SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

3235-0104 OMB Number:

Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person [*] <u>Third Rock Ventures IV, L.P.</u>			Requiring S (Month/Day	2. Date of Event Requiring Statement (Month/Day/Year) 08/10/2021		3. Issuer Name and Ticker or Trading Symbol <u>Tango Therapeutics, Inc.</u> [TNGX]								
(Last) (First) (Middle) C/O THIRD ROCK VENTURES, LLC,						4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner					5. If Amendment, Date of Original Filed (Month/Day/Year)			
29 NEWBURY STREET, 3RD FLOOR			_			Officer (give title below)			specify		eck Applicable	int/Group Filing e Line) by One Reporting		
(Street) BOSTON	MA	02116	_							X	Form filed Reporting I	by More than One Person		
(City)	(State)	(Zip)												
	Table I - Non-Derivative Securities Beneficially Owned													
1. Title of Security (Instr. 4)					Amount of Securities Beneficially Owned (Instr.)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)					
Common Stock					19,363,975 ⁽¹⁾		D	D ⁽²⁾						
		(e.g				Securities Beneficia its, options, convert)				
1. Title of Derivative Security (Instr. 4) 2.			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Secu Underlying Derivative Secu (Instr. 4)		urity Conver or Exer		sion cise	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
						1 1		Amount or Number	Price of Derivative Security					
			Date Exercisable	Exp Dat	oiration e	Title	c	of Shares						
		porting Person [*] res IV, L.P.	/											
(Last)	(First)		ddle)											
C/O THIRD ROCK VENTURES, LLC, 29 NEWBURY STREET, 3RD FLOOR														
				_										
(Street) BOSTON	MA	022	116											
(City)	(State) (Zip))											
		porting Person [*]	<u>P.</u>											
(Last) (First) (Middle) 29 NEWBURY STREET, 3RD FLOOR														
(Street) BOSTON	MA	02:	116											
(City)	(State) (Zip)											
1. Name and A	Address of Re	porting Person [*]												

TRV GP IV	<u>/, LLC</u>						
(Last)	(First)	(Middle)					
29 NEWBURY STREET, 3RD FLOOR							
, (Street)							
BOSTON	MA	02116					
· · · · · ·							
(City)	(State)	(Zip)					

Explanation of Responses:

1. On August 10, 2021, Tango Therapeutics, Inc. (f/k/a BCTG Acquisition Corp., the "Issuer") consummated a business combination (the "Business Combination") pursuant to which BCTG Merger Sub Corp., a wholly-owned subsidiary of the Issuer merged with and into Tango Therapeutics, Inc. ("Tango"). At the effective time of the Business Combination, each share of Tango outstanding as of immediately prior to the effective time was exchanged for shares of Common Stock of the Issuer based on an exchange ratio of approximately 0.34. As a result, the Reporting Persons received 19,363,975 shares of the Issuer's Common Stock in consideration for the equity securities of Tango held by the Reporting Persons prior to the Business.

2. These shares are directly held by TRV IV. The general partner of TRV IV is Third Rock Ventures GP IV, L.P. ("TRV GP IV"). The general partner of TRV GP IV is TRV GP IV, LLC ("TRV GP IV LLC"). Each of TRV GP IV and TRV GP IV LLC disclaims beneficial ownership of these 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:

<u>/s/ Kevin Gillis, Chief</u>	
Operating Officer of TRV	
<u>GP IV, LLC, general</u>	
<u>partner of Third Rock</u>	<u>08/12/2021</u>
<u>Ventures GP IV, L.P.,</u>	
<u>general partner of Third</u>	
<u>Rock Ventures IV, L.P.</u>	
<u>/s/ Kevin Gillis, Chief</u>	
Operating Officer of TRV	
<u>GP IV, LLC, general</u>	<u>08/12/2021</u>
<u>partner of Third Rock</u>	
<u>Ventures GP IV, L.P.</u>	
<u>/s/ Kevin Gillis, Chief</u>	
Operating Officer of TRV	<u>08/12/2021</u>
<u>GP IV, 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.