# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 3)\*

# DECIPHERA PHARMACEUTICALS, INC.

(Name of Issuer)

Common Stock, \$0.01 par value (Title of Class of Securities)

24344T101 (CUSIP Number)

New Leaf Ventures 420 Lexington Avenue, Suite 408 New York, NY 10170 Attn: Craig Slutzkin (646) 871-6400

whom copies are to be sent.

Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP
One Marina Park Drive, Suite 900
Boston, MA 02210
Attn: Jay K. Hachigian, Esq.
(617) 648-9100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 23, 2019 (Date of Event which Requires Filing of this Statement)

I the filling person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filling this
schedule because of $\S\S240.13d-1(e)$ , $240.13d-1(f)$ or $240.13d-1(g)$ , check the following box: $\square$
Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to

\* 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 disclosures provided in a prior cover page.

The information required on 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).

1	1 Names of Departing Departs					
1.	Names of Reporting Persons.					
	New Leaf Ventures III, L.P. ("NLV III")					
2.						
	(a) □	(l	o) 🗵			
2	CEC I	[ O-	1			
3.	SEC U	ise On	ıy			
4.	Source	of Fu	nds (See Instructions)			
	WC					
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizei	ıship o	or Place of Organization			
	ъ.					
	Delaw	are 7.	Sole Voting Power			
		/.	Sole volling Power			
			1,155,254 shares, except that (a) New Leaf Venture Associates III, L.P. ("NLV Associates III"), the sole general partner of NLV III,			
			may be deemed to have sole power to vote such shares, (b) New Leaf Venture Management III, L.L.C. ("NLV Management III"), the			
			sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to vote such shares, and (c) Ronald M. Hunt ("Hunt") and Vijay K. Lathi ("Lathi"), the sole managers of NLV Management III, may be deemed to			
	nber of hares		have shared power to vote such shares.			
_	eficially	8.	Shared Voting Power			
	ned by					
	Each porting	9.	See response to row 7.  Sole Dispositive Power			
	erson	9.	Sole Dispositive Power			
	With		1,155,254 shares, except that (a) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to			
			dispose of such shares, (b) NLV Management III, the sole general partner of NLV Associates III and ultimate general partner of NLV			
			III, may be deemed to have sole power to dispose of such shares, and (c) Hunt and Lathi, the sole managers of NLV Management III,			
		10.	may be deemed to have shared power to dispose of such shares.  Shared Dispositive Power			
		10.	Silaled Dispositive Power			
			See response to row 9.			
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person			
	1,155,	254				
12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
	Sheer it the 11 <sub>00</sub> -e <sub>0</sub> the random in Now (11) Excludes sections shares (see instructions)					
13.	Percen	t of C	lass Represented by Amount in Row (11)			
	2.3%1					
14.						
	D1.					
	PN					

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

1.	Names of Reporting Persons.					
	New Leaf Biopharma Opportunities I, L.P. ("Biopharma I")					
2.						
	(a) □ (b) ⊠					
3.	SEC Use Only					
5.	JLC C	oc On				
4.	Source	of Fu	nds (See Instructions)			
	T.I.C					
5.	Check	if Die	closure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)			
5.	Circen	11 D13	crosure of Legar Proceedings is required ransaum to memo 2(a) of 2(c)			
6.	Citizer	ship o	or Place of Organization			
	Delaw	aro				
	Delaw	7.	Sole Voting Power			
			1,266,401 shares, except that (a) New Leaf BPO Associates I, L.P. ("NLBA I"), the sole general partner of Biopharma I, may be			
			deemed to have sole power to vote such shares, (b) NLV Management III, the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to vote such shares, and (c) Hunt and Lathi, the sole managers of NLV			
	nber of		Management III, may be deemed to have shared power to vote such shares.			
	hares	8.	Shared Voting Power			
Beneficially Owned by						
I	Each	9.	See response to row 7. Sole Dispositive Power			
_	porting erson	۶.	Sole Dispositive I ower			
	With		1,266,401 shares, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to dispose of			
			such shares, (b) NLV Management III, the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be			
			deemed to have sole power to dispose of such shares, and (c) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to dispose of such shares.			
		10.	Shared Dispositive Power			
1			See response to row 9.			
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person			
	1,266,4	401				
12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	3. Percent of Class Represented by Amount in Row (11)					
13.	I GICGII	. OI C.	ass represented by annount in row (11)			
	2.5%1					
14.	Type o	f Repo	orting Person (See Instructions)			
	PN					

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

1.	Names of Reporting Persons.					
	New Leaf Venture Associates III, L.P.					
2.						
	(a) □ (b) ⊠					
3.	SEC U	sa On	v			
٥.	JEC C	se On				
4.	Source	of Fu	nds (See Instructions)			
Е	Charle	if Die	closure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)			
5.	CHeck	II DIS	closure of Legal Proceedings is Required Pursualit to Items 2(a) of 2(e)			
6.	Citizer	iship c	or Place of Organization			
	Delaw	aro				
	Delaw	7.	Sole Voting Power			
			1,155,254 shares, all of which are owned by NLV III, except that (a) NLV Associates III, the sole general partner of NLV III, may be			
			deemed to have sole power to vote such shares, (b) NLV Management III, the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to vote such shares, and (c) Hunt and Lathi, the sole managers of			
	nber of		NLV Management III, may be deemed to have shared power to vote such shares.			
	hares	8.	Shared Voting Power			
	eficially ned by					
I	Each	9.	See response to row 7. Sole Dispositive Power			
	porting erson	Э.	Sole Dispositive Fower			
	erson With		1,155,254 shares, all of which are owned by NLV III, except that (a) NLV Associates III, the sole general partner of NLV III, may be			
	, , 1011		deemed to have sole power to dispose of such shares, (b) NLV Management III, the sole general partner of NLV Associates III and			
			ultimate general partner of NLV III, may be deemed to have sole power to dispose of such shares, and (c) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to dispose of such shares.			
		10.	Shared Dispositive Power			
			·			
44 1			See response to row 9.			
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person			
	1,155,2	254				
12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	□ 3. Percent of Class Represented by Amount in Row (11)					
10.	1 CICCII	. 01 0	and represented by random in now (11)			
	2.3%1					
14.	Type o	f Repo	orting Person (See Instructions)			
	PN					

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

1.	Names of Reporting Persons.						
	New Leaf BPO Associates I, L.P.						
2.	. Check the Appropriate Box if a Member of a Group (See Instructions)						
	(a) □ (b) ⊠						
2	CEC I	O-	1				
3.	SEC U	se On	ly .				
4.	Source	of Fu	nds (See Instructions)				
	AF						
5.	Check	if Dis	closure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)				
6.		iship c	or Place of Organization				
		•					
	Delaw						
		7.	Sole Voting Power				
			1,266,401 shares, all of which are owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be				
			deemed to have sole power to vote such shares, (b) NLV Management III, the sole general partner of NLBA I and ultimate general				
			partner of Biopharma I, may be deemed to have sole power to vote such shares, and (c) Hunt and Lathi, the sole managers of NLV				
	nber of hares		Management III, may be deemed to have shared power to vote such shares.				
	eficially	8.	Shared Voting Power				
	ned by		See response to row 7.				
	Each	9.	Sole Dispositive Power				
_	porting erson						
	With		1,266,401 shares, all of which are owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be				
	.,		deemed to have sole power to dispose of such shares, (b) NLV Management III, the sole general partner of NLBA I and ultimate				
			general partner of Biopharma I, may be deemed to have sole power to dispose of such shares, and (c) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to dispose of such shares.				
		10.	Shared Dispositive Power				
		10.	Sharea Dispositive Fower				
			See response to row 9.				
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person				
	1.000	101					
12.	1,266,4		Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
14.	.   Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)						
13.	Percen	t of C	lass Represented by Amount in Row (11)				
	0.50/1						
1.4	2.5%1	f Don	orting Person (See Instructions)				
14.	Type 0	т керс	ording Person (See Instructions)				
	PN						

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

1.								
	New Leaf Venture Management III, L.L.C.							
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) □ (b) ⊠							
3.	SEC U	se On	ly					
4.	Source	of Fu	ands (See Instructions)					
	AF							
5.	Check	if Dis	closure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)					
6.	Citizer	iship c	or Place of Organization					
	Delaw	are						
		7.	Sole Voting Power					
Number of			2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to vote such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to vote of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to vote all of the shares directly owned by Biopharma I, and as the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to vote all of the shares directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to vote all of such shares.					
	hares eficially	8.	Shared Voting Power					
Ow	ned by		See response to row 7.					
	Each porting	9.	Sole Dispositive Power					
Person With			2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to dispose of such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to dispose of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to dispose of all of the shares directly owned by Biopharma I, and as the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to dispose of all of the shares directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to dispose of all of such shares.					
		10.	Shared Dispositive Power					
			See response to row 9.					
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person					
	2,421,0	555						
12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percen	t of C	lass Represented by Amount in Row (11)					
	4.7%1							
14.	Type o	f Repo	orting Person (See Instructions)					
	00							

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019, as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

1.							
	Ronald M. Hunt						
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) □ (b) ⊠						
3.	SEC U	se On	ly				
4.		of Fu	inds (See Instructions)				
_	AF	·( D:					
5.	Спеск	II DIS	closure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizer	ship o	or Place of Organization				
	USA						
		7.	Sole Voting Power				
		0	See response to row 8.				
		8.	Shared Voting Power				
Number of Shares Beneficially Owned by			2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to vote such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to vote of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to vote all of the shares directly owned by Biopharma I, and as the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to vote all of the shares directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to vote all of such shares.				
Rej	Each porting erson	9.	Sole Dispositive Power				
	With		See response to row 10.				
		10.	Shared Dispositive Power				
			2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to dispose of such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to dispose of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to dispose of all of the shares directly owned by Biopharma I, and as the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to dispose of all of the shares directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared power to dispose of all of such shares.				
11.	. Aggregate Amount Beneficially Owned by Each Reporting Person						
	2,421,6	655					
12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percen	t of C	lass Represented by Amount in Row (11)				
	4.7%1						
14.	4. Type of Reporting Person (See Instructions)						
	IN						

Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

# CUSIP No. 24344T101 1. Names of Reporting Persons. Vijay K. Lathi 2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) ⊠ 3. SEC Use Only 4. Source of Funds (See Instructions)

Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

5.

6.

**USA** 

Number of

Shares

Beneficially

Owned by

Each

Reporting Person

With

7.

8.

9.

10.

Citizenship or Place of Organization

Sole Voting Power

See response to row 8.

power to vote all of such shares.

have shared power to dispose of all of such shares.

Aggregate Amount Beneficially Owned by Each Reporting Person

Sole Dispositive Power

See response to row 10.

Shared Dispositive Power

Shared Voting Power

	2,421,655
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13.	Percent of Class Represented by Amount in Row (11)
	4.7%1
14.	Type of Reporting Person (See Instructions)
	IN
	Based on 51,043,912 shares of Common Stock outstanding as of September 30, 2019 as reported on the Issuer's Quarterly Report on Form 10-Q for the
(	quarter ended September 30, 2019, filed with the Securities and Exchange Commission on November 4, 2019.

2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to vote such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to vote of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of

Biopharma I, may be deemed to have sole power to vote all of the shares directly owned by Biopharma I, and as the sole general

directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to have shared

2,421,655 shares, of which (i) 1,155,254 shares are directly owned by NLV III, and (ii) 1,266,401 shares are directly owned by Biopharma I, except that (a) NLBA I, the sole general partner of Biopharma I, may be deemed to have sole power to dispose of such shares owned by Biopharma I, (b) NLV Associates III, the sole general partner of NLV III, may be deemed to have sole power to dispose of such shares owned by NLV III, (c) NLV Management III, as the sole general partner of NLBA I and ultimate general partner of Biopharma I, may be deemed to have sole power to dispose of all of the shares directly owned by Biopharma I, and as the sole general partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to dispose of all of the shares directly owned by NLV III, and (d) Hunt and Lathi, the sole managers of NLV Management III, may be deemed to

partner of NLV Associates III and ultimate general partner of NLV III, may be deemed to have sole power to vote all of the shares

#### **SCHEDULE 13D**

This Amendment No. 3 ("Amendment No. 3") amends and supplements the Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on October 11, 2017 (the "Original Schedule 13D"), as amended by Amendment No. 1 on June 21, 2018 ("Amendment No. 1") and Amendment No. 2 on August 26, 2019 ("Amendment No. 2" and collectively with the Original Schedule 13D, and Amendment No. 1 the "Prior Schedule 13D"), by the Reporting Persons. The "Reporting Persons" are, collectively, New Leaf Ventures III, L.P. ("NLV III"), New Leaf Venture Associates III, L.P. ("NLV Associates III"), New Leaf Biopharma Opportunities I, L.P. ("Biopharma I"), New Leaf BPO Associates I, L.P. ("NLBA I"), New Leaf Venture Management III, L.L.C. ("NLV Management III"), Ronald M. Hunt ("Hunt") and Vijay K. Lathi ("Lathi"). Only those items that are hereby reported are amended; all other items reported in the Prior Schedule 13D remain unchanged. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Capitalized terms not defined in this Amendment No. 3 have the meanings ascribed to them in the Prior Schedule 13D.

#### Item 2. Identity and Background.

Item 2 of the Prior Schedule 13D is hereby amended and restated in its entirety as follows:

- (a) This Schedule 13D is being filed on behalf of each of the following persons pursuant to Rule 13d-1(k) of Regulation D-G under the Securities Exchange Act of 1934, as amended (the "Exchange Act"): New Leaf Ventures III, L.P. ("NLV III"), New Leaf Venture Associates III, L.P. ("NLV Associates III"), New Leaf Biopharma Opportunities I, L.P. ("Biopharma I"), New Leaf BPO Associates I, L.P. ("NLBA I"), New Leaf Venture Management III, L.L.C. ("NLV Management III"), Ronald M. Hunt ("Hunt") and Vijay K. Lathi ("Lathi") are the sole members of NLV Management III, (the foregoing entities and individuals are collectively referred to as the "Reporting Persons").
- (b) The principal business address of each NLV III, NLV Associates III, Biopharma I, NLBA I, NLV Management III, and Hunt is c/o New Leaf Ventures, 420 Lexington Avenue, Suite 408, New York, NY 10170. The address of the principal business office of Lathi is New Leaf Venture Partners, 2730 Sand Hill Road. Suite 110. Menlo Park, CA 94025.
- (c) The principal business of each of NLV III and Biopharma I is that of a private investment partnership and to make, hold and dispose of equity and equity-related investments, principally in healthcare, medical device and life sciences companies. The sole general partner of NLV III is NLV Associates III and the sole general partner of Biopharma I is NLBA I. The sole general partner of each of NLV Associates III and NLBA I is NLV Management III. The ultimate general partner of each of NLV III and Biopharma I is NLV Management III. The principal business of NLV Associates III is that of a limited partnership acting as the general partner of Biopharma I, and the principal business of NLV Management III is that of a limited liability company acting as the general partner of each of NLV Associates III and NLBA I and the ultimate general partner of each of NLV III and Biopharma I. Hunt and Lathi, are the sole managers of NLV Management III. Each of NLV III, Biopharma I, NLV Associates III and NLBA I is organized as a Delaware limited partnership. NLV Management III is organized as a Delaware limited liability company.
- (d) None of the Reporting Persons, individually or collectively, has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) None of the Reporting Persons has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Each of the individuals named in this Item 2 is a citizen of the United States.

#### Item 4. Purpose of Transaction.

Item 4 of the Prior Schedule 13D is hereby amended to add the following new paragraph:

This Amendment No. 3 is being filed to update the aggregate percentage of Common Stock of the Issuer owned by the Reporting Persons due to sales of the Issuer's Common Stock by the Reporting Persons in multiple transactions from August 26, 2019 through November 4, 2019 as well as dilutive events caused by the Issuer's sales of additional shares of its Common Stock from time to time since the filing of Amendment No. 2. Such transactions resulted in a decrease of over one percent (1%) in the aggregate percentage ownership reported by the Reporting Persons in the Prior Schedule 13D and an aggregate percentage ownership of less than five percent (5%).

#### Item 5. Interest in Securities of the Issuer.

Item 5 of the Prior Schedule 13D is hereby amended and restated in its entirety as follows:

The information reported below is based on a total of 51,043,912 shares of Common Stock outstanding as of September 30, 2019, as reported on the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, filed with the SEC on November 4, 2019. This Amendment No. 3 is being filed to update the aggregate percentage of Common Stock of the Issuer owned by the Reporting Persons due to sales of the Issuer's Common Stock by the Reporting Persons in multiple transactions between August 26, 2019 and November 4, 2019, as well as dilution caused by the Issuer's sales of additional shares of its Common Shares from time to time since the date of the filing of the Prior Schedule 13D. Such transactions resulted in a decrease of over one percent (1%) in the aggregate percentage ownership reported by the Reporting Persons in the Prior Schedule 13D and an aggregate percentage ownership of less than five percent (5%).

(a,b) Regarding aggregate beneficial ownership, see Row 9 of the cover page of each Reporting Person. Regarding percentage beneficial ownership, see Row 11 of the cover page of each Reporting Person. Regarding sole power to vote shares, see Row 5 of the cover page of each Reporting Person. Regarding shared power to vote shares, see Row 6 of the cover page of each Reporting Person. Regarding sole power to dispose of shares, see Row 7 of the cover page of each Reporting Person. Regarding shared power to dispose of shares, see Row 8 of the cover page of each Reporting Person.

Each of the Reporting Persons, except for NLV III with respect to the shares directly owned by it and Biopharma I with respect to the shares directly owned by it, disclaim beneficial ownership of the securities, except to the extent of their respective pecuniary interests therein, if any.

- (c) All transactions in the Shares effected during the past 60 days are set forth in Exhibit F attached hereto and incorporated herein by reference.
- (d) Under certain circumstances set forth in the limited partnership agreement of each of NLV III, Biopharma I, NLV Associates III, NLBA I and the limited liability company agreement of NLV Management III, the partners and the members of each of such entities, as applicable, may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member.
- (e) The Reporting Persons have ceased to be the beneficial owner of more than five percent (5%) of the class of securities due to sales of the Issuer's Common Stock by the Reporting Persons in multiple transactions from August 26, 2019 through November 4, 2019 as well as dilutive events caused by the Issuer's sales of additional shares of its Common Stock from time to time since the filing of Amendment No. 2.

Item 7. Material to be Filed as Exhibits.

Exhibit F – Schedule of Transactions Effected During the Last 60 Days.

# **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: November 15, 2019

#### NEW LEAF VENTURES III, L.P.

By: New Leaf Venture Associates III, L.P. By: New Leaf Venture Management III, L.L.C.

By: /s/ Craig Slutzkin
Chief Financial Officer

# NEW LEAF BIOPHARMA OPPORTUNITIES I, L.P.

By: New Leaf BPO Associates I, L.P. By: New Leaf Venture Management III, L.L.C.

By: /s/ Craig Slutzkin
Chief Financial Officer

#### NEW LEAF VENTURE ASSOCIATES III, L.P.

By: New Leaf Venture Management III, L.L.C.

By: /s/ Craig Slutzkin
Chief Financial Officer

# NEW LEAF BPO ASSOCIATES I, L.P.

By: New Leaf Venture Management III, L.L.C.

By: /s/ Craig Slutzkin
Chief Financial Officer

#### NEW LEAF VENTURE MANAGEMENT III, L.L.C.

By: /s/ Craig Slutzkin
Chief Financial Officer

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RONALD M. HUNT

By: \*

Ronald M. Hunt

VIJAY K. LATHI

By: \*

Vijay K. Lathi

\*By: /s/ Craig Slutzkin

Name: Craig Slutzkin

Attorney-in-Fact

[This Schedule 13D was executed pursuant to a Power of Attorney. Note that copies of the applicable Powers of Attorney are already on file with the appropriate agencies.]

# **EXHIBIT F**

# SCHEDULE OF TRANSACTIONS EFFECTED DURING THE LAST 60 DAYS

The following table sets forth all transactions with respect to Shares effected in the last sixty (60) days by the Reporting Persons or on behalf of the Reporting Persons in respect of the Shares. The table below includes all transactions through November 8 2019. All such transactions were sales effected in the open market.

Transacting Entity	Trade Date	Buy/Sell	No. of Shares	Price per Share	Security
New Leaf Ventures III, L.P.					Common
New Leaf Biopharma Opportunities I, L.P.	9/16/2019	Sell	3,943	\$ 37.2161 (1)	Stock Common
	9/16/2019	Sell	4,322	\$ 37.2161 (1)	Stock
New Leaf Ventures III, L.P.	9/17/2019	Sell	14,502	\$ 36.8415 (2)	Common Stock
New Leaf Biopharma Opportunities I, L.P.	9/17/2019	Call	15 000	¢ 26 041F (2)	Common Stock
New Leaf Ventures III, L.P.	9/17/2019	Sell	15,898	\$ 36.8415 (2)	Common
New Leaf Biopharma Opportunities I, L.P.	9/20/2019	Sell	23,852	\$ 36.5300	Stock Common
	9/20/2019	Sell	26,148	\$ 36.5300	Stock
New Leaf Ventures III, L.P.	9/23/2019	Sell	21.056	\$ 37.1149 (3)	Common Stock
New Leaf Biopharma Opportunities I, L.P.			,		Common
New Leaf Ventures III, L.P.	9/23/2019	Sell	23,083	\$ 37.1149 (3)	Stock Common
	10/28/2019	Sell	96,324	\$ 40.0009 (4)	Stock
New Leaf Biopharma Opportunities I, L.P.	10/28/2019	Sell	105,596	\$ 40.0009 (4)	Common Stock
New Leaf Ventures III, L.P.	10/29/2019	Call			Common
New Leaf Biopharma Opportunities I, L.P.	10/29/2019	Sell	/1,550	\$ 39.8821 (5)	Stock Common
New Leaf Ventures III, L.P.	10/29/2019	Sell	78,444	\$ 39.8821 (5)	Stock Common
	10/30/2019	Sell	95,408	\$ 42.1196 (6)	Stock
New Leaf Biopharma Opportunities I, L.P.	10/30/2019	Sell	104,592	\$ 42.1196 (6)	Common Stock
New Leaf Ventures III, L.P.					Common
New Leaf Biopharma Opportunities I, L.P.	10/31/2019	Sell	23,852	\$ 44.0000	Stock Common
	10/31/2019	Sell	26,148	\$ 44.0000	Stock
New Leaf Ventures III, L.P.	11/01/2019	Sell	23,852	\$ 45.0025 (7)	Common Stock
New Leaf Biopharma Opportunities I, L.P.	11/01/2010	C . 11	26.140	ф 45 0005 (7)	Common
New Leaf Ventures III, L.P.	11/01/2019	Sell	26,148	\$ 45.0025 (7)	Stock Common
New Leaf Biopharma Opportunities I, L.P.	11/04/2019	Sell	596	\$ 46.9202 (8)	Stock Common
	11/04/2019	Sell	654	\$ 46.9202 (8)	Stock
New Leaf Ventures III, L.P.	11/05/2019	Sell	1,250	\$ 46.9031 (9)	Common Stock
New Leaf Biopharma Opportunities I, L.P.					Common
New Leaf Ventures III, L.P.	11/05/2019	Sell	1,333	\$ 46.9031 (9)	Stock Common
	11/06/2019	Sell	24,087	\$ 46.5047 (10)	Stock
New Leaf Biopharma Opportunities I, L.P.	11/06/2019	Sell	26,405	\$ 46.5047 (10)	Common Stock
New Leaf Ventures III, L.P.					Common
New Leaf Biopharma Opportunities I, L.P.	11/07/2019	Sell	55,/55	\$ 47.0968 (11)	Stock Common
New Leaf Ventures III, L.P.	11/07/2019	Sell	61,123	\$ 47.0968 (11)	Stock Common
	11/08/2019	Sell	78,718	\$ 37.2161 (12)	Stock
New Leaf Biopharma Opportunities I, L.P.	11/08/2019	Sell	86 296	\$ 37.2161 (12)	Common Stock
	11,00,2013	JCII	00,230	Ψ 57.2101 (-2)	Otock

- (1) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$37,00 to \$37.44, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 1.
- (2) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$36.75 to \$37.30, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 2.
- (3) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$36.75 to \$37.135, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 3.
- (4) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$39.94 to \$40.0675, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 4.
- (5) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$39.50 to \$40.25, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 5.
- (6) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$41.16 to \$43.00, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 6.
- (7) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$45.00 to \$45.105, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 7.
- (8) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$46.90 to \$46.98, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 8
- (9) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$46.90 to \$46.98, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 9.
- (10) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$46.50 to \$46.79, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 10.
- (11) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$47.00 to \$47.905, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 11.
- (12) The price reported in the Price per Share column is a weighted average price. These Shares were sold in multiple transactions at prices ranging from \$47.77 to \$47.9175, inclusive. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in this footnote 12.