SEC Form 3

FORM 3

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

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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 [*] BARRIS PETER J	2. Date of Eve Requiring Sta (Month/Day/Y	tement	3. Issuer Name and Ticker or Trading Symbol <u>GLYCOMIMETICS INC</u> [GLYC]					
(Last) (First) (Middle)	01/09/2014		4. Relationship of Reporting Pe (Check all applicable)	.,	(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
1954 GREENSPRING DRIVE SUITE 600			Director X Officer (give title below)	0 10% Owne Other (spe below)	6. Inc	ndividual or Joint/Group Filing (Check Jlicable Line) K Form filed by One Reporting Person		
(Street) TIMONIUM MD 21093						Form filed by More than One Reporting Person		
(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. Ownersh Form: Direc or Indirect ((Instr. 5)	(D) (Instr. 5)			
Common Stock			586,975	I	See N	See Note 1 ⁽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 Securit Underlying Derivative Securit		4. Conversion or	5. Ownership 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)	Ι	See Note 1 ⁽¹⁾	
Series A-1 Preferred Stock	(2)	(2)	Common Stock	3,580,877	(2)	Ι	See Note 3 ⁽³⁾	
Warrant to Purchase Common Stock (right to buy)	12/09/2005	12/09/2015	Common Stock	9,445(4)	0.33(4)	Ι	See Note 1 ⁽¹⁾	
Warrant to Purchase Common Stock (right to buy)	07/03/2008	07/03/2018	Common Stock	216,046 ⁽⁴⁾	0.33(4)	Ι	See Note 1 ⁽¹⁾	
Warrant to Purchase Common Stock (right to buy)	01/16/2009	01/16/2019	Common Stock	298,406 ⁽⁴⁾	0.33(4)	I	See Note 1 ⁽¹⁾	

Explanation of Responses:

1. The Reporting Person is a general partner of NEA Partners 10, Limited Partnership ("NEA Partners 10"). NEA Partners 10 is the sole general partner of New Enterprise Associates 10, Limited Partnership ("NEA 10"), the direct beneficial owner of the shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securitites Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 10 shares in which the 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 Reporting Person is a director of NEA 13 GP, LTD, which is the sole general partner of NEA Partners 13, L.P. ("NEA Partners 13"). NEA Partners 13 is the sole general partner of New Enterprise Associates 13, L.P. ("NEA 13"), which is the direct beneficial owner of the securities. The 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 13 shares in which the Reporting Person has no pecuniary interest.

4. 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-01/09/2014 fact Date

** Signature of Reporting Person

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.