

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

OMB APPROVAL	
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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>Jovan-Embiricos Morana</u>  (Last) (First) (Middle) C/O CULLINAN MANAGEMENT, INC. ONE MAIN STREET, SUITE 520  (Street) CAMBRIDGE MA 02142  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/07/2021	3. Issuer Name and Ticker or Trading Symbol <u>Cullinan Management, Inc.</u> [ CGEM ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	112,507	D	

**Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	(1)	10/28/2030	Common Stock	35,529 <sup>(3)</sup>	4.3	D	
Stock Option (Right to Buy)	(1)	10/28/2030	Common Stock	104,845 <sup>(3)</sup>	4.3	D	
Series Seed Convertible Preferred Stock	(2)	(2)	Common Stock	1,136,525	(2)	I	See footnote <sup>(3)</sup>
Series A Convertible Preferred Stock	(2)	(2)	Common Stock	2,912,345	(2)	I	See footnote <sup>(4)</sup>
Series A Convertible Preferred Stock	(2)	(2)	Common Stock	639,295	(2)	I	See footnote <sup>(5)</sup>
Series B Convertible Preferred Stock	(2)	(2)	Common Stock	455,338	(2)	I	See footnote <sup>(6)</sup>
Series B Convertible Preferred Stock	(2)	(2)	Common Stock	182,135	(2)	I	See footnote <sup>(7)</sup>
Series C Convertible Preferred Stock	(2)	(2)	Common Stock	71,599	(2)	I	See footnote <sup>(6)</sup>
Series C Convertible Preferred Stock	(2)	(2)	Common Stock	143,198	(2)	I	See footnote <sup>(7)</sup>
Series C Convertible Preferred Stock	(2)	(2)	Common Stock	71,599	(2)	I	See footnote <sup>(8)</sup>
Series C Convertible Preferred Stock	(2)	(2)	Common Stock	214,798	(2)	I	See footnote <sup>(9)</sup>

1. Name and Address of Reporting Person\*

Jovan-Embiricos Morana

(Last) (First) (Middle)

C/O CULLINAN MANAGEMENT, INC.  
ONE MAIN STREET, SUITE 520

(Street)

CAMBRIDGE MA 02142

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

Globeways Holdings Ltd

(Last) (First) (Middle)

C/O LJ PARTNERSHIP, 8, RUE SAINT-LEGER

(Street)

GENEVA V8 CH-1205

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

F2 Vision SCS

(Last) (First) (Middle)

C/O ATALUX  
74 GRAND-RUE

(Street)

LUXEMBOURG V8 L-1660

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

F2 Bioscience I 2017 Ltd

(Last) (First) (Middle)

C/O LJ PARTNERSHIP, 8, RUE SAINT-LEGER

(Street)

GENEVA V8 CH-1205

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

F2 MG Ltd

(Last) (First) (Middle)

C/O LJ PARTNERSHIP, 8, RUE SAINT-LEGER

(Street)

GENEVA V8 CH-1205

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

F2 - TPO Investments LLC

(Last) (First) (Middle)

C/O SINGER, MCKEON INC.  
8 WEST 38TH STREET, SUITE 1001

(Street)  
NEW YORK NY 10018

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[F2 Bio TD, LLC](#)

(Last) (First) (Middle)

C/O SINGER, MCKEON INC.  
8 WEST 38TH STREET, SUITE 1001

(Street)  
NEW YORK NY 10018

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[F2 MC, LLC](#)

(Last) (First) (Middle)

C/O SINGER, MCKEON INC.  
8 WEST 38TH STREET, SUITE 1001

(Street)  
NEW YORK NY 10018

(City) (State) (Zip)

**Explanation of Responses:**

- 25% of the shares vested on March 8, 2018, and the remaining shares shall vest in 36 equal monthly installments thereafter, subject to the Reporting Person's continuous service to the Issuer on each such date.
- Each share of Series Seed Preferred Stock, Series A Preferred Stock, Series B Preferred Stock, and Series C Preferred Stock (the "Preferred Stock") is convertible into shares of the Issuer's Common Stock on a 1-for-7.0390 basis into the number of common stock shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The Preferred Stock has no expiration date.
- These securities are owned directly by Globeways Holdings Limited ("Globeways"). The Reporting Person is the founding director of Globeways and has the sole power to vote upon the acquisition, holding and disposal of all shares held by Globeways. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2 Vision SCS ("F2 Vision"). F2 Vision Management Sarl ("F2 Vision Management") is the appointed manager of F2 Vision. The Reporting Person is the founding director of F2 Vision Management and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2 Vision. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2 Bioscience I 2017 Limited ("F2 Bioscience 2017"). Globeways is the appointed manager of F2 Bioscience 2017. The Reporting Person is the founding director of Globeways and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2 Bioscience 2017. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2-TPO Investments, LLC ("F2-TPO"). Globeways Holdings II Limited ("Globeways II") is the appointed manager of F2-TPO. The Reporting Person is the founding director of Globeways II and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2-TPO. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2 MG Limited ("F2 MG"). Globeways is the appointed manager of F2 MG. The Reporting Person is the founding director of Globeways and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2 MG. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2 Bio TD, LLC ("F2 Bio"). Globeways II is the appointed manager of F2 Bio. The Reporting Person is the founding director of Globeways II and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2 Bio. . The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- These securities are owned directly by F2 MC, LLC ("F2 MC"). Globeways II is the appointed manager of F2 MC. The Reporting Person is the founding director of Globeways II and has the sole power to vote upon the acquisition, holding and disposal of all shares held by F2 MC. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

**Remarks:**

Exhibit 24 - Power of Attorney

[/s/ Morana Jovan-Embircos](#) [01/07/2021](#)

[/s/ Morana Jovan-Embircos for Globeways Holdings Limited](#) [01/07/2021](#)

[/s/ Alain Renard and Christian Francois for F2 Vision SCS](#) [01/07/2021](#)

/s/ Rachel Higham and  
Ivan Bedford for F2  
Bioscience I 2017 Limited 01/07/2021

/s/ Morana Jovan-  
Embiricos for F2-TPO  
Investments, LLC 01/07/2021

/s/ Rachel Higham and  
Ivan Bedford for F2 MG  
Limited 01/07/2021

/s/ Morana Jovan-  
Embiricos for F2 Bio TD,  
LLC 01/07/2021

/s/ Morana Jovan-  
Embiricos for F2 MC,  
LLC 01/07/2021

\*\* 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.**

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Owen Hughes, Jeffrey Trigilio, Raymond Keane, Danielle M. Lauzon and Gabriela Morales-Rivera, signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as officer and/or director of Cullinan Management, Inc., a Delaware corporation (the "Company"), from time to time the following U.S. Securities and Exchange Commission (the "SEC") forms: (i) Form ID, including any attached documents (such as Update Passphrase Authentication), to effect the assignment of codes to the undersigned to be used in the transmission of information to the SEC using the EDGAR System; (ii) Form 3, Initial Statement of Beneficial Ownership of Securities, including any attached documents; (iii) Form 4, Statement of Changes in Beneficial Ownership of Securities, including any attached documents; (iv) Form 5, Annual Statement of Beneficial Ownership of Securities in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder, including any attached documents; and (v) amendments of each thereof, in accordance with the Exchange Act, and the rules thereunder, including any attached documents;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or any amendment(s) thereto and timely file such form(s) with the SEC and any securities exchange, national association or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact, acting singly, full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. The undersigned hereby agrees to indemnify the attorneys-in-fact and the Company from and against any demand, damage, loss, cost or expense arising from any false or misleading information provided by the undersigned to the attorneys-in-fact.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file such forms with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney supersedes any prior power of attorney in connection with the undersigned's capacity as an officer and/or director of the Company. This Power of Attorney shall expire as to any individual attorney-in-fact if such attorney-in-fact ceases to be an employee of the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of January 6, 2021.

/s/ Morana Jovan-Embiricos  
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Signature  
  
MORANA JOVAN-EMBRICOS  
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