chief Commercial Officer and President, Global Biopharmaceuticals Business, Pfizer.
Rady Johnson Chief Compliance, Quality and Risk Officer, Executive Vice President	Chief Compliance, Quality and Risk Officer, Executive Vice President, Pfizer.
Douglas M. Lankler General Counsel, Executive Vice President	General Counsel, Executive Vice President, Pfizer.
Aamir Malik Chief Business Innovation Officer, Executive Vice President	Chief Business Innovation Officer, Executive Vice President, Pfizer.
Michael McDermott Chief Global Supply Officer, Executive Vice President	Chief Global Supply Officer, Executive Vice President, Pfizer.
Payal Sahni Becher Chief People Experience Officer, Executive Vice President	Chief People Experience Officer, Executive Vice President, Pfizer.
Sally Susman Chief Corporate Affairs Officer, Executive Vice President	Chief Corporate Affairs Officer, Executive Vice President, Pfizer.

Schedule 1