FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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

Cormorant Global Healthcare Master Fund, LP

(Middle)

(First)

200 CLARENDON STREET

(Last)

52ND FLOOR

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

						OCCI	011 30(11)	01 1110	IIIVESIII	nent c	Joinpany Act	01 1340								
1. Name and Address of Reporting Person* <u>Chen Bihua</u>					<u>B</u>	2. Issuer Name and Ticker or Trading Symbol Biomea Fusion, Inc. [ BMEA ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   Director  10% Owner						
(1	/5	::A)	/N 4: al all a.)					Tran	saction	(Mont	h/Day/Year)			Officer below)	(give ti	itle		ther (spelow)	ecify	
(Last) (First) (Middle) C/O CORMORANT ASSET MANAGEMENT, LP				$\vdash$	06/12/2024															
200 CLARENDON STREET, 52ND FLOOR					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
		, , , ,			-									— Form f		One Repo	-			
(Street)	NT IV	ΓA	02116											Persor		Word trial		report	ıııg	
BOSTON MA 02116			_  R	Rule 10b5-1(c) Transaction Indication																
(City)	(S	state)	(Zip)			Chec	ck this box	to ind	icate tha	ıt a traı	nsaction was m	nade pursua	ant to a cor	ntract, instructio	n or writ	tten plan th	at is in	tended	to	
						satis	fy the affire	mative	defense	condi	tions of Rule 1	0b5-1(c). S	iee Instruct	ion 10.						
		Tak	ole I - N	lon-Der	ivativ	e Se	curities	s Ac	quire	d, D	isposed o	f, or Be	eneficia	Ily Owned						
1. Title of	Security (Ins	tr. 3)		2. Transa Date					Transaction   [		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an		(A) or 3, 4 and			6. Ownership Form: Direct		7. Nature of Indirect		
(Month/Day/Y				ay/Year	Year) if any (Month/Day/Year)			Code (Instr. 5)		5)			Beneficially Owned Following Reported		(D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)			
									Code	v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4				(instr.	4)	
Common Stock														3,570,872		I		See Footnotes <sup>(1)(2)</sup>		
		•	Table I								posed of,			y Owned						
					_	call	_				convertil									
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, If any		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)		ate	7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares	1						
Stock Option (right to buy)	\$17								(3)	)	04/14/2031	Common Stock	28,911		28	8,911	D	(4)		
Stock Option (right to buy)	\$10.2								(5)	)	06/21/2032	Common Stock	23,867	7	23,867		D <sup>(4)</sup>			
Stock Option (right to buy)	\$38.9								(5	)	06/13/2033	Common Stock	6,989		6,989		D <sup>(4)</sup>			
Stock Option (right to buy)	\$4.63	06/12/2024			A		51,025		(5)	)	06/11/2034	Common Stock	51,025	5 \$0	51.025		D <sup>(4)</sup>			
1. Name a		Reporting Person*																		
		(First) Γ ASSET MANA STREET, 52ND	AGEME																	
(Street)	N	MA	02	2116																
(City)		(State)	(Z	ip)																
1 Name a	nd Address of	Reporting Person*																		

(Street) BOSTON	MA	02116				
(City)	(State)	(Zip)				
1. Name and Address  Cormorant Priv	und III LP					
(Last) (First) (Middle) 200 CLARENDON STREET 52ND FLOOR						
(Street) BOSTON	MA	02116				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person*  Cormorant Asset Management, LP						
(Last) (First) (Middle) 200 CLARENDON STREET 52ND FLOOR						
(Street) BOSTON	MA	02116				
(City)	(State)	(Zip)				

## **Explanation of Responses:**

- 1. Shares reported herein are held by Cormorant Global Healthcare Master Fund, LP (the "Master Fund"), Cormorant Private Healthcare Fund III, LP (the "Fund III"), and a managed account (the "Account"). Cormorant Asset Management, LP ("Cormorant") serves as the investment manager of the Master Fund, Fund III, and the Account. Bihua Chen serves as manager of the general partner of Cormorant. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or her pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.
- 2. Represents (i) 1,795,928 shares of Common Stock held by the Master Fund, (ii) 1,717,232 shares of Common Stock held by Fund III, and (iii) 57,712 shares of Common Stock held by the Account.
- 3. The options were granted with a 36 month vesting period, vesting monthly.
- 4. Stock options granted to Bihua Chen, in her capacity as a director of the Issuer.
- 5. The options vest in full upon the earlier of (i) the one-year anniversary of the date of grant or (ii) immediately prior to the annual meeting of the Issuer's stockholders that occurs following the date of grant, subject to Ms. Chen's continuing service to the Issuer through such vesting date.

/s/ Bihua Chen	06/13/2024
/s/ CORMORANT GLOBAL HEALTHCARE MASTER FUND, LP, By: Cormorant Global Healthcare GP, LLC, its General Partner By: Bihua Chen, Managing Member	06/13/2024
/s/ CORMORANT PRIVATE HEALTHCARE FUND III, LP By: Cormorant Private Healthcare GP III, LLC, its General Partner By: Bihua Chen, Managing Member	06/13/2024
/s/ CORMORANT ASSET MANAGEMENT, LP By: Cormorant Asset Management GP, LLC, its General Partner, By: Bihua Chen, Managing Member	06/13/2024
** Signature of Reporting Person	Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

- $^{\star}$  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.