SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Statement (Month/Day/Year)		tement	3. Issuer Name and Ticker or Trading Symbol GLYCOMIMETICS INC [GLYC]					
ASSOCIATES 10 L P	01/09/2014		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Last) (First) (Middle) 1954 GREENSPRING DRIVE SUITE 600			Director X Officer (give title below)	10% Owne Other (spe below)	6.1	licable Line) Form filed by Person	t/Group Filing (Check y One Reporting	
(Street) TIMONIUM MD 21093					2	Reporting P	y More than One erson	
(City) (State) (Zip)								
	Table I - N	on-Deriva	ative Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	t(D) (Insti		Beneficial Ownership	
Common Stock			586,975	D ⁽¹⁾				
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	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Series A-1 Preferred Stock	(2)	(2)	Common Stock	3,407,283	(2)	D ⁽¹⁾		
Warrant to Purchase Common Stock (right to buy)	12/09/2005	12/09/2015	Common Stock	9,445(3)	0.33(3)	D ⁽¹⁾		
Warrant to Purchase Common Stock (right to buy)	07/03/2008	07/03/2018	Common Stock	216,046 ⁽³⁾	0.33(3)	D ⁽¹⁾		
Warrant to Purchase Common Stock (right to buy)	01/16/2009	01/16/2019	Common Stock	298,406 ⁽³⁾	0.33(3)	D ⁽¹⁾		
1. Name and Address of Reporting Person [*] NEW ENTERPRISE ASSOCIATE	<u>S 10 L P</u>	_						
(Last) (First) (Middl 1954 GREENSPRING DRIVE SUITE 600	e)	_						
(Street) TIMONIUM MD 2109	3							
(City) (State) (Zip)								

1. Name and Address of Reporting Person [*] NEA PARTNERS 10 L P						
(Last)	(First)	(Middle)				
1954 GREENSPRING DRIVE						
SUITE 600						
(Street)						
TIMONIUM	MD	21093				
(City)	(State)	(Zip)				

Explanation of Responses:

1. The shares are directly held by New Enterprise Associates 10, Limited Partnership ("NEA 10") and indirectly held by NEA Partners 10, Limited Partnership ("NEA Partners 10"), the sole general partner of NEA 10, and the individual general partners of NEA Partners 10 (NEA Partners 10 and its individual general partners together, the "Indirect Reporting Persons"). The individual general partners of NEA Partners 10 (NEA Partners 10 and its individual general partners together, the "Indirect Reporting Persons"). The individual general partners of NEA Partners 10 are Peter J. Barris, M. James Barrett and Scott D. Sandell. Each Indirect Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 10 shares in which such Indirect Reporting Person has no pecuniary interest.

2. Each share of Series A-1 Preferred Stock is convertible, at any time, at the holder's election, into the Issuer's common stock on a 1-for-3.302 basis. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its common stock, each share of Series A-1 Preferred Stock will automatically convert into 1/3.302 shares of the Issuer's common stock. The Series A-1 Preferred Stock has no expiration date.

3. The number of underlying shares of common stock and the exercise price reported reflect a 1-for-3.302 reverse stock split of the Issuer's common stock effected on October 25, 2013

/s/ Louis Citron, attorney-in- fact	01/09/2014
** 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.