

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Boxer Capital, LLC</u> <hr/> (Last) (First) (Middle) 12860 EL CAMINO REAL SUITE 300 <hr/> (Street) SAN DIEGO CA 92130 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Tango Therapeutics, Inc. [ TNGX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See remarks
	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 08/15/2023	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/11/2023		A		475,000	A	\$5.15	743,542	I <sup>(1)</sup>	See footnote <sup>(1)</sup>
Common Stock								7,123,642	D <sup>(2)</sup>	
Common Stock								5,000	I	See footnote <sup>(3)</sup>
Common Stock								26,961	I	See footnote <sup>(4)</sup>
Common Stock								6,988,450	I	See footnote <sup>(5)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Prefunded Warrant	(6)	08/11/2023		A		2,340,579		(6)	(6)	Common Stock	2,340,579	\$5.1499	2,340,579	D <sup>(2)</sup>	

1. Name and Address of Reporting Person\*  
Boxer Capital, LLC  


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 (Last) (First) (Middle)  
 12860 EL CAMINO REAL  
 SUITE 300  


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 (Street)  
 SAN DIEGO CA 92130  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Boxer Asset Management Inc.  


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 (Last) (First) (Middle)  
 12860 EL CAMINO REAL  
 SUITE 300  


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 (Street)  
 SAN DIEGO CA 92130  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

LEWIS JOSEPH

(Last) (First) (Middle)

C/O CAY HOUSE  
EP TAYLOR DRIVE N7776, LYFORD CAY

(Street)  
NEW  
PROVIDENCE  
BAHAMAS

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

MVA Investors, LLC

(Last) (First) (Middle)

12860 EL CAMINO REAL  
SUITE 300

(Street)  
SAN DIEGO CA 92130

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

Davis Aaron I.

(Last) (First) (Middle)

12860 EL CAMINO REAL, SUITE 300

(Street)  
SAN DIEGO CA 92130

(City) (State) (Zip)

**Explanation of Responses:**

1. These securities are owned directly by MVA Investors, LLC ("MVA Investors"). Aaron I. Davis is a member of and has voting and dispositive power over securities held by MVA Investors. Each reporting person other than MVA Investors disclaims beneficial ownership of these securities except to the extent of such person's pecuniary interest therein, if any.
2. These securities are owned directly by Boxer Capital, LLC ("Boxer Capital"). Boxer Asset Management Inc. is the managing member of Boxer Capital. Joseph Lewis is the sole indirect owner of Boxer Asset Management Inc. Mr. Davis is a member of Boxer Capital. Each reporting person other than Boxer Capital disclaims beneficial ownership of these securities except to the extent of such person's pecuniary interest therein, if any.
3. These securities are owned directly by Mr. Davis. Each reporting person other than Mr. Davis disclaims beneficial ownership of these securities.
4. These securities are owned directly by Braslyn Ltd. Mr. Lewis is the sole indirect owner of Braslyn Ltd. Each reporting person other than Mr. Lewis disclaims beneficial ownership of these securities.
5. These securities are owned directly by BCTG Holdings, LLC ("BCTG"). Boxer Capital is the majority member of BCTG and MVA Investors is a member of BCTG. Mr. Davis is an investment manager of BCTG. Each reporting person disclaims beneficial ownership of these securities except to the extent of such person's pecuniary interest therein, if any.
6. The prefunded warrants have an exercise price of \$0.001 per share of Common Stock and are immediately exercisable and remain exercisable until exercised in full, subject to a 9.99% beneficial ownership limitation which may be increased or decreased by the holder upon 61 days' notice to the Issuer.

**Remarks:**

This amended Form 4, which amends and restates in its entirety the original Form 4 filed on August 15, 2023, corrects the transaction codes in the original filing. These acquisitions were made in transactions with the Company under Rule 16b-3, as opposed to open market purchases. The reporting persons may be deemed members of a group that beneficially owns more than 10% of the outstanding shares of common stock, \$0.001 par value per share, of Tango Therapeutics, Inc. (the "Issuer"). At the time of the transactions reported herein, Mr. Davis was a director of the Issuer and the other reporting persons were subject to Section 16 as directors of the Issuer on the basis of their relationships to Mr. Davis.

/s/ Aaron I. Davis, Chief  
Executive Officer, Boxer  
Capital, LLC 10/11/2023  
/s/ Aaron I. Davis, Chief  
Executive Officer, MVA  
Investors, LLC 10/11/2023  
/s/ Paul Higgs, Director, Boxer  
Asset Management Inc. 10/11/2023  
/s/ Joseph C. Lewis 10/11/2023  
/s/ Aaron I. Davis 10/11/2023

\*\* 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.