FORM 3

NEA Partners 17, L.P.

1954 GREENSPRING DRIVE

(First)

MD

(Middle)

21093

(Last)

(Street)

SUITE 600

TIMONIUM

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden hours per response: 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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			16(a) of the Securities Exc the Investment Company		934			
1. Name and Address of Reporting Person*  New Enterprise Associates 17  L.P.	2. Date of Event Requiring Statement (Month/Day/Year) 06/23/2021		3. Issuer Name and Ticker or Trading Symbol  Monte Rosa Therapeutics, Inc. [ GLUE ]					
(Last) (First) (Middle)			Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
1954 GREENSPRING DRIVE SUITE 600			Director Officer (give title below)	X 10% Ov Other (s below)	.,	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(Street) TIMONIUM MD 21093								
(City) (State) (Zip)								
	Table I - No	n-Deriva	tive Securities Bene	ficially Ow	vned			
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Inst 4)	3. Owne Form: D (D) or In (I) (Instr.	irect Ownership (Instr. 5)			
(e			e Securities Benefic ants, options, conve					
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversi or Exerci Price of	ise Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivativ Security	Direct (D) or Indirect (I) (Instr. 5)	5)	
Series A-2 convertible preferred stock	(1)	(1)	Common Stock	2,715,968	(1)	D <sup>(2)</sup>		
Series B convertible preferred stock	(1)	(1)	Common Stock	3,257,328	(1)	D <sup>(2)</sup>		
Series C convertible preferred stock	(1)	(1)	Common Stock	669,002	(1)	<b>D</b> <sup>(2)</sup>		
1. Name and Address of Reporting Person*  New Enterprise Associates 17  (Last) (First) (In 1954 GREENSPRING DRIVE SUITE 600  (Street)	7, <u>L.P.</u> Middle)							
	21093	_						
	Zip)	$\dashv$						
1. Name and Address of Reporting Person*								

(City)	(State)	(Zip)	
1. Name and Addr NEA 17 GP,	ess of Reporting Pe LLC	erson <sup>*</sup>	
(Last) 1954 GREENS SUITE 600	(First) SPRING DRIVE	(Middle)	_
(Street) TIMONIUM	MD	21093	
(City)	(State)	(Zip)	

## **Explanation of Responses:**

- 1. Each share of Series A-2 convertible preferred stock, Series B convertible preferred stock and Series C convertible preferred stock (collectively, the "Preferred Stock") is convertible into shares of the Issuer's Common Stock on a 3.5305-for-one basis. Upon the closing of the Issuer's initial public offering, all shares of Preferred Stock will convert into the number of shares of Common Stock of the Issuer shown in column 3. The Preferred Stock has no expiration date.
- 2. The securities are directly held by New Enterprise Associates 17, L.P. ("NEA 17") and are indirectly held by NEA Partners 17, L.P. ("NEA Partners 17"), the sole general partner of NEA 17, NEA 17 GP, LLC ("NEA 17 GP"), the sole general partner of NEA Partners 17, and the individual managers of NEA 17 GP (NEA Partners 17, NEA 17 GP and the individual managers of NEA 17 GP (collectively, the "Managers"), together, the "Indirect Reporting Persons"). The Mangers of NEA 17 GP are Forest Baskett, Ali Behbahani, Carmen Chang, Anthony Florence, Jr., Liza Landsman, Mohamad Makhzoumi, Josh Makower, Edward Mathers, Scott Sandell, Peter Sonsini, Paul Walker and Rick Yang. The Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the securities held by NEA 17 in which the Indirect Reporting Persons have no pecuniary interest.

## Remarks:

/s/ Sasha Keough,
attorney-in-fact

\*\* Signature of Reporting

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 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.