

GLYCOMIMETICS INC

Form 4

January 15, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Magnani John L.

(Last) (First) (Middle)

C/O GLYCOMIMETICS, INC., 401
PROFESSIONAL DRIVE, SUITE
250

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol

GLYCOMIMETICS INC [GLYC]

3. Date of Earliest Transaction
(Month/Day/Year)

01/15/2014

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

VP of Research, CSO

GAITHERSBURG, MD 20879

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Common Stock	01/15/2014		C	<div> <div>(A) or (D)</div> <div> <div>Amount</div> <div>9,969 (1)</div> </div> <div>Price</div> <div>90,374</div> </div>	D		
Common Stock				<div> <div>(A) or (D)</div> <div> <div>Amount</div> <div>4,845</div> </div> <div>Price</div> </div>	I		By GlycoTech Corporation (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control**

SEC 1474
(9-02)

number.

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 Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Series A-1 Preferred Stock	(2)	01/15/2014		C	32,918	(2)	(2)	Common Stock	9,969	S

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Magnani John L. C/O GLYCOMIMETICS, INC. 401 PROFESSIONAL DRIVE, SUITE 250 GAITHERSBURG, MD 20879	X		VP of Research, CSO	

Signatures

/s/ Brian F. Leaf,
Attorney-in-fact

01/15/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) This represents shares received upon conversion of shares of Series A-1 convertible preferred stock.

Effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A-1 Preferred
(2) Stock automatically converted into approximately 0.3028 shares of the Issuer's common stock. The Series A-1 Preferred Stock had no expiration date.

(3) These shares are held by GlycoTech Corporation, of which Dr. Magnani is the sole stockholder.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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