Global Blood Therapeutics, Inc. Form SC 13G/A February 13, 2017

#### **UNITED STATES**

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### **SCHEDULE 13G**

#### **UNDER THE SECURITIES EXCHANGE ACT OF 1934**

(Amendment No. 1)\*

Global Blood Therapeutics, Inc.

(Name of Issuer)

#### COMMON STOCK, \$0.001 PAR VALUE PER SHARE

(Title of Class of Securities)

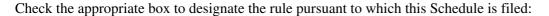
37890U108

(CUSIP Number)

**December 31, 2016** 

(Date of Event Which Requires Filing of this Statement)

#### Edgar Filing: Global Blood Therapeutics, Inc. - Form SC 13G/A



Rule 13d-1(b)
Rule 13d-1(c)
Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUSIP No. 378	90U108	SCHEDULE 13G	Page 2 of 15 Pages
1. NAM	ES OF REPORTING PERS	SONS	
	I Rock Ventures II, L.P. CK THE APPROPRIATE E	BOX IF A MEMBER OF A GRO	UP
	USE ONLY		
4. CITIZ	ZENSHIP OR PLACE OF C	ORGANIZATION	
Delav	vare 5. SOLE VOTING PO	WER	
NUMBER OF SHARES BENEFICIALLY	0 6. SHARED VOTING	POWER	
OWNED BY EACH	7,475,191 7. SOLE DISPOSITIV	E POWER	
REPORTING PERSON WITH	0 8. SHARED DISPOSI	TIVE POWER	
9. AGG	7,475,191 REGATE AMOUNT BENI	EFICIALLY OWNED BY EACH	H REPORTING PERSON

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

7,475,191

10.

11.

20.0% (1)

12. TYPE OF REPORTING PERSON

PN

(1) The percent of class was calculated based on 37,316,451 shares of common stock issued and outstanding as of November 1, 2016, as disclosed in the Issuer s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 9, 2016.

CUSIP No.	. 37890	U10	98	SCHEDULE 13G	Page 3 of 15 Pages
1.	NAMES	S OI	F REPORTING PERSONS		
2.	CHECK	TH	x <b>Ventures GP II, L.P.</b> IE APPROPRIATE BOX IF	FA MEMBER OF A GRO	OUP
(	(a)	(1	o)		
3.	SEC US	SE C	ONLY		
4.	CITIZE	NSI	HIP OR PLACE OF ORGAI	NIZATION	
I	Delawa:	re 5.	SOLE VOTING POWER		
NUMBEI	R OF				
SHARI BENEFICIA		6.	0 SHARED VOTING POW	ER	
OWNED					
EACH		7.	7,475,191 SOLE DISPOSITIVE POV	VER	
REPORT	ING				
PERSC	ON	8.	0 SHARED DISPOSITIVE	POWER	
WITH	H				
9. A	AGGRI	EGA	7,475,191 TE AMOUNT BENEFICIA	ALLY OWNED BY EAC	H REPORTING PERSON
7	7,475,19	91			

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.

11.

20.0% (1)

# 12. TYPE OF REPORTING PERSON

PN

CUSIP N	lo. 37890	U10	08	SCHEDULE 13G	Page 4 of 15 Pages
1.	NAME	S OI	F REPORTING PERSONS		
2.	TRV G CHECH	K TH		A MEMBER OF A GROUP	
3.	SEC U				
4.	CITIZE	ENSI	HIP OR PLACE OF ORGAN	NIZATION	
	Delawa	re 5.	SOLE VOTING POWER		
NUMB	ER OF				
SHA	RES	6.	0 SHARED VOTING POWE	ER	
BENEFIC	CIALLY				
OWNE	ED BY		7,475,191		
EAG	СН	7.	SOLE DISPOSITIVE POW	VER	
REPOR	RTING				
PERS	SON	8.	0 SHARED DISPOSITIVE F	POWER	
WI	ТН				
9.	AGGR	EGA	7,475,191 TE AMOUNT BENEFICIA	LLY OWNED BY EACH RE	EPORTING PERSON
10.	7,475,1 CHECH		OX IF THE AGGREGATE A	AMOUNT IN ROW (9) EXCI	LUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11.

20.0% (1)

# 12. TYPE OF REPORTING PERSON

OO

CUSIP N	lo. 37890	)U1(	98	SCHEDULE 13G	Page 5 of 15 Pages
1.	NAME	S Ol	F REPORTING PERSONS		
2.		K TF	<b>x Ventures III, L.P.</b> HE APPROPRIATE BOX IF b)	A MEMBER OF A GROUP	
3.	SEC U	SE C	DNLY		
4.	CITIZE	ENSI	HIP OR PLACE OF ORGA	NIZATION	
	Delawa	ire 5.	SOLE VOTING POWER		
NUMB	ER OF				
SHA		6.	0 SHARED VOTING POWI	ER	
BENEFIC					
OWNE EAG		7.	1,285,713 SOLE DISPOSITIVE POV	VER	
REPOR	RTING				
PERS		8.	0 SHARED DISPOSITIVE I	POWER	
WI	ГН				
9.	AGGR.	EGA	1,285,713 TE AMOUNT BENEFICIA	LLY OWNED BY EACH R	EPORTING PERSON
10.	1,285,7 CHECI		OX IF THE AGGREGATE A	AMOUNT IN ROW (9) EXC	LUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11.

3.4% (1)

# 12. TYPE OF REPORTING PERSON

PN

CUSIP N	lo. 37890U	108	SCHEDULE 13G	Page 6 of 15 Pages
1.	NAMES (	OF REPORTING PERSONS		
2.		<b>ck Ventures GP III, L.P.</b> ГНЕ APPROPRIATE BOX IF	A MEMBER OF A GROUP	
	(a)	(b)		
3.	SEC USE	ONLY		
4.	CITIZEN	SHIP OR PLACE OF ORGAN	NIZATION	
	Delaware 5	SOLE VOTING POWER		
NUMB	ER OF			
SHA	RES 6	0 5. SHARED VOTING POWI	ER	
BENEFIC	CIALLY			
OWNE	ED BY	1,285,713		
EAG	CH 7	. SOLE DISPOSITIVE POW	VER	
REPOR	RTING			
PERS	SON 8	0 s. SHARED DISPOSITIVE F	POWER	
WI	ТН			
9.	AGGREC	1,285,713 GATE AMOUNT BENEFICIA	LLY OWNED BY EACH RI	EPORTING PERSON
10.	1,285,713 CHECK I	BOX IF THE AGGREGATE A	AMOUNT IN ROW (9) EXCI	LUDES CERTAIN SHARES
11.	PERCEN'	T OF CLASS REPRESENTEI	D BY AMOUNT IN ROW 9	

3.4% (1)

# 12. TYPE OF REPORTING PERSON

PN

CUSIP No	o. 37890U1(	08	SCHEDULE 13G	Page 7 of 15 Pages
1.	NAMES OI	F REPORTING PERSONS		
2.	TRV GP II CHECK TH		A MEMBER OF A GROUP	
	(a) (1	b)		
3.	SEC USE C	ONLY		
4.	CITIZENSI	HIP OR PLACE OF ORGAI	NIZATION	
	Delaware 5.	SOLE VOTING POWER		
NUMBE	ER OF			
SHAF	RES 6.	0 SHARED VOTING POW	ER	
BENEFIC	IALLY			
OWNE EAC	7	1,285,713 SOLE DISPOSITIVE POV	VER	
REPOR	TING			
PERS WIT	8.	0 SHARED DISPOSITIVE	POWER	
9.		1,285,713 TE AMOUNT BENEFICIA	LLY OWNED BY EACH RI	EPORTING PERSON
10.	1,285,713 CHECK BO	OX IF THE AGGREGATE A	AMOUNT IN ROW (9) EXCI	LUDES CERTAIN SHARES
11.	PERCENT	OF CLASS REPRESENTE	D BY AMOUNT IN ROW 9	

3.4% (1)

# 12. TYPE OF REPORTING PERSON

OO

CUSIP No. 3789	00U1	08	SCHEDULE 13G	Page 8 of 15 Pages
1. NAM	ES O	F REPORTING PERSONS		
2. Mark CHEC	CK TI	i <b>n</b> HE APPROPRIATE BOX II b)	F A MEMBER OF A GRO	OUP
3. SEC U	JSE (	ONLY		
4. CITIZ	ENS:	HIP OR PLACE OF ORGA	NIZATION	
Unite		es SOLE VOTING POWER		
NUMBER OF				
SHARES	6.	191,502 SHARED VOTING POW	ÆR	
BENEFICIALLY				
OWNED BY EACH	7.	8,760,904 SOLE DISPOSITIVE PO	WER	
REPORTING				
PERSON	8.	191,502 SHARED DISPOSITIVE	POWER	
WITH				
9. AGG	REGA	8,760,904 ATE AMOUNT BENEFICL	ALLY OWNED BY EACH	H REPORTING PERSON
9.052				

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8,952,406

10.

24.0% (1)

# 12. TYPE OF REPORTING PERSON

IN

9 of 15 Pages

CUSIP No. 37890U108	SCHEDULE 13G	Page 9

- 1. NAMES OF REPORTING PERSONS
  - Kevin P. Starr
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
  - (a) (b)
- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

**United States** 

5. SOLE VOTING POWER

NUMBER OF

SHARES 97,544 (2)

6. SHARED VOTING POWER

**BENEFICIALLY** 

**OWNED BY** 

8,760,904

EACH 7. SOLE DISPOSITIVE POWER

**REPORTING** 

97,544 (2)

PERSON 97,344 (2)

8. SHARED DISPOSITIVE POWER

WITH

8,760,904

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,858,448

- 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
- 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

	23.7% (1)
12.	TYPE OF REPORTING PERSON

IN

(2) This number includes options to purchase 15,000 shares exercisable within 60 days of December 31, 2016.

CUSIP No.	. 37890	U10	8	SCHEDULE 13G	Page 10 of 15 Pages
1. 1	NAMES	S OF	F REPORTING PERSONS		
2.	Robert CHECK		IE APPROPRIATE BOX IF	A MEMBER OF A GROUP	
3.	SEC US	SE C	ONLY		
4. (	CITIZE	NSI	HIP OR PLACE OF ORGAI	NIZATION	
Ţ	United S		es SOLE VOTING POWER		
NUMBEI	R OF				
SHARI	ES	6.	191,501 SHARED VOTING POW	E <b>R</b>	
BENEFICIA	ALLY	0.			
OWNED	BY		8,760,904		
EACH	Н	7.		VER	
REPORT	ING				
PERSC	ΟN	8.	191,501 SHARED DISPOSITIVE	POWER	

8,760,904

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,952,405

WITH

- 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
- 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

24.0% (1)

# 12. TYPE OF REPORTING PERSON

IN

#### CUSIP No. 37890U108

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#### Item 1. Issuer

(a) Name of Issuer:

Global Blood Therapeutics, Inc. (the **Issuer**)

(b) Address of Issuer s Principal Executive Offices:

400 East Jamie Court

South San Francisco, CA 94080

#### Item 2. Filing Person

- (a) (c) Name of Persons Filing; Address; Citizenship:
  - (i) Third Rock Ventures II, L.P. ( **TRV II** );
  - (ii) Third Rock Ventures GP II, L.P. ( **TRV GP II** ), which is the sole general partner of TRV II;
  - (iii) TRV GP II, LLC ( TRV GP II LLC ), which is the sole general partner of TRV GP II;
  - (iv) Third Rock Ventures III, L.P. ( **TRV III** );
  - (v) Third Rock Ventures GP III, L.P. ( **TRV GP III** ), which is the sole general partner of TRV III;
  - (vi) TRV GP III, LLC ( TRV GP III LLC ), which is the sole general partner of TRV GP III;
  - (vii) Mark Levin ( Levin ), a managing member of TRV GP II LLC and TRV GP III LLC;
  - (viii) Kevin P. Starr ( Starr ), a managing member of TRV GP II LLC and TRV GP III LLC; and
  - (ix) Robert I. Tepper ( **Tepper**, and collectively with TRV II, TRV GP II, TRV GP II LLC, TRV III, TRV GP III, TRV GP III LLC, Levin and Starr, the **Reporting Persons** ), a managing member of TRV GP II LLC and TRV GP III LLC.

The address of the principal business office of each of the Reporting Persons is Third Rock Ventures, LLC, 29 Newbury Street, 3rd Floor, Boston, MA 02116.

Each of TRV II, TRV III, TRV GP II and TRV GP III is a Delaware limited partnership. Each of TRV GP II LLC and TRV GP III LLC is a Delaware limited liability company. Levin, Tepper and Starr are United States citizens.

(d) Title of Class of Securities:

Common stock, \$0.001 par value per share, (the **Common Stock**)

(e) CUSIP Number:

37890U108

# Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

15 4.	
(a)	Broker or dealer registered under Section 15 of the Act;
(b)	Bank as defined in Section 3(a)(6) of the Act;
(c)	Insurance company as defined in Section 3(a)(19) of the Act;
(d)	Investment company registered under Section 8 of the Investment Company Act of 1940;
(e)	An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
(f)	An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
(g)	A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
(h)	A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

#### **CUSIP No. 37890U108**

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- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- (j) A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:

#### Item 4. Ownership.

- (a) and (b) Amount beneficially owned:
  - (i) TRV II directly owns 7,475,191 shares of Common Stock (the **Fund II Shares**), which represents approximately 20.0% of the outstanding shares of Common Stock.
  - (ii) TRV GP II is the general partner of TRV II and may be deemed to beneficially own the Fund II Shares.
  - (iii) TRV GP II LLC is the general partner of TRV GP II and may be deemed to beneficially own the Fund II Shares.
  - (iv) TRV III directly owns 1,285,713 shares of Common Stock (the **Fund III Shares**), which represents approximately 3.4% of the outstanding shares of Common Stock.
  - (v) TRV GP III is the general partner of TRV III and may be deemed to beneficially own the Fund III Shares.
  - (vi) TRV GP III LLC is the general partner of TRV GP III and may be deemed to beneficially own the Fund III Shares.
  - (vii) As a managing member of TRV GP II LLC and TRV GP III LLC, Levin may be deemed to beneficially own the Fund II Shares and the Fund III Shares. Additionally, as of December 31, 2016, Levin directly owns 191,502 shares of Common Stock, which represents 0.5% of the outstanding shares of Common Stock. As a result, Levin may be deemed to beneficially own an aggregate of 8,952,406 shares of Common Stock, which represents approximately 24.0% of the outstanding shares of Common Stock.
  - (viii) As a managing member of TRV GP II LLC and TRV GP III LLC, Tepper may be deemed to beneficially own the Fund II Shares and the Fund III Shares. Additionally, as of December 31, 2016, Tepper directly owns 191,501 shares of Common Stock, which represents 0.5% of the outstanding shares of Common Stock. As a result, Levin may be deemed to beneficially own an aggregate of 8,952,405 shares of Common Stock, which represents approximately 24.0% of the outstanding shares of Common Stock.
  - (ix) As a managing member of TRV GP II LLC and TRV GP III LLC, Starr may be deemed to beneficially own the Fund II Shares and the Fund III Shares. Additionally, as of December 31, 2016, Starr directly owns 82,544 shares of Common Stock and options to purchase 15,000 shares of Common Stock exercisable within 60 days of December 31, 2016. As a result, Starr may be deemed to beneficially own an aggregate of 8,858,448 shares of Common Stock, which represents approximately 23.7% of the

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(c) Number of shares as to which such person has:

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	Num	ber of Shares	of Common	Stock
<b>Reporting Person</b>	(i)	(ii)	(iii)	(iv)
TRV II	0	7,475,191	0	7,475,191
TRV GP II	0	7,475,191	0	7,475,191
TRV GP II LLC	0	7,475,191	0	7,475,191
TRV III	0	1,285,713	0	1,285,713
TRV GP III	0	1,285,713	0	1,285,713
TRV GP III LLC	0	1,285,713	0	1,285,713
Levin	191,502	8,760,904	191,502	8,760,904
Starr	97,544	8,760,904	97,544	8,760,904
Tepper	191,501	8,760,904	191,501	8,760,904

(i) Sole power to vote or direct the vote

CUSIP No. 37890U108

- (ii) Shared power to vote or to direct the vote
- (iii) Sole power to dispose or to direct the disposition of
- (iv) Shared power to dispose or to direct the disposition of

The percent of class was calculated based on 37,316,451 shares of common stock issued and outstanding as of November 1, 2016, as disclosed in the Issuer s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 9, 2016.

#### Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

## Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

# Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

#### Item 8. Identification and Classification of Members of the Group.

	Not applicable.
Item 9.	Notice of Dissolution of Group.
	Not applicable.
Item 10.	Certification.
	Not applicable.

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#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2017

#### THIRD ROCK VENTURES II, L.P.

By: THIRD ROCK VENTURES GP II, L.P., General Partner

By: TRV GP II, LLC, General Partner

By: /s/ Kevin Gillis Kevin Gillis

Chief Financial Officer

#### THIRD ROCK VENTURES GP II, L.P.

By: TRV GP II, LLC, General Partner

By: /s/ Kevin Gillis Kevin Gillis

Chief Financial Officer

#### TRV GP II, LLC

By: /s/ Kevin Gillis Kevin Gillis

Chief Financial Officer

#### THIRD ROCK VENTURES III, L.P.

By: THIRD ROCK VENTURES GP III, L.P., General Partner

By: TRV GP III, LLC, General Partner

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By: /s/ Kevin Gillis Kevin Gillis

Chief Financial Officer

CUSIP No. 37890U108

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#### THIRD ROCK VENTURES GP III, L.P.

By: TRV GP III, LLC, General Partner

By: /s/ Kevin Gillis Kevin Gillis Chief Financial Officer

## TRV GP III, LLC

By: /s/ Kevin Gillis Kevin Gillis Chief Financial Officer

#### **MARK LEVIN**

/s/ Kevin Gillis, As attorney-in-fact Mark Levin

#### **KEVIN P. STARR**

/s/ Kevin Gillis, As attorney-in-fact Kevin P. Starr

#### **ROBERT I. TEPPER**

/s/ Kevin Gillis, As attorney-in-fact Robert I. Tepper