

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

**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

1. Name and Address of Reporting Person* <u>Pivotal bioVenture Partners Fund I, L.P.</u> <hr/> (Last) (First) (Middle) 1700 OWENS STREET, SUITE 595 <hr/> (Street) SAN FRANCISCO CA 94158 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Entasis Therapeutics Holdings Inc. [ ETTX ]</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) 09/28/2018	

**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	09/28/2018		C		359,267	A	(1)	359,267	I	See Footnote <sup>(2)</sup>
Common Stock	09/28/2018		C		458,425	A	(1)	842,454 <sup>(3)</sup>	I	See Footnote <sup>(2)</sup>
Common Stock	09/28/2018		P		337,724	A	\$15	1,180,178	I	See Footnote <sup>(2)</sup>

**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	Title	Amount or Number of Shares				
Series B-1 Tranche A Convertible Preferred Stock	(1)	09/28/2018		C			7,446,904	(1)	(1)	Common Stock	359,267 <sup>(1)</sup>	\$0.00	0	I	See Footnote <sup>(2)</sup>
Series B-1 Tranche B Convertible Preferred Stock	(1)	09/28/2018		C			9,502,249	(1)	(1)	Common Stock	458,425 <sup>(1)</sup>	\$0.00	0	I	See Footnote <sup>(2)</sup>

1. Name and Address of Reporting Person* <u>Pivotal bioVenture Partners Fund I, L.P.</u> <hr/> (Last) (First) (Middle) 1700 OWENS STREET, SUITE 595 <hr/> (Street) SAN FRANCISCO CA 94158 <hr/> (City) (State) (Zip)		
--	--	--

1. Name and Address of Reporting Person*		
<a href="#">Pivotal bioVenture Partners Fund I G.P., L.P.</a>		
(Last)	(First)	(Middle)
1700 OWENS STREET, SUITE 595		
(Street)		
SAN FRANCISCO CA		94158
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Pivotal bioVenture Partners Fund I U.G.P., Ltd</a>		
(Last)	(First)	(Middle)
1700 OWENS STREET, SUITE 595		
(Street)		
SAN FRANCISCO CA		94158
(City) (State) (Zip)		

**Explanation of Responses:**

- Each share of Series B-1 Tranche A Convertible Preferred Stock and Series B-1 Tranche B Convertible Preferred Stock (collectively, the "Preferred Stock") automatically converted into Common Stock on a 20.728-for-one basis upon the closing of the Issuer's initial public offering. The Preferred Stock had no expiration date.
- The reportable securities are owned directly by Pivotal bioVenture Partners Fund I, L.P. ("Pivotal"). Pivotal bioVenture Partners Fund I G.P., L.P. ("Pivotal GP") is the general partner of Pivotal. Pivotal bioVenture Partners Fund I U.G.P., Ltd ("Ultimate General Partner") is the general partner of Pivotal GP. Richard Coles, Peter Bisgaard and Vincent Sai Sing Cheung are directors of the Ultimate General Partner and may, along with the Ultimate General Partner, be deemed to have shared voting and dispositive power over the shares owned by Pivotal.
- This number includes an aggregate of 24,762 shares of Common Stock received upon the conversion of the Issuer's Preferred Stock as payment of the accrued dividends through September 27, 2018. No dividends will accrue after September 27, 2018.

**Remarks:**

<a href="#">/s/ Jason Minio, Attorney-in-Fact</a>	<a href="#">10/02/2018</a>
<a href="#">/s/ Jason Minio, Attorney-in-Fact</a>	<a href="#">10/02/2018</a>
<a href="#">/s/ Jason Minio, Attorney-in-Fact</a>	<a href="#">10/02/2018</a>

\*\* 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.