(City)

(Street)

(City)

LOS ANGELES

(State)

(First)

(State)

Pivotal bioVenture Partners Fund I U.G.P., Ltd

1. Name and Address of Reporting Person*

501 SECOND STREET, SUITE 200

(Zip)

(Middle)

94107

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL											
	OMB Number:	3235-0287										
	Estimated average burden											
ш		0.5										

Section	16. Form 4 or I ons may continu on 1(b).	Form 5	JIA	·Liv	Filed			Section 16(a) 30(h) of the I					1934	_1\\0111		III.	ated ave per resp	rage burde oonse:	n 0.5
						Issuer Name and Ticker or Trading Symbol tozyme Pharma, Inc. [INZY]								k all applicable Director	X		10% O	wner	
						3. Date of Earliest Transaction (Month/Day/Year) 07/28/2020								Officer (give title Other (specify below)					
(Street) SAN FRANCISCO CA 94107					4. If Amendment, Date of Original Filed (Month/Day/Year)						/Year)		6. Individual or Joint/Group Filing (Check Applicable Li Form filed by One Reporting Person X Form filed by More than One Reporting Pers						
(City)	(S	itate)	(Zip)																
			Table I - No				_		_	, Dis	_								
1. Title of Security (Instr. 3) 2. Transa Date (Month/D						2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)						and 5) Securities Beneficially Following Reported		Owned Form: (D) or (I) (Ins		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	V	Amount	(A) (D)	or	Price	Transaction((Instr. 3 and				
Common Stock 07/28/					/28/2	3/2020		С		1,403,6	654 A		(1)	1,403,654		I		See footnote ⁽²	
Common Stock 07/28/2020						020		P		187,500 A		\$16	1,591,154		I		See footnote ⁽²		
			Table II -					ties Acqu warrants,							vned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Yo	te,	4. Transa Code (8)		Derivative		6. Date Exerci Expiration Dat (Month/Day/Ye		te	7. Title and Amo Securities Unde Derivative Secu (Instr. 3 and 4)		lerlying curity	Derivative Security (Instr. 5)	9. Numb derivati Securiti Benefic Owned Followin Reporte	ve es ially ng d	Ownersh Form: Direct (D or Indirect (I) (Instr.	Benefic Owners ct (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date			nount or mber of ares		Transaction(s) (Instr. 4)			
Series A-2 Convertible Preferred Stock	(1)	07/28/2020			С			10,489,510	(1)		(1)	Commo Stock	1,4	403,654	\$0	0		I	See footnote
		Reporting Person [*] re Partners Fu	and I, L.P.																
(Last) 501 SEC	OND STRE	(First) ET, SUITE 200	(Middle	∌)															
(Street) SAN FRANCISCO CA 94107																			
(City)		(State)	(Zip)																
		Reporting Person* re Partners Fu	and I G.P.,	L.P.	<u>.</u>														
(Last) 501 SEC	OND STRE	(First) EET, SUITE 200	(Middle	e)															
(Street) SAN FRA	ANCISCO	CA	94107	7															

Explanation of Responses:

1. On July 28, 2020, the Series A-2 Convertible Preferred Stock automatically converted into Common Stock on a 7.4730-for-1 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series A-2 Convertible Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.

2. The reportable securities are owned directly by Pivotal bioVenture Partners Fund I, L.P. ("Pivotal"). The general partner of Pivotal is Pivotal bioVenture Partners Fund I G.P., L.P. ("Pivotal GP"). The general partner of Pivotal bioVenture Partners Fund I U.G.P., Ltd (the "Ultimate General Partner"). Robert Hopfner, Vincent Cheung, Peter Bisgaard, and Heather Preston are the managing partners of Pivotal's investment advisor and may be deemed to have shared voting and dispositive power over the securities owned by Pivotal. Such person's disclaim beneficial ownership over such securities except to the extent of any pecuniary interest therein.

Remarks:

/s/ Robert Hopfner - for Pivotal bioVenture Partners Fund I, L.P., 07/28/2020 as Managing Partner

/s/ Robert Hopfner - for Pivotal

bioVenture Partners Fund I G.P., 07/28/2020

L.P., as Managing Partner

/s/ Robert Hopfner - for Pivotal

bioVenture Partners Fund I

07/28/2020

U.G.P., Ltd, as Managing Partner

** 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.