SEC Form 4

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).
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54TH FLOOR

NY

(State)

(First)

1. Name and Address of Reporting $\operatorname{Person}^{*}$ OrbiMed Capital GP V LLC

601 LEXINGTON AVENUE

10022

(Zip)

(Middle)

(Street) NEW YORK

(City)

(Last)

54TH FLOOR

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL						
OMB Number:	3235-0287					

Estimated average burden 0.5 hours per response:

Instruc	tion 1(b).		Filed							ies Exch mpany A		ct of 1934 40	ŀ						
1. Name and Address of Reporting Person* <u>ORBIMED ADVISORS LLC</u>				2. Issuer Name and Ticker or Trading Symbol <u>PMV Pharmaceuticals, Inc.</u> [PMVP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
	INGTON		Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/29/2022						Officer (give title Other (specify below) below)									
54TH FL	JOOR			4. If Am	nendrr	nent, I	Date of	Origina	al File	d (Month	/Day/Y	ear)		Individual or	Joint/	Group Fili	ng (Cł	neck Ap	plicable
(Street) NEW YC	ORK N	Y 1	0022										Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(St	ate) (2	Zip)																
		Table	I - Non-Deriva	tive Se	curi	ities	Acqu	ired,	, Dis	posed	of, o	r Bene	fici	ally Own	ed				
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 Acqu Disposed Of (D) (I		Acquire D) (Inst	uired (A) or (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		6. Owner Form: D (D) or Indirect (Instr. 4)		7. Natu Indirec Benefi Owner (Instr. 4	ct ficial rship		
						Code	v	Amo	ount	(A) or (D)) or) Price		Reported Transaction(s) (Instr. 3 and 4)						
Common	Stock		03/29/2022				s		36	5,000	D	\$21.52(1)		109,500		I		See Footnotes ⁽⁴⁾⁽⁷⁾	
Common	Stock		03/30/2022	0/2022 S 75,000		D	\$22.39	(2)	34,50	Ι		See Footnotes ⁽⁴⁾⁽⁷⁾							
Common	Common Stock		03/31/2022				S		34	4,500	D	\$21.17 ⁽³⁾		0		I		See Footnotes ⁽⁴⁾⁽⁷⁾	
Common	ommon Stock													6,475,2	91	I		See Footr	notes ⁽⁵⁾⁽⁷⁾
Common Stock													114,03	9	I		See Footr	notes ⁽⁶⁾⁽⁷⁾	
		Та	ble II - Derivati (e.g., pu												b				
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)		ed Expirati (Month/		e Exercisable and tion Date h/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	deriva Secur Bene Owne Follov Repo	tive O ities Fo icially D d o ving (I) ted action(s)	Form Direct		11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	,	(A)		Date Exercis	sable	Expirati Date	on Ti	Amou or Numb of Share	ber						
		f Reporting Person [*] VISORS LLC	2																
(Last) 601 LEX	INGTON A	(First) AVENUE	(Middle)																

(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] OrbiMed Genesis GP LLC								
(Last) 601 LEXINGTON 54TH FLOOR	(First) AVENUE	(Middle)						
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] ORBIMED CAPITAL LLC								
(Last) 601 LEXINGTON 54TH FLOOR	(First) AVENUE	(Middle)						
(Street) NEW YORK	NY	10022						
(City)	City) (State) (Zip)							

Explanation of Responses:

1. These shares of the Issuer's common stock ("Shares") were sold in a block at a price of \$21.52.

2. These shares of the Issuer's common stock ("Shares") were sold in a block at a price of \$22.39.

3. These shares of the Issuer's common stock ("Shares") were sold in a block at a price of \$21.17.

4. The shares are held of record by OrbiMed Partners Master Fund Limited ("OPM"). OrbiMed Capital LLC ("OrbiMed Capital") is the investment advisor to OPM. OrbiMed Capital exercises voting and investment power through a management committee comprised of the Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by OPM.
5. The shares are held of record by OrbiMed Private Investments V, LP ("OPI V"). OrbiMed Capital GP V LLC ("GP V") is the general partner of OPI V, and OrbiMed Advisors LLC ("OrbiMed Advisors"), a registered investment adviser under the Investment Advisors Act of 1940, as amended, is the managing member of GP V. OrbiMed Advisors exercises this investment and voting power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by OPI V.

6. The shares are held of record by OrbiMed Genesis Master Fund, L.P. ("Genesis Master Fund"). OrbiMed Genesis GP LLC ("Genesis GP") is the general partner of Genesis Master Fund and OrbiMed Advisors is the managing member of Genesis GP. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by Genesis Master Fund.

7. This report on Form 4 is jointly filed by OrbiMed Advisors LLC, GP V, Genesis GP, and OrbiMed Capital. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1943, as amended (the "Exchange Act"), except to the extent of its pecuniary interest therein, if any. This report shall not be deemed an admission that any such entity is a beneficial owner of such securities for purpose of Section 16 of the Exchange Act, or for any other purpose.

/s/ Carl Gordon Member of OrbiMed Advisors LLC	03/31/2022
/s/ Carl Gordon Member of OrbiMed Capital GP V LLC	<u>03/31/2022</u>
/s/ Carl Gordon Member of OrbiMed Genesis GP LLC	<u>03/31/2022</u>
/s/ Carl Gordon Member of OrbiMed Capital LLC	03/31/2022
** 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.