

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>TYBOURNE CAPITAL MANAGEMENT (HK) LTD</u> (Last) (First) (Middle) 30/F, AIA CENTRAL, 1 CONNAUGHT ROAD C (Street) HONG KONG K3 XXXXX (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/22/2019	3. Issuer Name and Ticker or Trading Symbol <u>BICYCLE THERAPEUTICS plc [BCYC]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
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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 Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series B2 Preferred Shares	(1)	(1)	Ordinary Shares	1,454,411 ⁽²⁾	(1)	I	See Footnotes ⁽⁴⁾⁽⁵⁾
Series B2 Preferred Shares Warrants	(3)	03/31/2025	Ordinary Shares	139,264 ⁽²⁾	(3)	I	See Footnotes ⁽⁴⁾⁽⁵⁾

1. Name and Address of Reporting Person* <u>TYBOURNE CAPITAL MANAGEMENT (HK) LTD</u> (Last) (First) (Middle) 30/F, AIA CENTRAL, 1 CONNAUGHT ROAD C (Street) HONG KONG K3 XXXXX (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Tybourne Capital Management Ltd</u> (Last) (First) (Middle) 30/F, AIA CENTRAL, 1 CONNAUGHT ROAD C (Street) HONG KONG K3 XXXXX (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
Tybourn Kesari Ltd		
(Last)	(First)	(Middle)
30/F, AIA CENTRAL, 1 CONNAUGHT ROAD C		
(Street)		
HONG KONG	K3	XXXXX
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
Krishnan Viswanathan		
(Last)	(First)	(Middle)
30/F, AIA CENTRAL, 1 CONNAUGHT ROAD C		
(Street)		
HONG KONG	K3	XXXXX
(City)		
(State)	(Zip)	

Explanation of Responses:

- Each Series B1 Preferred Share and Series B2 Preferred Share of the Issuer automatically converted into Ordinary Shares of the Issuer on a one for 1.429 basis immediately prior to the closing of the Issuer's initial public offering and have no expiration date.
- Share numbers give effect to the bonus shares issued to each holder of Ordinary Shares on the basis of 1.429 bonus shares for each Ordinary Share in issue, effective on May 13, 2019. The number of shares reported with respect to preferred shares of the Issuer reflects the conversion of the Series B1 Preferred Shares and Series B2 Preferred Shares to Ordinary Shares set out in Footnote (1).
- The warrants to purchase Series B1 Preferred Shares became exercisable for the number of Ordinary Shares into which Series B1 Preferred Shares became convertible immediately prior to the closing of the Issuer's initial public offering. The warrants have an exercise price of GBP 0.01 per share. The Warrants are immediately exercisable and expire on March 31, 2025.
- The securities reported herein as beneficially owned by Tybourn Capital Management (HK) Limited ("Tybourn HK") as held for the benefit of Aquila Investments IV, a private investment fund for which Tybourn HK serves as investment advisor. Tybourn Capital Management Limited ("Tybourn Cayman") is the parent of Tybourn HK. Tybourn Kesari Limited ("Tybourn Kesari") is the parent of Tybourn Cayman. Mr. Krishnan is the principal and sole shareholder of Tybourn Kesari. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest in such shares, and the inclusion of such securities in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purpose.
- This report does not include any pecuniary interest of Bosun Hau in securities of the Issuer. Mr. Hau, Managing Director and Principal - Private Markets at Tybourn HK, separately files reports under Section 16.

Remarks:

References herein to "Ordinary Shares" include Ordinary Shares underlying American Depositary Shares.

[/s/ TYBOURNE CAPITAL
MANAGEMENT \(HK\)
LIMITED by Catherine
Cheung, Chief Operating
Officer](#) [06/03/2019](#)

[/s/ TYBOURNE CAPITAL
MANAGEMENT LIMITED by
Viswanathan Krishnan,
Principal](#) [06/03/2019](#)

[/s/ TYBOURNE KESARI
LIMITED by Viswanathan
Krishnan, Principal](#) [06/03/2019](#)

[/s/ Viswanathan Krishnan,
Individually](#) [06/03/2019](#)

** 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 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).

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.