

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>MPM BioVentures 2014, L.P.</u> <hr/> (Last) (First) (Middle) C/O MPM CAPITAL 450 KENDALL STREET <hr/> (Street) CAMBRIDGE MA 02142 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Werewolf Therapeutics, Inc. [HOWL]</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) 05/04/2021	
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	05/04/2021		C		2,298,430	A	(1)	2,298,430	I	See Footnote ⁽²⁾
Common Stock	05/04/2021		C		763,809	A	(1)	3,062,239	I	See Footnote ⁽³⁾
Common Stock	05/04/2021		P		125,759 ⁽⁴⁾	A	\$16	3,187,998	I	See Footnote ⁽⁵⁾

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					
Series A Preferred Stock	(1)	05/04/2021		C		19,925,321	(1)	(1)	Common Stock	2,298,430 ⁽⁶⁾	\$0.00	0	I	See Footnote ⁽⁷⁾
Series B Preferred Stock	(1)	05/04/2021		C		6,621,546	(1)	(1)	Common Stock	763,809 ⁽⁸⁾	\$0.00	0	I	See Footnote ⁽⁷⁾

1. Name and Address of Reporting Person*
MPM BioVentures 2014, L.P.

 (Last) (First) (Middle)
 C/O MPM CAPITAL
 450 KENDALL STREET

 (Street)
 CAMBRIDGE MA 02142

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MPM BioVentures 2014 (B), L.P.

 (Last) (First) (Middle)
 C/O MPM CAPITAL
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 (Street)
 CAMBRIDGE MA 02142

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MPM BioVentures 2014 LLC

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C/O MPM CAPITAL
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(City) (State) (Zip)

1. Name and Address of Reporting Person*
[MPM BioVentures 2014 GP LLC](#)

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(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Foley Todd](#)

(Last) (First) (Middle)
C/O MPM CAPITAL
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(Street)
CAMBRIDGE MA 02142

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[MPM Asset Management Investors BV2014 LLC](#)

(Last) (First) (Middle)
C/O MPM CAPITAL
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(Street)
CAMBRIDGE MA 02142

(City) (State) (Zip)

Explanation of Responses:

1. Each share of Series A Preferred Stock and Series B Preferred Stock converted into common stock on a 8.6691-for-1 basis into the number of shares of common stock shown in Column 7 without payment of further consideration upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.
2. The shares are held as follows: 2,087,358 by MPM BioVentures 2014, L.P. ("BV 2014"), 139,224 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)") and 71,848 by MPM Asset Management Investors BV2014 LLC ("AM BV2014"). MPM BioVentures 2014 GP LLC and MPM BioVentures 2014 LLC ("BV LLC") are the direct and indirect general partners of BV 2014 and BV 2014(B). BV LLC is the manager of AM BV2014. Todd Foley is a Managing Director of BV LLC. Each Reporting Persons disclaims beneficial ownership of the securities except to the extent of his or its pecuniary interest therein.
3. The shares are held as follows: 2,781,025 by BV 2014, 185,490 by BV 2014(B) and 95,724 by AM BV2014. Each Reporting Person disclaims beneficial ownership of the securities except to the extent of his or its pecuniary interest therein.
4. The shares were purchased as follows: 114,210 by BV 2014, 7,618 by BV 2014(B) and 3,931 by AM BV2014.
5. The shares are held as follows: 2,895,235 by BV 2014, 193,108 by BV 2014(B) and 99,655 by AM BV2014. Each Reporting Person disclaims beneficial ownership of the securities except to the extent of his or its pecuniary interest therein.
6. The shares were held as follows: 2,087,358 by BV 2014, 139,224 by BV 2014(B) and 71,848 by AM BV2014.
7. No securities held by the Reporting Persons.
8. The shares were held as follows: 693,667 by BV 2014, 46,266 by BV 2014(B) and 23,876 by AM BV2014.

Remarks:

[/s/ Ansbert Gadicke, managing director of MPM BioVentures 2014 LLC, the managing member of MPM BioVentures 2014 GP LLC, the general partner of MPM BioVentures 2014, L.P.](#) 05/06/2021

[/s/ Ansbert Gadicke, managing director of MPM BioVentures 2014 LLC, the managing member of MPM BioVentures 2014 GP LLC, the general partner of MPM BioVentures 2014 \(B\), L.P.](#) 05/06/2021

[/s/ Ansbert Gadicke, managing director of MPM BioVentures 2014 LLC](#) 05/06/2021

[/s/ Ansbert Gadicke, managing director of MPM BioVentures 2014 LLC, the managing member of MPM BioVentures 2014 GP LLC](#) 05/06/2021

/s/ Todd Foley 05/06/2021

/s/ Ansbert Gadick, managing
director of MPM BioVentures

2014 LLC, the manager of MPM 05/06/2021

Asset Management Investors

BV2014 LLC

** 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.