(City)

(Street) BOSTON (State)

Cormorant Private Healthcare Fund III LP

(First)

MA

200 CLARENDON STREET, 52ND FLOOR

1. Name and Address of Reporting Person*

(Zip)

(Middle)

02116

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washingto

on. D.C. 20549	
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OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	16. Form 4 or ons may contin on 1(b).				Filed	d pursi	uant to Secti	on 16((a) of the	Secu	urities Excha	inge Act o	f 1934			l II	stimated a ours per re	average bi esponse:	urden	0.5
or Sect 1. Name and Address of Reporting Person* 2. Issuer I													(Ch	eck all applic X Directo	able) or	norting Person(s) to Issuer 10% Owner				
` '				3. Date of Earliest Transaction (Month/Day/Year) 04/20/2021							Officer (give title Other (specify below)									
(Street) BOSTON MA 02116				4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person									
(City)	(S	itate)	(Zip)																	
			Table I - N			1			cquire	d, D	isposed	of, or E	enefici	ially	Owned					
1. Title of S	ecurity (Insti	r. 3)		Date	nsactio		2A. Deemed Execution D if any (Month/Day/	ate,	3. Transa Code (I 8)		4. Securitie Disposed (Of (D) (Ins	r. 3, 4 and	5)	5. Amount o Securities Beneficially Owned Follo Reported	owing	6. Owne Form: D (D) or Ir (I) (Instr	Direct ndirect	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al
										v	Amount	(A) or (D) Prid			Transaction(s) (Instr. 3 and 4)					
Common	Stock			04/	20/20	21			С		2,270,87	72 A	(1))	2,270,872		I		See Footnotes ⁽²⁾⁽³⁾	
Common	Stock			04/	20/20	21			P		900,000	0 A	\$1	7	3,170,872		⁷ 2 I		See Footnotes ⁽²⁾⁽⁴⁾	
			Table I				ecurities alls, war								Owned					
1. Title of Derivative Security (Instr. 3)	e Conversion Date Execution or Exercise (Month/Day/Year) if any		3A. Deemed Execution E if any (Month/Day	Date, Transac Code (I			Derivative		6. Date Exerci Expiration Da (Month/Day/Ye		te	7. Title and Amoun Securities Underlyi Derivative Security (Instr. 3 and 4)		ing	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s		10. Owners Form: Direct (I or Indire (I) (Instr	hip Indir Bend O) Own ect (Inst	eficial iership
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amoun Numbe Shares			(Instr. 4				
Series A Convertible Preferred Stock	(1)	04/20/2021			С		2,270,872		(1)		(1)	Commor Stock	2,270,	872	(1)		0	I	See Foot	notes ⁽²⁾⁽⁵⁾
Stock Option (right to buy)	\$17								(6)		04/14/2031	Common Stock	28,9	11		28,	,911	D ⁽⁷⁾		
1. Name and Chen B		Reporting Person*																		
(Last) (First) (Middle) 200 CLARENDON STREET, 52ND FLOOR																				
(Street)	Ī	MA	021	.16			-													
(City)		(State)	(Zip))																
ı		Reporting Person* al Healthcare	Master F	Fund,	<u>LP</u>		_													
(Last) (First) (Middle) 200 CLARENDON STREET, 52ND FLOOR																				
(Street)	[MA	021	.16			-													

(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* Cormorant Asset Management, LP									
(Last) 200 CLARENI	(First) DON STREET, 52N	(Middle) D FLOOR							
(Street) BOSTON	MA	02116							
(City)	(State)	(Zip)							

Explanation of Responses:

- 1. Shares of Series A Convertible Preferred Stock were convertible at any time at the holder's election, without payment of additional consideration. Such shares had no expiration date but converted into Common Stock automatically upon the closing of the Issuer's initial public offering.
- 2. 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.
- 3. Represents (i) 517,078 shares of Common Stock held by the Master Fund, (ii) 1,717,232 shares of Common Stock held by Fund III, and (iii) 36,562 shares of Common Stock held by the Account.
- 4. Shares reported herein as purchased on April 20, 2021 represent (i) 878,850 shares purchased by the Master Fund, and (ii) 21,150 shares purchased by the Account.
- 5. The Series A Convertible Preferred Stock represented, on an as-converted basis, (i) 517,078 shares of Common Stock held by the Master Fund, (ii) 1,717,232 shares of Common Stock held by Fund III, and (iii) 36,562 shares of Common Stock held by the Account
- 6. The options were granted with a 36 month vesting period, vesting monthly.
- 7. Stock options granted to Bihua Chen, in her capacity as a director of the Issuer.

/s/ CORMORANT ASSET

MANAGEMENT, LP By:

04/22/2021 Cormorant Asset Management

GP, LLC, its General Partner, By:

Bihua Chen, Managing Member

/s/ CORMORANT GLOBAL

HEALTHCARE MASTER

FUND, LP, By: Cormorant

04/22/2021 Global Healthcare GP, LLC, its

General Partner By: Bihua Chen,

Managing Member

/s/ CORMORANT PRIVATE

HEALTHCARE FUND III, LP

By: Cormorant Private

Healthcare GP III, LLC, its

General Partner By: Bihua Chen,

Managing Member

/s/ Bihua Chen 04/22/2021

04/22/2021

** 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.