SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			Or Sect	011 30(11) 01	the Investment Company Act	1 01 1940				
1. Name and Address of Reporting Person* <u>Third Rock Ventures VI, L.P.</u>			2. Date of Event Requiring Statement (Month/Day/Year) 08/11/2023		3. Issuer Name and Ticker or Trading Symbol <u>Tango Therapeutics, Inc.</u> [TNGX]					
(Last) (First) (Middle) C/O THIRD ROCK VENTURES, LLC 201 BROOKLINE AVE, SUITE 1401					4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)	y Person(s) to 10% Owner Other (specify below)		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person 		
(Street) BOSTON	MA	02215	_)	Form filed Reporting	by More than One Person
(City)	(State)	(Zip)								
		Ta	able I - Nor	-Derivati	ve Securities Benefi	cially O	wned			
1. Title of Security (Instr. 4)				I	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Own Form: I (D) or II (I) (Inst	Direct ndirect	irect Ownership (Instr. 5) direct		
Common Sto	ock				194,174 ⁽¹⁾	D	(2))		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4) 2			2. Date Exerc Expiration D (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conver or Exer Price o	rsion rcise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.
			Date Exercisable	Expiratior Date	n Title	Amount or Number of Shares	Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	5)
1. Name and Address of Reporting Person* <u>Third Rock Ventures VI, L.P.</u>										
(Last) (First) (Middle)										
C/O THIRD	ROCK VE	NTURES, LLO	2							
201 BROOKLINE AVE, SUITE 1401				_						
(Street) BOSTON	MA	022	215							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person [*] <u>Third Rock Ventures GP VI, L.P.</u>										
(Last)(First)(Middle)C/O THIRD ROCK VENTURES, LLC201 BROOKLINE AVE, SUITE 1401										
(Street) BOSTON	MA	022	215							
(City)	(State)	(Zip)							
1. Name and A	ddress of Rep	orting Person*								

<u>'I, LLC</u>							
(First)	(Middle)						
C/O THIRD ROCK VENTURES, LLC							
201 BROOKLINE AVE, SUITE 1401							
MA	02215						
(State)	(Zip)	(Zip)					
	(First) ROCK VENTUI LINE AVE, SUI MA	(First) (Middle) ROCK VENTURES, LLC LINE AVE, SUITE 1401 MA 02215					

Explanation of Responses:

1. The shares of common stock were acquired by the Reporting Person pursuant to a securities purchase agreement in a private placement offering of shares of the Issuer's common stock, which offering closed on August 11, 2023.

2. These shares are directly held by Third Rock Ventures VI, L.P. ("TRV VI"). The general partner of TRV VI is Third Rock Ventures GP VI, L.P. ("TRV GP VI"). The general partner of TRV GP VI is TRV GP VI, LLC ("TRV GP VI LLC"). Each of TRV GP VI and TRV GP VI LLC disclaims beneficial ownership of the shares except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that it is the beneficial owner of such shares.

Remarks:

Reid Huber, a partner at Third Rock Ventures, LLC, has been deputized to represent the Reporting Persons (and other funds affiliated with Third Rock Ventures, LLC that hold shares of the Issuer's stock) on the board of directors of the Issuer. By virtue of Mr. Huber's representation, for purposes of Section 16 of the Securities Exchange Act of 1934, each of the Reporting Person may be deemed directors by deputization of the Issuer.

<u>/s/ Kevin Gillis, Chief</u> <u>Operating Officer of TRV</u> <u>GP VI, LLC, general</u> <u>partner of Third Rock</u> <u>Ventures GP VI, L.P.,</u> <u>general partner of Third</u> <u>Rock Ventures VI, L.P.</u>	<u>08/22/2023</u>
/s/ Kevin Gillis, Chief <u>Operating Officer of TRV</u> <u>GP VI, LLC, general</u> <u>partner of Third Rock</u> <u>Ventures GP VI, L.P.</u>	<u>08/22/2023</u>
<u>/s/ Kevin Gillis, Chief</u> <u>Operating Officer of TRV</u> <u>GP VI, LLC</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.