FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

			F				6(a) of the Securities Exchaine Investment Company Act			934			
		of Reporting Pers		2. Date of E Requiring S (Month/Day 12/29/202	tate /Ye	ement	3. Issuer Name <b>and</b> Ticker Disc Medicine, Inc						
(Last) 601 LEXII FLOOR	(First)	(Middle) N AVENUE, 54					Relationship of Reporting Issuer (Check all applicable)     Director	•	on(s)		File	d (Month/Day	
(Street) NEW YORK	NY	10022					Officer (give title below)		ther ( elow)	specify		Form filed Person	by One Reporting by More than One
(City)	(State	) (Zip)											
			Tal	ble I - Non	-D	erivativ	ve Securities Benefi	cially	/ Ov	vned			
1. Title of Security (Instr. 4)						2. Amount of Securities Beneficially Owned (Instr. b)	For (D)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common S	Stock						284,876		I		See	footnotes(1)(2	2)(3)(6)
Common S	Stock						1,139,507		I		See	footnotes(1)(2	2)(4)(6)
Common S	stock						153,936		I		See	footnotes(1)(2	2)(5)(6)
							Securities Beneficiants, options, convert				)		
1. Title of De	erivative	Security (Instr. 4)	Expiration Date Underlying Derivative Security Conversion Ownership Indirect Beneficia (Month/Day/Year) Conversion Ownership Indirect Beneficia Or Exercise Form: Ownership (Instr.			Indirect Beneficial Ownership (Instr.							
				Date Exercisable	Ex Da	piration te	Title	Amo or Num of Shar	ber	Price of Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	5)
		of Reporting Pers											
(Last)	,	First) I AVENUE, 54	(Mido	•									
(Street) NEW YOL	RK 1	NY	1002	22									
(City)	(	State)	(Zip)										
		of Reporting Pers tal GP VIII I											
(Last) 601 LEXII	•	First) I AVENUE, 54	(Mido	,									
(Ctroot)					_								

10022

(Zip)

**NEW YORK** 

(City)

NY

(State)

1. Name and Address OrbiMed Ca			
(Last)	(First)	(Middle)	
601 LEXINGT	ON AVENUE,	54TH FLOOR	
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addro OrbiMed Ge			
OrbiMed Ge	(First)	(Middle)	
OrbiMed Ge (Last)	(First)	(Middle)	
OrbiMed Ge (Last) 601 LEXINGT	(First) ON AVENUE,	(Middle)	_

#### **Explanation of Responses:**

- 1. Gemini Therapeutics, Inc. ("Gemini"), and Disc Medicine Opco, Inc. (f/k/a Disc Medicine, Inc.) ("Disc"), entered into an Agreement and Plan of Merger and Reorganization (the "Merger Agreement"), on August 9, 2022, pursuant to which, among other matters, a direct, wholly owned subsidiary of Gemini, Gemstone Merger Sub, Inc. ("Merger Sub"), merged with and into Disc, with Disc surviving as a wholly owned subsidiary of Gemini, and the surviving corporation of the merger, which transaction is referred to herein as the merger. The merger closed on December 29, 2022. Following the effectiveness of the merger on December 29, 2022, the surviving corporation changed its name from Gemini to Disc Medicine, Inc. (the "Issuer").
- 2. (Continued from footnote 1) Upon the closing of the merger, each share of Disc common stock (after giving effect to the conversion of each share of Disc's preferred stock into Disc common stock and including all such shares that are converted into Disc common stock) was converted into the right to receive a number of shares of Gemini common stock equal to an exchange ratio of 0.1096.
- 3. These securities are held of record by OrbiMed Genesis Master Fund, L.P. ("Genesis Master Fund"). OrbiMed Genesis GP LLC ("Genesis GP") is the general partner of Genesis Master Fund and OrbiMed Advisors LLC ("OrbiMed Advisors") is the managing member of Genesis GP. By virtue of such relationships, Genesis GP and OrbiMed Advisors may be deemed to have voting power and investment power over the securities held by Genesis Master Fund and as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by Genesis Master Fund.
- 4. These securities are held of record by OrbiMed Private Investments VIII, LP ("OPI VIII"). OrbiMed Capital GP VIII LLC ("GP VIII") is the general partner of OPI VIII and OrbiMed Advisors is the managing member of GP VIII. By virtue of such relationships, GP VIII and OrbiMed Advisors may be deemed to have voting power and investment power over the securities held by OPI VIII and as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by OPI VIII.
- 5. These securities are held of record by OrbiMed Private Investments VI, LP ("OPI VI"). OrbiMed Capital GP VI LLC ("GP VI") is the general partner of OPI VI and OrbiMed Advisors is the managing member of GP VI. By virtue of such relationships, GP VI and OrbiMed Advisors may be deemed to have voting power and investment power over the securities held by OPI VI and as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by OPI VI.
- 6. This report on Form 3 is jointly filed by OrbiMed Advisors, Genesis GP, GP VI, and GP VIII. 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. OrbiMed Advisors, GP VI, and GP VIII have designated a representative, Mona Ashiya ("Ashiya"), an employee of OrbiMed Advisors, to serve on the Issuer's board of directors. This report shall not be deemed an admission that any such entity or person is a beneficial owner of such securities for purpose of Section 16 of the Exchange Act, or for any other purpose.

#### Remarks:

OrbiMed Capital GP VIII LLC, by: OrbiMed Advisors LLC, By: /s/ 01/03/2023 Douglas Coon Name: Douglas Coon Title: Chief Compliance Officer OrbiMed Advisors LLC. By: /s/ Douglas Coon Name: Douglas Coon 01/03/2023 Title: Chief Compliance Officer OrbiMed Genesis GP LLC, by: OrbiMed Advisors LLC, By: /s/ 01/03/2023 **Douglas Coon Name: Douglas Coon Title: Chief** Compliance Officer OrbiMed Capital GP VI 01/03/2023 LLC, by: OrbiMed Advisors LLC, By: /s/ Douglas Coon Name:

Douglas Coon Title: Chief **Compliance Officer** 

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.