FORM 3

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

Washington, D.C. 20549

## OMB APPROVAL

3235-0104 OMB Number: Estimated average burden

hours per response: 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

					16(a) of the Securities Exc f the Investment Company			1934			
	address of Repo	•	Requirin	of Event g Statement Day/Year) 2020	3. Issuer Name <b>and</b> Tic BioAtla, Inc. [ B		_	Symbol			
(Last)	(First)	(Middle)			Relationship of Repolssuer (Check all applicable)  Director	rting			5. If File	f Amendment, d (Month/Day	Date of Original Year)
FLOOR	ENDON STR	.EE1, 52NI	_		Officer (give title below)	Λ		(specify		eck Applicable	oint/Group Filing te Line) by One Reporting
(Street) BOSTON	MA	02116	_						<b>)</b>	Form filed Reporting	by More than One Person
(City)	(State)	(Zip)									
			Table I - N	on-Deriva	tive Securities Ben	efici	ially O	wned			
1. Title of Security (Instr. 4)					Amount of Securities     Beneficially Owned (Ins     4)	Owned (Instr. Form:		Direct Own ndirect		Nature of Indirect Beneficial wnership (Instr. 5)	
		(€			re Securities Benefi ants, options, conv				)		
Ex			2. Date Exerc Expiration Day/ (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Convers or Exerc	cise		6. Nature of Indirect Beneficial Ownership (Instr.
			Date Exercisable	Expiration Date	Title		ount or nber of ires	unt or Derivativ		or Indirect (I) (Instr. 5)	5)
Series D Cor Stock	nvertible Pref	ferred	(1)	(1)	Common Stock	1,4	92,060	(1)		I	See Footnotes <sup>(2)</sup>
	address of Repo	-									
(Last) 200 CLARE	(First) ENDON STR		(Middle)  D FLOOR								
(Street) BOSTON	MA		02116								
(City)	(State)	(	(Zip)								
	ddress of Repo	utina Daraan	*	1							

Chen Bihua

(Last) (First) (Middle)

C/O CORMORANT ASSET MANAGEMENT, LLC

200 CLARENDON STREET, 52ND FLOOR

(Street)

**BOSTON** 02116  $\mathbf{M}\mathbf{A}$ (City) (State) (Zip)

1. Name and Address of Reporting Person\*

Cormorant Fund, LP	Global Heal	thcare Master	
(Last)	(First)	(Middle)	
200 CLAREN	NDON STREET	, 52ND FLOOR	
(Street)			_
BOSTON	MA	02116	
(City)	(State)	(Zip)	_
(,)	(51005)	( 1 /	
1. Name and Add	dress of Reporting		<u> </u>
1. Name and Add	dress of Reporting	Person*	<u>-</u>
Name and Add     Cormorant  (Last)	dress of Reporting Private Heal (First)	Person* thcare Fund II, LF	<u> </u>
Name and Add     Cormorant  (Last)	dress of Reporting Private Heal (First)	Person* thcare Fund II, LF (Middle)	<u>-</u>
1. Name and Add Cormorant (Last) 200 CLAREN	dress of Reporting Private Heal (First)	Person* thcare Fund II, LF (Middle)	2

## **Explanation of Responses:**

- 1. Shares of Series D 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") and Cormorant Private Healthcare Fund II, LP ("Fund II"). Cormorant Global Healthcare GP, LLC ("GP LLC") and Cormorant Private Healthcare GP II, LLC ("GP II") serve as General Partner of the Master Fund and Fund II, respectively. Bihua Chen serves as manager of Cormorant, GP LLC and GP II. 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 D Convertible Preferred Stock reported herein represent, on an as-converted basis, (i) 310,945 shares held by the Master Fund and (ii) 1,181,115 shares held by

MASTER FUND, LP, By: Cormorant Global 12/15/2020 Healthcare GP, LLC, its General Partner, By: Bihua Chen, Managing Member /s/ CORMORANT ASSET MANAGEMENT, LP, By: **Cormorant Asset** 12/15/2020 Management GP, LLC, its General Partner By: Bihua Chen, Managing Member /s/ Bihua Chen 12/15/2020 /s/ CORMORANT **PRIVATE HEALTHCARE** 

/s/ CORMORANT GLOBAL HEALTHCARE

Cormorant Private 12/15/2020 Healthcare GP II, LLC, its

General Partner By: Bihua Chen, Managing Member \*\* Signature of Reporting Date

FUND II, LP By:

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 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.