

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>ORBIMED ADVISORS LLC</u> (Last) (First) (Middle) 601 LEXINGTON AVENUE, 54TH FLOOR (Street) NEW YORK NY 10022 (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) 07/23/2018	

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	07/23/2018		C		317,921	A	(1)	317,921	I(2)(4)	See footnote
Common Stock	07/23/2018		P		100,000	A	\$15	417,921	I(2)(4)	See footnote
Common Stock	07/23/2018		C		317,921	A	(1)	317,921	I(3)(4)	See footnote
Common Stock	07/23/2018		P		100,000	A	\$15	417,921	I(3)(4)	See footnote

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
Series F Preferred Stock	(1)	07/23/2018		C		3,500,000	(1)	(1)	(1)	Common Stock	317,921	\$0.00	0	I(2)(4)	See footnote
Series F Preferred Stock	(1)	07/23/2018		C		3,500,000	(1)	(1)	(1)	Common Stock	317,921	\$0.00	0	I(3)(4)	See footnote

1. Name and Address of Reporting Person* <u>ORBIMED ADVISORS LLC</u> (Last) (First) (Middle) 601 LEXINGTON AVENUE, 54TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
OrbiMed Global Healthcare GP LLC		
(Last)	(First)	(Middle)
601 LEXINGTON AVENUE, 54TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
OrbiMed Capital GP VI LLC		
(Last)	(First)	(Middle)
601 LEXINGTON AVENUE, 54TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City) (State) (Zip)		

Explanation of Responses:

- On July 23, 2018, the Series F Preferred Stock converted into Common Stock on a 11.009-for-one basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series F Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.
- These securities are held of record by OrbiMed Global Healthcare Master Fund, L.P. OrbiMed Global Healthcare GP LLC is the sole general partner of OrbiMed Global Healthcare Master Fund, L.P., and OrbiMed Advisors LLC is the managing member of OrbiMed Global Healthcare GP LLC. By virtue of such relationships, OrbiMed Global Healthcare GP LLC and OrbiMed Advisors LLC may be deemed to have voting and investment power over the securities held by OrbiMed Global Healthcare Master Fund, L.P. and as a result may be deemed to have beneficial ownership over such securities.
- These securities are held of record by OrbiMed Private Investments VI, LP. OrbiMed Capital GP VI LLC is the sole general partner of OrbiMed Private Investments VI, LP, and OrbiMed Advisors LLC is the managing member of OrbiMed Capital GP VI LLC. By virtue of such relationships, OrbiMed Capital GP VI LLC and OrbiMed Advisors LLC may be deemed to have voting and investment power over the securities held by OrbiMed Private Investments VI, LP and as a result may be deemed to have beneficial ownership over such securities.
- This report on Form 4 is jointly filed by OrbiMed Capital GP VI LLC, OrbiMed Global Healthcare GP LLC and OrbiMed Advisors LLC. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Persons is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

Remarks:

/s/ Douglas Coon, as Attorney-
in-Fact for Jonathan T. Silverstein 07/24/2018

/s/ Douglas Coon, as Attorney-
in-Fact for Sven H. Borho 07/24/2018

/s/ Douglas Coon, as Attorney-
in-Fact for Carl L. Gordon 07/24/2018

** 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.

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