SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# 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*       2. Date of Event Requiring Statem (Month/Day/Year)		Statement //Year)	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Revolution Medicines, Inc.</u> [ RVMD ]					
(Last)(First)(Middle)1700 OWENS STREETSUITE 500			Officer (give title	X 10% Owner Other (spec	r (Mon	th/Day/Year)	te of Original Filed Group Filing (Check	
(Street) SAN FRANCISCO CA 94158			below)	below)		cable Line) Form filed by	one Reporting Person More than One	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ( (Instr. 5)	t (D)   (Instr.		Beneficial Ownership		
			ve Securities Beneficiall rants, options, convertib		5)			
1. Title of Derivative Security (Instr. 4)	2. Date Ex Expiration (Month/Da		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisab	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Indirect (I) (Instr. 5)		
Series A Preferred Stock	(1)	(1)	Common Stock	5,137,583(1)	(1)	<b>D</b> <sup>(2)(3)(4)</sup>		
Series B Preferred Stock	(1)	(1)	Common Stock	2,740,043(1)	(1)	D <sup>(2)(3)(5)(6)(7)</sup>		
Series C Preferred Stock	(1)	(1)	Common Stock	99,758 <sup>(1)</sup>	(1)	D <sup>(2)(3)(8)</sup>		
1. Name and Address of Reporting Person* <u>COLUMN GROUP III</u> , <u>LP</u>								
(Last) (First) 1700 OWENS STREET SUITE 500	(Middle)							
(Street) SAN FRANCISCO CA	94158							
(City) (State)	(Zip)							
1. Name and Address of Reporting Person <sup>*</sup> COLUMN GROUP III-A, LP								
(Last) (First) 1700 OWENS STREET SUITE 500	(Middle)							
(Street) SAN FRANCISCO CA	94158							
(City) (State)	(Zip)							
1. Name and Address of Reporting Person* COLUMN GROUP III GP, LP								
(Last) (First) 1700 OWENS STREET SUITE 500	(Middle)							

(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of PONOI CAPITA					
(Last) 1700 OWENS STR SUITE 500	(First) EET	(Middle)			
(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of Ponoi Managem					
(Last) 1700 OWENS STR SUITE 500	(First) EET	(Middle)			
(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of Ponoi Capital II					
(Last) 1700 OWENS STR SUITE 500	(First) EET	(Middle)			
(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of <u>Ponoi II Manage</u>					
(Last) 1700 OWENS STR SUITE 500	(First) EET	(Middle)			
(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of Svennilson Pete					
(Last) 1700 OWENS STR SUITE 500	(First) EET	(Middle)			
(Street) SAN FRANCISCO	CA	94158			
(City)	(State)	(Zip)			
1. Name and Address of Reporting Person* GOEDDEL DAVID V					
(Last) 1700 OWENS STR	(First) EET	(Middle)			

SUITE 500						
(Street)						
SAN FRANCISCO	94158					
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person*						
<u>Kutzkey Tim</u>						
(Last)	(First)	(Middle)				
1700 OWENS STREET						
SUITE 500						
(Street)						
SAN FRANCISCO	CA	94158				
(City)	(State)	(Zip)				

### Explanation of Responses:

1. The number of shares of common stock reflects a 1-for-4.8661 reverse stock split of the Issuer's common stock and preferred stock which became effective February 7, 2020. Each share of the Issuer's Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock is convertible into 1 share of the Issuer's common stock upon the closing of the Issuer's initial public offering (on an adjusted basis, after giving effect to the 1-for-4.8661 reverse stock split). Shares of Series A Preferred Stock and Series C Preferred Stock have no expiration date and will automatically convert into shares of the Issuer's common stock upon the closing of the Issuer's initial public offering of common stock, for no additional consideration.

2. The securities are directly held by The Column Group III, LP ("TCG III LP"), and indirectly held by The Column Group III GP, LP ("TCG III GP"), the general partner of TCG III LP. The managing partners of TCG III GP are David Goeddel, Peter Svennilson and Tim Kutzkey. The managing partners of TCG III GP may be deemed to have voting and investment power with respect to such shares. TCG III GP and each individual managing partner disclaims beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.

3. The securities are directly held by The Column Group III-A, LP ("TCG III-A LP"), and indirectly held by TCG III GP, the general partner of TCG III-A LP. The managing partners of TCG III GP are David Goeddel, Peter Svennilson and Tim Kutzkey. The managing partners of TCG III GP may be deemed to have voting and investment power with respect to such shares. TCG III GP and each individual managing partner disclaims beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.

4. Consists of 2,412,789 shares held directly by TCG III LP and 2,724,794 shares held directly by TCG III-A LP.

5. The securities are directly held by Ponoi Capital, LP ("Ponoi LP"), and indirectly held by Ponoi Management, LLC ("Ponoi LLC"), the general partner of Ponoi LP. The managing partners of Ponoi LLC are David Goeddel, Peter Svennilson and Tim Kutzkey. The managing partners of Ponoi LLC may be deemed to have voting and investment power with respect to such shares. Ponoi LLC and each individual managing partner disclaims beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.

6. The securities are directly held by Ponoi Capital II, LP ("Ponoi II LP"), and indirectly held by Ponoi II Management, LLC ("Ponoi II LLC"), the general partner of Ponoi II LP. The managing partners of Ponoi II LLC are David Goeddel, Peter Svennilson and Tim Kutzkey. The managing partners of Ponoi II LLC may be deemed to have voting and investment power with respect to such shares. Ponoi II LLC and each individual managing partner disclaims beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.

7. Consists of 643,410 shares held directly by TCG III LP, 726,611 shares held directly by TCG III-A LP, 685,011 shares held directly by Ponoi II LP. 8. Consists of 46,850 shares held directly by TCG III LP and 52,908 shares held directly by TCG III-A LP.

#### Remarks:

Exhibit List 1. Exhibit 24.1 - Power of Attorney: The Column Group III, LP 2. Exhibit 24.2 - Power of Attorney: The Column Group III-A, LP 3. Exhibit 24.3 - Power of Attorney: The Column Group III GP, LP

<u>/s/ Jennifer J. Carlson,</u> <u>Attorney-in-Fact</u>

02/12/2020

\*\* 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.

EX-24.1 Power of Attorney

The undersigned, a managing partner of The Column Group III, LP, hereby constitutes and appoints each of Gary A. Jungels, Jennifer J. Carlson, Christine McDevitt, Molly Gray and Leslie Schmidt, for so long as they are affiliated with a law firm representing The Column Group, LLC, the undersigned's true and lawful attorney-in-fact, each with the power to act alone for the undersigned and in the undersigned's name, place and stead, to:

1. Prepare, complete and execute an SEC Form ID required by Sections 13(a) and 23(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any and all amendments thereto, and any other documents necessary or appropriate in order to obtain EDGAR access codes, and to file or cause to be filed the same with the Securities and Exchange Commission as may be required or advisable;

2. Prepare, complete and execute Forms 3, 4 and 5 under the Exchange Act and other forms and all amendments thereto on the undersigned's behalf as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 or Section 13 of the Exchange Act and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's beneficial ownership of securities or changes in such beneficial ownership; and

3. Do all acts necessary in order to file such forms and amendments with the Securities and Exchange Commission, any securities exchange or national association and such other persons or agencies as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with or liability under Section 16 or Section 13 of the Exchange Act or any rules and regulations promulgated thereunder or any successor laws and regulations.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 or such other forms and amendments thereto pursuant to Section 16 or Section 13 of the Exchange Act with respect to the undersigned's beneficial ownership of securities or changes in such beneficial ownership, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. The undersigned has executed this Power of Attorney as of October 9, 2019.

/s/ Peter Svennilson Managing Partner

## EX-24.2

Power of Attorney

The undersigned, a managing partner of The Column Group III-A, LP, hereby constitutes and appoints each of Gary A. Jungels, Jennifer J. Carlson, Christine McDevitt, Molly Gray and Leslie Schmidt, for so long as they are affiliated with a law firm representing The Column Group, LLC, the undersigned's true and lawful attorney-in-fact, each with the power to act alone for the undersigned and in the undersigned's name, place and stead, to:

1. Prepare, complete and execute an SEC Form ID required by Sections 13(a) and 23(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any and all amendments thereto, and any other documents necessary or appropriate in order to obtain EDGAR access codes, and to file or cause to be filed the same with the Securities and Exchange Commission as may be required or advisable;

2. Prepare, complete and execute Forms 3, 4 and 5 under the Exchange Act and other forms and all amendments thereto on the undersigned's behalf as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 or Section 13 of the Exchange Act and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's beneficial ownership of securities or changes in such beneficial ownership; and

3. Do all acts necessary in order to file such forms and amendments with the Securities and Exchange Commission, any securities exchange or national association and such other persons or agencies as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with or liability under Section 16 or Section 13 of the Exchange Act or any rules and regulations promulgated thereunder or any successor laws and regulations.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 or such other forms and amendments thereto pursuant to Section 16 or Section 13 of the Exchange Act with respect to the undersigned's beneficial ownership of securities or changes in such beneficial ownership, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. The undersigned has executed this Power of Attorney as of October 9, 2019.

/s/ Peter Svennilson Managing Partner

## EX-24.3

Power of Attorney

The undersigned, a managing partner of The Column Group III GP, LP, hereby constitutes and appoints each of Gary A. Jungels, Jennifer J. Carlson, Christine McDevitt, Molly Gray and Leslie Schmidt, for so long as they are affiliated with a law firm representing The Column Group, LLC, the undersigned's true and lawful attorney-in-fact, each with the power to act alone for the undersigned and in the undersigned's name, place and stead, to:

1. Prepare, complete and execute an SEC Form ID required by Sections 13(a) and 23(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any and all amendments thereto, and any other documents necessary or appropriate in order to obtain EDGAR access codes, and to file or cause to be filed the same with the Securities and Exchange Commission as may be required or advisable;

2. Prepare, complete and execute Forms 3, 4 and 5 under the Exchange Act and other forms and all amendments thereto on the undersigned's behalf as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 or Section 13 of the Exchange Act and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's beneficial ownership of securities or changes in such beneficial ownership; and

3. Do all acts necessary in order to file such forms and amendments with the Securities and Exchange Commission, any securities exchange or national association and such other persons or agencies as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with or liability under Section 16 or Section 13 of the Exchange Act or any rules and regulations promulgated thereunder or any successor laws and regulations.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 or such other forms and amendments thereto pursuant to Section 16 or Section 13 of the Exchange Act with respect to the undersigned's beneficial ownership of securities or changes in such beneficial ownership, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. The undersigned has executed this Power of Attorney as of October 9, 2019.

The undersigned has excoured this rower of Accorney as of becober a

/s/ Peter Svennilson Managing Partner