SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 193	34
or Section 30(h) of the Investment Company Act of 1940	

1. Name and Address of Reporting Person* <u>Cormorant Asset Management</u> , <u>LP</u>			<u>t</u> , 2. Date of Requiring (Month/D 09/14/20	Statement ay/Year)	3. Issuer Name and Ticker or Trading Symbol <u>Tyra Biosciences, Inc.</u> [TYRA]				
LF (Last) (First) (Middle) 200 CLARENDON STREET, 52ND FLOOR			_		4. Relationship of Report Issuer (Check all applicable) Director Officer (give title below)	X 10% (Dwner 6. (specify (C	led (Month/Day Individual or Jo Check Applicabl	pint/Group Filing
(Street) BOSTON	MA	02116	_						by More than One Person
(City)	(State)	(Zip)							
		-	Table I - No	n-Derivat	ive Securities Bene	-			
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr 4)		Direct Ow ndirect	lature of Indire nership (Instr.	
		(e.			e Securities Benefic Ints, options, conve				_
E)		2. Date Exerce Expiration D (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)
Series B Co Stock	nvertible Pre	eferred	(1)	(1)	Common Stock	757,432	(1)	I	See Footnotes ⁽²⁾
1. Name and Address of Reporting Person* <u>Cormorant Asset Management, LP</u>						,	,	, 	,
(Last) (First) (Middle) 200 CLARENDON STREET, 52ND FLOOR									
(Street) BOSTON	MA	02	2116	_					
(City)	(State)	(Z	Zip)						
1. Name and Address of Reporting Person [*] Chen Bihua									
(Last) (First) (Middle) C/O CORMORANT ASSET MANAGEMENT, LLC									
200 CLARENDON STREET, 52ND FLOOR									
(Street) BOSTON	МА	0.	2116	_					
(City)	(State)	(Z	Zip)	_					

1. Name and Address of Reporting Person [*] Cormorant Global Healthcare Master <u>Fund, LP</u>							
(Last)	(First)	(Middle)					
200 CLARENDON STREET, 52ND FLOOR							
(Street) BOSTON	MA	02116					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* Cormorant Private Healthcare Fund III LP							
(Last)	(First)	(Middle)					
200 CLARENDON STREET, 52ND FLOOR							
(Street)							
BOSTON	MA	02116					
(City)	(State)	(Zip)					

Explanation of Responses:

1. Shares of Series B Convertible Preferred Stock are convertible at any time at the holder's election, without payment of additional consideration. Such shares have no expiration date but are expected to convert into Common Stock automatically upon the closing of the Issuer's initial public offering.

2. Cormorant Asset Management, LP ("Cormorant") serves as the investment manager of Cormorant Global Healthcare Master Fund, LP (the "Master Fund"), Cormorant Private Healthcare Fund III, LP ("Fund III") and a managed account (the "Account"). Cormorant Global Healthcare GP, LLC ("GP LLC") and Cormorant Private Healthcare GP III, LLC ("GP III") serve as General Partner of the Master Fund and Fund III, respectively. Bihua Chen serves as manager of Cormorant, GP LLC and GP III. 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 3 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. Shares of Series B Convertible Preferred Stock reported herein represent, on an as-converted basis, (i) 165,877 shares held by the Master Fund, (ii) 578,111 shares held by Fund III, and (iii) 13,444 shares held by the Account.

<u>/s/ CORMORANT</u> <u>GLOBAL HEALTHCARE</u> <u>MASTER FUND, LP, By:</u> <u>Cormorant Global</u> <u>Healthcare GP, LLC, its</u> <u>General Partner, By: Bihua</u> <u>Chen, Managing Member</u> /s/ CORMORANT ASSET	<u>09/14/2021</u>
MANAGEMENT, LP, By: Cormorant Asset Management GP, LLC, its General Partner By: Bihua Chen, Managing Member	<u>09/14/2021</u>
<u>/s/ Bihua Chen</u>	<u>09/14/2021</u>
<u>/s/ CORMORANT</u> <u>PRIVATE HEALTHCARE</u> <u>FUND III, LP By:</u> <u>Cormorant Private</u> <u>Healthcare GP III, LLC,</u> <u>its General Partner By:</u> <u>Bihua Chen, Managing</u>	<u>09/14/2021</u>
<u>Member</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 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.