SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

3235-0104 OMB Number:

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES** 

Estimated average burden hours per response: 0.5

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

	or S	ection 30(h) o	f the Investment Company	Act	of 1940				
1. Name and Address of Reporting Persor <u>RA CAPITAL</u> <u>MANAGEMENT, L.P.</u>	Requirir	of Event ng Statement Day/Year) 2021	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Tyra Biosciences, Inc.</u> [ TYRA ]						
(Last) (First) (Middle) 200 BERKELEY STREET, 18TH FLOOR (Street) BOSTON MA 02116			4. Relationship of Reports Issuer (Check all applicable) X Director Officer (give title below)	orting X	10% C	)wner (specify	File 6. II	d (Month/Day ndividual or Jo neck Applicable Form filed Person	int/Group Filing e Line) by One Reporting by More than One
(City) (State) (Zip)	_								
	Table I - N	on-Deriva	tive Securities Ben	efic	ially O	wned			
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
(4			ve Securities Benef ants, options, conv						
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration D (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Convers or Exerc Price of	cise	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Nur	ount or mber of ares	Derivati Security	ve or Indirect		5)
Series A Preferred Stock	(1)	(1)	Common Stock	2,6	26,932	0.00	)	Ι	See footnotes <sup>(2)(3)</sup>
Series A Preferred Stock	(1)	(1)	Common Stock	1,0	23,219	0.00	)	Ι	See footnotes <sup>(3)(4)</sup>
Series A Preferred Stock	(1)	(1)	Common Stock	44	2,721	0.00	)	Ι	See footnotes <sup>(3)(5)</sup>
Series B Preferred Stock	(1)	(1)	Common Stock	1,4	20,188	0.00	)	I	See footnotes <sup>(2)(3)</sup>
Series B Preferred Stock	(1)	(1)	Common Stock	47	73,394	0.00	)	Ι	See footnotes <sup>(3)(4)</sup>
1. Name and Address of Reporting Person <u>RA CAPITAL MANAGEM</u> (Last) (First)     200 BERKELEY STREET, 18TH I	ENT, L.P.								
(Street) BOSTON MA	02116								
(City) (State)	(Zip)								
1. Name and Address of Reporting Person <sup>*</sup> <u>RA Capital Healthcare Fund LP</u>									
(Last) (First) C/O RA CAPITAL MANAGEMEN 200 BERKELEY STREET, 18TH I									
(Street)									

BOSTON	MA	02116	
(City)	(State)	(Zip)	
	lress of Reporting Nexus Func		
	(First) ITAL MANAG EY STREET, 1		
(Street) BOSTON	MA	02116	
(City)	(State)	(Zip)	
1. Name and Add <u>Kolchinsky</u>	lress of Reporting Peter	Person*	
	(First) ITAL MANAG EY STREET, 1		
(Street) BOSTON	MA	02116	
(City)	(State)	(Zip)	
1. Name and Add Shah Rajee	lress of Reporting ${ m v}$ M.	Person*	
	(First) ITAL MANAG EY STREET, 1		
(Street) BOSTON	MA	02116	
(City)	(State)	(Zip)	

## **Explanation of Responses:**

1. The shares of Series A Preferred Stock and Series B Preferred Stock are convertible, at any time, at the holder's election, to shares of the Issuer's common stock at a ratio of 1-for-2.5974. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A Preferred Stock and Series B Preferred Stock will automatically convert to shares of the Issuer's common stock at a ratio of 1-for-2.9574. The Series A Preferred Stock and Series B Preferred Stock has no expiration date.

2. These securities are held directly by RA Capital Healthcare Fund, L.P. (the "Fund").

3. RA Capital Management, L.P. (the "Adviser") is the investment manager for the Fund, RA Capital Nexus Fund, L.P. (the "Nexus Fund"), and a separately managed account (the "Account"). The general partner of the Adviser is RA Capital Management GP, LLC (the "Adviser GP"), of which Dr. Peter Kolchinsky and Mr. Rajeev Shah are the managing members. The Adviser, the Adviser GP, Dr. Kolchinsky, and Mr. Shah disclaim beneficial ownership of any of the reported securities, except to the extent of their pecuniary interest therein.

4. These securities are held directly by the Nexus Fund.

5. These securities are held directly by the Account.

## **Remarks:**

Jake Simson, a Partner of the Adviser, serves on the Issuer's board of directors.

<u>/s/ Peter Kolchinsky,</u> <u>Manager of RA Capital</u> <u>Management, L.P.</u> <u>/s/ Peter Kolchinsky,</u> <u>Manager of RA Capital</u> <u>Healthcare Fund GP, LLC,</u> the General Partner of RA <u>Capital Healthcare Fund,</u> <u>L.P.</u> <u>/s/ Peter Kolchinsky,</u> <u>Manager of RA Capital</u> Nexus Fund GP, LLC, the

09/14/2021

<u>09/14/2021</u>

09/14/2021

General Partner of RA Capital Nexus Fund, L.P. /s/ Peter Kolchinsky, individually /s/ Rajeev Shah, individually \*\* Signature of Reporting

<u>09/14/2021</u>

09/14/2021

Date

\*\* Signature of Reporting Person

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.