

CITY THERAPEUTICS, INC.

Reported by
NELSEN ROBERT

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/19/26 for the Period Ending 10/15/26

Address	399 BINNEY ST CAMBRIDGE, MA, 02141
Telephone	857-357-2024
CIK	0002143850
Symbol	CTY
Fiscal Year	12/31

FORM 4

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
NELSEN ROBERT			CITY THERAPEUTICS, INC. [CTY]			☒ Director ☒ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
399 BINNEY STREET			10/15/2026					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
CAMBRIDGE MASSACHUSETTS 02142						☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person		
(City) (State) (Zip/Postal Code)								
UNITED STATES								
(Country)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/19/2026		C		3,294,900	A	(1)	6,013,192	I	By ARCH Venture Fund XII, L.P. (2)
Common Stock	10/19/2026		C		5,482,309	A	(1)	11,495,501	I	By ARCH Venture Fund XII, L.P. (2)
Common Stock	10/19/2026		C		2,027,006	A	(1)	13,522,507	I	By ARCH Venture Fund XII, L.P. (2)
Common Stock	10/19/2026		P		170,000	A	\$18	13,692,507	I	By ARCH Venture Fund XII, L.P. (2)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				
Stock Option (Right to Buy)	\$18	10/15/2026		A		22,649		(3)	10/14/2036	Common Stock	22,649	\$0	22,649	D	
Series Seed convertible preferred stock	(1)	10/19/2026		C		3,000,000		(1)	(1)	Common Stock	3,294,900	\$0	0	I	By ARCH Venture Fund XII, L.P. (2)
Series A convertible preferred stock	(1)	10/19/2026		C		4,991,633		(1)	(1)	Common Stock	5,482,309	\$0	0	I	By ARCH Venture Fund XII, L.P. (2)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B convertible preferred stock	(1)	10/19/2026		C			1,845,585	(1)	(1)	Common Stock	2,027,006	\$0	0	I	By ARCH Venture Fund XII, L.P. (2)

Explanation of Responses:

- (1) Each share of Series Seed convertible preferred stock, Series A convertible preferred stock and Series B convertible preferred stock (collectively, the "Preferred Stock") was convertible into Common Stock of the Issuer on a one-to-1.0983 basis at the option of the holder, and automatically converted into Common Stock upon the closing of the Issuer's initial public offering on October 19, 2026 without payment of consideration. The Preferred Stock had no expiration date.
- (2) Shares held directly by ARCH Venture Fund XII, L.P. ("ARCH XII"). ARCH Venture Partners XII, L.P. ("AVP XII LP") is the sole general partner of ARCH XII. ARCH Venture Partners XII, LLC ("AVP XII LLC") is the sole general partner of AVP XII LP. Keith Crandell, Kristina Burow, Steven Gillis and Robert Nelsen are members of the investment committee of AVP XII LLC (the "AVP XII LLC Committee Members"). Each of AVP XII LP and AVP XII LLC may be deemed to beneficially own the shares held by ARCH XII, and each of the AVP XII LLC Committee Members may be deemed to share the power to direct the disposition and vote of the shares held by ARCH XII. The Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest therein, if any.
- (3) The shares underlying this option vest in full upon the earlier of (i) October 15, 2027 or (ii) the date of the Issuer's next annual meeting of stockholders, subject to the Reporting Person's continued service on such vesting date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSEN ROBERT 399 BINNEY STREET CAMBRIDGE MASSACHUSETTS 02142 UNITED STATES	X	X		

Signatures

/s/ Mary Beth DeLena, as Attorney-in-Fact

10/19/2026

**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 control number.

* Form 4: SEC 1474 (03-26).