SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(n) of the investment Company Act of 1940									
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Biomea Fusion, Inc. [BMEA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Butler Thomas Andrew				X	Director	Х	10% Owner					
1	ast) (First) (Middle) /O BIOMEA FUSION, INC. 26 MAIN STREET		3. Date of Earliest Transaction (Month/Day/Year) 12/04/2021	. x	Officer (give title below) CEO		Other (specify below)					
(Street) REDWOOD CITY	СА	94063	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Form filed by One Form filed by More Person	Report	ing Person					
(City)	(State)	(Zip)										
		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Disposed Of	ties Acquired (A) or I Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								228,470	Ι	See Footnote ⁽¹⁾
Common Stock								252,320	Ι	See Footnote ⁽²⁾
Common Stock								4,365,342	Ι	See Footnote ⁽³⁾
Common Stock								310,736	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Option (Right to Buy)	\$9.8	12/04/2021		A		305,400		(4)	12/03/2031	Common Stock	305,400	\$0	305,400	D	

Explanation of Responses:

1. The shares are held directly by Point Sur Investors Fund I, LP ("Point Sur LP"). The General Partner of Point Sur LP is Point Sur Investors LLC. Rainer M Erdtmann and Thomas Butler are the managing members of Point Sur Investors, LLC and as such have voting and dispositive power over the securities held by Point Sur LP. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

2. The shares are held directly by Point Sur Investors, LLC. Rainer M Erdtmann and Thomas Butler are the managing members of Point Sur Investors, LLC and as such have voting and dispositive power over the securities held by Point Sur Investors, LLC. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

3. The shares are held directly by Biomea Health, LLC. Rainer M. Erdtmann and Thomas Butler each hold 50% ownership of Biomea Health LLC. Rainer M Erdtmann and Thomas Butler are managing members of Biomea Health, LLC and as such have voting and dispositive power over the securities held by Biomea Health LLC. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

4. The option shall vest and become exercisable in quarterly installments over four years, subject to the Reporting Person's continued service to the Issuer through each vesting date.

/s/ Franco Valle as Attorney-infact for Thomas Andrew Butler <u>12/07/2021</u>

** 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 4 (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.