SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

		2. Issuer Name and Ticker or Trading Symbol <u>Erasca, Inc.</u> [ERAS]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
									Director	10% Owner					
(Last) 200 CLARENI	(First) DON STREET,	(Midd) 52ND FLC	le)	3. Date of Earliest Transaction (Month/Day/Year) 07/26/2021							Officer (giv below)	e title Other (specify below)			
(Street)				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
BOSTON MA 02116											X Form filed by One Reporting Person				
ļ ,											Form filed by More than One Reporting Person				
(City)	(State)	(Zip)													
Table I - Non-Deriv				ative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) Date (Month/Day/Ye			0 T		1										
				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of				es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Date	Execution Date, if any	Transa Code (Securiti Benefic	es ially Following d tion(s)	Form: Direct (D) or Indirect	Indirect Beneficial Ownership (Instr.		
Common Stock			Date	Execution Date, if any	Transa Code (8)	Instr.	Disposed Of ((D) (Instr	. 3, 4 and 5)	Securiti Benefic Owned Reporte Transac (Instr. 3	es ially Following d tion(s)	Form: Direct (D) or Indirect	Indirect Beneficial Ownership (Instr.		

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

	(3-,,														
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. Transa Code (8)		of Deriv Secu Acqu (A) o Disp of (D	r osed) r. 3, 4	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	Amount or Number of Shares				
Stock Option (right to buy)	\$5.808							(6)	04/11/2031	Common Stock	166,666		166,666	D ⁽⁷⁾	

Explanation of Responses:

1. Represents the weighted average purchase price of shares purchased in a series of open market transactions on the transaction date at prices ranging from \$21.77 to \$22.28 per share. The Reporting Persons undertake to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each price. 2. Shares reported herein are held by Cormorant Global Healthcare Master Fund, LP (the "Master Fund"), Cormorant Private Healthcare Fund II, LP ("Fund II"), and a managed account (the "Account").

Cormorant Asset Management, LP ("Cormorant") serves as the investment manager of the Master Fund J, Southand Had Chen serves as manager of the general partner of Cormorant. Ms. Chen disclaims beneficial ownership of the shares reported herein except to the extent of her pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that Ms. Chen is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.

3. Shares reported herein as sold on July 26, 2021 represent 200,000 shares sold by the Master Fund. This sale was matchable under Section 16(b) of the Securities Exchange Act of 1934, as amended, with a purchase of the Common Stock of the Issuer by the Master Fund on July 20, 2021. Ms. Chen and the Issuer have entered into an agreement under which she has remitted to the Issuer \$553,000, which represents full payment of the disgorgeable profit arising from such transaction.

4. Shares reported herein as purchased on August 10, 2021 represent 200,000 shares purchased by the Master Fund.

5. Represents (i) 1,728,710 shares of Common Stock held by the Master Fund, (ii) 7,716,443 shares of Common Stock held by Fund II, and (iii) 110,400 shares of Common Stock held by the Account.

6. Stock option grant for 166,666 shares, 41,667 shares of which become exercisable on 3/16/2022 and 124,999 shares of which become exercisable thereafter in equal monthly installments through 3/16/2025. 7. Stock options granted to Ms. Chen, in her capacity as a director of the Issuer.

> <u>/s/ Bihua Chen</u> ** Signature of Reporting Person

08/10/2021 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.