

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>COLUMN GROUP L P</u> (Last) (First) (Middle) 1700 OWENS STREET SUITE 500 (Street) SAN FRANCISCO CA 94158 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONSTELLATION PHARMACEUTICALS INC [CNST]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/14/2020		X		30,107	A	\$1.55	2,584,957	D ⁽¹⁾	
Common Stock								1,880,623	I	See Footnote ⁽²⁾
Common Stock								1,574,229	I	See Footnote ⁽³⁾
Common Stock								19,571	I	See Footnote ⁽⁴⁾
Common Stock								22,103	I	See Footnote ⁽⁵⁾
Common Stock								159,155	I	See Footnote ⁽⁶⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrant (right to buy)	\$1.55	12/14/2020		X			30,107	(7)	05/24/2021	Common Stock	30,107	\$0.00	0	D ⁽¹⁾	

1. Name and Address of Reporting Person*
COLUMN GROUP L P
 (Last) (First) (Middle)
 1700 OWENS STREET
 SUITE 500
 (Street)
 SAN FRANCISCO CA 94158
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
GOEDDEL DAVID V
 (Last) (First) (Middle)
 1700 OWENS STREET
 SUITE 500

(Street)
SAN FRANCISCO CA 94158

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Svennilson Peter

(Last) (First) (Middle)

1700 OWENS STREET
SUITE 500

(Street)
SAN FRANCISCO CA 94158

(City) (State) (Zip)

Explanation of Responses:

1. The securities are directly held by The Column Group, LP ("TCG LP"). The Column Group GP, LP ("TCG GP") is the general partner of TCG LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG GP are David Goeddel and Peter Svennilson (collectively, the "TCG Managing Partners"). The TCG Managing Partners may be deemed to share voting and investment power with respect to such shares. TCG GP and each of the TCG Managing Partners disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
2. The securities are directly held by Ponoï Capital, LP ("Ponoï LP"). Ponoï Management, LLC ("Ponoï LLC") is the general partner of Ponoï LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of Ponoï LLC are David Goeddel, Peter Svennilson, and Tim Kutzkey (collectively, the "Ponoï Managing Partners"). The Ponoï Managing Partners may be deemed to share voting and investment power with respect to such shares. Ponoï LLC and the each of the Ponoï Managing Partners 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 Ponoï Capital II, LP ("Ponoï II LP"). Ponoï II Management, LLC ("Ponoï II LLC") is the general partner of Ponoï II LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of Ponoï II LLC are the Ponoï Managing Partners. The Ponoï Managing Partners may be deemed to share voting and investment power with respect to such shares. Ponoï II LLC and the each of the Ponoï Managing Partners disclaims beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
4. The securities are directly held by The Column Group III, LP ("TCG III LP"). The Column Group III GP, LP ("TCG III GP") is the general partner of TCG III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG III GP are the Ponoï Managing Partners. The Ponoï Managing Partners may be deemed to share voting and investment power with respect to such shares. TCG III GP and each of the Ponoï Managing Partners disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
5. The securities are directly held by The Column Group III- A, LP ("TCG III-A LP"). TCG III GP is the general partner of TCG III-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG III GP are the Ponoï Managing Partners. The Ponoï Managing Partners may be deemed to share voting and investment power with respect to such shares. TCG III GP and each of the Ponoï Managing Partners disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
6. The securities are held directly by The David V. and Alena Z. Goeddel 2004 Trust.
7. This warrant was fully exercisable as of the date of the Issuer's initial public offering.

Remarks:

Due to SEC restrictions on the number of reporting owners, this is Form 2 of 2.

/s/ James Evangelista,
Attorney-in-Fact

12/16/2020

** 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 4 (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.