

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0145
Expires:	February 28, 2009
Estimated average burden hours per response...	10.4

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)\***

**Werewolf Therapeutics, Inc.**

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

95075A107

(CUSIP Number)

RA Capital Management, L.P.

200 Berkeley Street, 18<sup>th</sup> Floor

Boston, MA 02116

Telephone: 617.778.2500

Attn: Peter Kolchinsky

(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

June 14, 2021

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	Names of Reporting Persons. <b>RA Capital Management, L.P.</b>
2	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC Use Only
4	Source of Funds (See Instructions):  AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):  <input type="checkbox"/>
6	Citizenship or Place of Organization. <b>Delaware</b>
	7 Sole Voting Power <b>0 shares</b>
	8 Shared Voting Power <b>4,291,881 shares</b>
	9 Sole Dispositive Power <b>0 shares</b>
	10 Shared Dispositive Power <b>4,291,881 shares</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person  <b>4,291,881 shares</b>
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11)  <b>15.6%<sup>1</sup></b>
14	Type of Reporting Person (See Instructions)  <b>IA, PN</b>

<sup>1</sup>The reporting person is the beneficial owner of 4,291,881 shares of the Issuer's Common Stock which constitute approximately 15.5% of the class outstanding. The percentage calculation assumes that there are currently 27,567,644 outstanding shares of Common Stock of the Issuer based on the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on 6/10/21.

1	Names of Reporting Persons. <b>Peter Kolchinsky</b>	
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions): AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e): <input type="checkbox"/>	
6	Citizenship or Place of Organization. <b>United States</b>	
	7	Sole Voting Power <b>0 shares</b>
	8	Shared Voting Power <b>4,291,881 shares</b>
	9	Sole Dispositive Power <b>0 shares</b>
	10	Shared Dispositive Power <b>4,291,881 shares</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>4,291,881 shares</b>	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13	Percent of Class Represented by Amount in Row (11) <b>15.6%<sup>2</sup></b>	
14	Type of Reporting Person (See Instructions) <b>HC, IN</b>	

<sup>2</sup>The reporting person is the beneficial owner of 4,291,881 shares of the Issuer's Common Stock which constitute approximately 15.5% of the class outstanding. The percentage calculation assumes that there are currently 27,567,644 outstanding shares of Common Stock of the Issuer based on the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on 6/10/21.

1 Names of Reporting Persons.

**Rajeev Shah**

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

AF

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):

6 Citizenship or Place of Organization. **United States**

Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Voting Power <b>0 shares</b>
	8	Shared Voting Power <b>4,291,881 shares</b>
	9	Sole Dispositive Power <b>0 shares</b>
	10	Shared Dispositive Power <b>4,291,881 shares</b>

11 Aggregate Amount Beneficially Owned by Each Reporting Person

**4,291,881 shares**

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11)

**15.6%<sup>3</sup>**

14 Type of Reporting Person (See Instructions)

**HC, IN**

<sup>3</sup>The reporting person is the beneficial owner of 4,291,881 shares of the Issuer's Common Stock which constitute approximately 15.5% of the class outstanding. The percentage calculation assumes that there are currently 27,567,644 outstanding shares of Common Stock of the Issuer based on the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on 6/10/21.

1	Names of Reporting Persons. <b>RA Capital Healthcare Fund, L.P.</b>
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC Use Only
4	Source of Funds (See Instructions): WC
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e): <input type="checkbox"/>
6	Citizenship or Place of Organization. <b>United States</b>
	7 Sole Voting Power <b>0 shares</b>
	8 Shared Voting Power <b>3,848,056 shares</b>
	9 Sole Dispositive Power <b>0 shares</b>
	10 Shared Dispositive Power <b>3,848,056 shares</b>
11	Aggregate Amount Beneficially Owned by Each Reporting Person <b>3,848,056 shares</b>
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
13	Percent of Class Represented by Amount in Row (11) <b>14.0%<sup>4</sup></b>
14	Type of Reporting Person (See Instructions) <b>PN</b>

<sup>4</sup>The reporting person is the beneficial owner of 3,848,056 shares of the Issuer's Common Stock which constitute approximately 13.9% of the class outstanding. The percentage calculation assumes that there are currently 27,567,644 outstanding shares of Common Stock of the Issuer based on the Issuer's Form 10-Q filed with the Securities and Exchange Commission ("SEC") on 6/10/21.

**SCHEDULE 13D****Item 1. Security and Issuer**

This Amendment No. 1 amends and supplements the statement on Schedule 13D originally filed with the Securities and Exchange Commission on May 6, 2021 (the “Statement”) by the Reporting Persons with respect to the Common Stock, \$0.0001 par value (the “Common Stock”), of Werewolf Therapeutics, Inc. (the “Issuer”). Unless otherwise defined herein, capitalized terms used in this Amendment No. 1 shall have the meanings ascribed to them in the Statement. Unless amended or supplemented below, the information in the Statement remains unchanged.

**Item 2. Identity and Background**

Item 2(a) of the Statement is hereby amended and restated as follows:

(a) This Schedule 13D is being filed on behalf of RA Capital Management, L.P. (“RA Capital”), the Fund, Peter Kolchinsky, and Rajeev Shah. RA Capital, Dr. Kolchinsky, Mr. Shah, and the Fund are collectively referred to herein as the “Reporting Persons.”

The Common Stock reported herein includes 3,848,056 shares held by the Fund, and 443,825 shares held by RA Capital Nexus Fund II, L.P. (the “Nexus Fund II”). RA Capital Healthcare Fund GP, LLC is the general partner of the Fund and RA Capital Nexus Fund II GP, LLC is the general partner of the Nexus Fund II. The general partner of RA Capital is RA Capital Management GP, LLC, of which Dr. Kolchinsky and Mr. Shah are the controlling persons. RA Capital serves as investment adviser for the Fund and the Nexus Fund II and may be deemed a beneficial owner, for purposes of Section 13(d) of the Securities Exchange Act of 1934 (the “Act”), of any securities of the Issuer held by the Fund or the Nexus Fund II. The Fund and the Nexus Fund II have delegated to RA Capital the sole power to vote and the sole power to dispose of all securities held in the Fund’s and the Nexus Fund II’s portfolio, including the shares of the Issuer’s Common Stock reported herein. Because the Fund and the Nexus Fund II have divested themselves of voting and investment power over the reported securities they hold and may not revoke that delegation on less than 61 days’ notice, the Fund and the Nexus Fund II disclaim beneficial ownership of the securities they hold for purposes of Section 13(d) of the Act and therefore disclaim any obligation to report ownership of the reported securities under Section 13(d) of the Act. As managers of RA Capital, Dr. Kolchinsky and Mr. Shah may be deemed beneficial owners, for purposes of Section 13(d) of the Act, of any securities of the Issuer beneficially owned by RA Capital. RA Capital, Dr. Kolchinsky, and Mr. Shah disclaim beneficial ownership of the securities reported in this Schedule 13D Statement (the “Statement”) other than for the purpose of determining their obligations under Section 13(d) of the Act, and the filing of the Statement shall not be deemed an admission that either RA Capital, Dr. Kolchinsky, or Mr. Shah is the beneficial owner of such securities for any other purpose.

(b) The address of the principal business office of each of the Reporting Persons is 200 Berkeley Street, 18th Floor, Boston, MA 02116.

(c) The Fund is a private investment vehicle. RA Capital provides investment management services to the Fund and the Nexus Fund II. The principal occupation of Dr. Kolchinsky and Mr. Shah is investment management.

(d) During the last five years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years, none of the Reporting Persons has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree of final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

---

(f) See Item 6 of the cover pages.

**Item 3. Source and Amount of Funds or Other Consideration**

Item 3 of the Statement is hereby amended and supplemented as follows:

Between June 14, 2021 and June 16, 2021, the Reporting Persons purchased a total of 323,298 shares of Common Stock of the Issuer for an aggregate of \$4,134,273.54. The shares were purchased with working capital.

**Item 4. Purpose of Transaction**

Item 4 is hereby amended and supplemented as follows:

The Reporting Persons acquired the Common Stock referred to in Item 3 for investment purposes and not with an intent, purpose or effect of changing control of the Issuer.

**Item 5. Interest in Securities of the Issuer**

(a) and (b) See Items 7-11 of the cover pages above and Item 2.

(c) The following table lists the Reporting Persons' transactions in Common Stock that were effected during the sixty day period prior to the filing of this Schedule 13D:

<b>Transaction</b>	<b>Purchaser</b>	<b>Date</b>	<b>No. Shares</b>	<b>Price</b>
Purchase	The Fund	14-June-2021	306,055	\$12.75
Purchase	The Fund	15-June-2021	7,958	\$12.95
Purchase	The Fund	16-June-2021	9,285	\$13.37

(d) Not applicable.

(e) Not applicable.

**Item 7. Material to Be Filed as Exhibits**

Exhibit 1 Joint Filing Agreement by and among the Reporting Persons is incorporated herein by reference to Exhibit 1 to the Schedule 13D filed by the Reporting Persons with the Securities and Exchange Commission on May 6, 2021.

---

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 16, 2021

RA CAPITAL MANAGEMENT, L.P.

By: /s/ Peter Kolchinsky

\_\_\_\_\_  
Peter Kolchinsky  
Manager

PETER KOLCHINSKY

/s/ Peter Kolchinsky

RAJEEV SHAH

/s/ Rajeev Shah

\_\_\_\_\_  
RA CAPITAL HEALTHCARE FUND, L.P.

By: /s/ Peter Kolchinsky

\_\_\_\_\_  
Peter Kolchinsky  
Manager

\_\_\_\_\_