

CURIS INC

Form 3

August 15, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
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burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*RA CAPITAL  
MANAGEMENT, LLC

(Last) (First) (Middle)

111 HUNTINGTON AVENUE,  
SUITE 610,

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

2. Date of Event Requiring  
Statement(Month/Day/Year)  
08/08/20073. Issuer Name **and** Ticker or Trading Symbol  
CURIS INC [CRIS]4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)5. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

7,520,564

I

See Footnote <sup>(1)</sup>Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**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. Conversion  
or Exercise  
Price of  
Derivative5. Ownership  
Form of  
Derivative  
Security:6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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|                                      | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |                  |
|--------------------------------------|---------------------|--------------------|-----------------|----------------------------------|----------|------------------------------------------------|------------------|
| Warrants to Purchase<br>Common Stock | Â (2)               | 08/08/2012         | Common<br>Stock | 2,632,198                        | \$ 1.02  | I                                              | See Footnote (3) |

## Reporting Owners

| Reporting Owner Name / Address                                                                                               | Relationships |           |         |       |
|------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                              | Director      | 10% Owner | Officer | Other |
| RA CAPITAL MANAGEMENT, LLC<br>111 HUNTINGTON AVENUE, SUITE 610<br>BOSTON,Â MAÂ 02199                                         | Â             | Â X       | Â       | Â     |
| ALDRICH RICHARD<br>C/O RA CAPITAL MANAGEMENT, LLC<br>111 HUNTINGTON AVENUE, SUITE 610<br>BOSTON,Â MAÂ 02199                  | Â             | Â X       | Â       | Â     |
| Kolchinsky Peter<br>C/O RA CAPITAL MANAGEMENT, LLC<br>111 HUNTINGTON AVENUE, SUITE 610<br>BOSTON,Â MAÂ 02199                 | Â             | Â X       | Â       | Â     |
| RA Capital Biotech Fund II, L.P.<br>C/O RA CAPITAL MANAGEMENT, LLC<br>111 HUNTINGTON AVENUE, SUITE 610<br>BOSTON,Â MAÂ 02199 | Â             | Â X       | Â       | Â     |
| RA Capital Biotech Fund LP<br>C/O RA CAPITAL MANAGEMENT, LLC<br>111 HUNTINGTON AVENUE, SUITE 610<br>BOSTON,Â MAÂ 02199       | Â             | Â X       | Â       | Â     |

## Signatures

|                                                               |            |
|---------------------------------------------------------------|------------|
| /s/ Peter Kolchinsky Manager of RA Capital Management<br>LLC, | 08/14/2007 |
| __Signature of Reporting Person                               | Date       |
| /s/ Richard H. Aldrich                                        | 08/14/2007 |
| __Signature of Reporting Person                               | Date       |
| /s/ Peter Kolchinsky                                          | 08/14/2007 |
| __Signature of Reporting Person                               | Date       |
| /s/ Peter Kolchinsky                                          | 08/14/2007 |
| __Signature of Reporting Person                               | Date       |
| /s/ Peter Kolchinsky                                          | 08/14/2007 |
| __Signature of Reporting Person                               | Date       |

## Explanation of Responses:

\* 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).

(1) These shares represent 7,388,202 shares held by RA Capital Biotech Fund, L.P. ("Fund I"), and 132,362 shares held by RA Capital Biotech Fund II, L.P. ("Fund II"). RA Capital Management, LLC (the "General Partner") is the general partner of each of Fund I and Fund II, and Richard H. Aldrich and Peter Kolchinsky are the sole managers of RA Capital Management, LLC. Each of the Reporting Persons disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein, if any.

(2) These warrants are exercisable for cash, provided, however, that the warrants are not exercisable to the extent the holder of any such warrant, together with any affiliates, holds or beneficially owns more than 9.99% of the outstanding Common Stock of the issuer, unless such restriction is waived by the holder upon not less than 61 days written notice to the issuer.

(3) These warrants represent the right for RA Capital Biotech Fund, L.P. ("Fund I") to acquire 2,585,871 additional shares of Common Stock and for RA Capital Biotech Fund II, L.P. ("Fund II") to acquire 46,327 additional shares of Common Stock, in each case upon the terms and conditions set forth in such warrant. RA Capital Management, LLC (the "General Partner") is the general partner of each of Fund I and Fund II, and Richard H. Aldrich and Peter Kolchinsky are the sole managers of RA Capital Management, LLC. Each of the Reporting Persons disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein, if any.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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