

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

OMB APPROVAL	
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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 for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See instruction 10.

1. Name and Address of Reporting Person* <u>Scalzo Richard William</u>			2. Issuer Name and Ticker or Trading Symbol <u>Dyne Therapeutics, Inc. [DYN]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Head of Finance & Admin.</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>09/06/2024</u>					
1560 TRAPELO ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street) <u>WALTHAM MA 02451</u>								
(City) (State) (Zip)								

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	09/06/2024		M		6,502	A	\$5.54	117,524 ⁽¹⁾	D	
Common Stock	09/06/2024		M		3,353	A	\$5.54	120,877 ⁽¹⁾	D	
Common Stock	09/06/2024		M		34,833	A	\$19	155,710 ⁽¹⁾	D	
Common Stock	09/06/2024		M		16,696	A	\$13.12	172,406 ⁽¹⁾	D	
Common Stock	09/06/2024		M		29,792	A	\$8.58	202,198 ⁽¹⁾	D	
Common Stock	09/06/2024		M		18,750	A	\$10.72	220,948 ⁽¹⁾	D	
Common Stock	09/06/2024		M		6,552	A	\$10.88	227,500 ⁽¹⁾	D	
Common Stock	09/06/2024		S		124,374	D	\$32.14 ⁽²⁾	103,126 ⁽¹⁾	D	
Common Stock	09/06/2024		S		1,700	D	\$32.63	101,426 ⁽¹⁾	D	

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
Stock option (right to buy)	\$5.54	09/06/2024		M			6,502	(3)	07/30/2030	Common Stock	6,502	\$0	0	D	
Stock option (right to buy)	\$5.54	09/06/2024		M			3,353	(4)	07/30/2030	Common Stock	3,353	\$0	0	D	
Stock option (right to buy)	\$19	09/06/2024		M			34,833	(5)	09/15/2030	Common Stock	34,833	\$0	742	D	
Stock option (right to buy)	\$13.12	09/06/2024		M			16,696	(6)	12/09/2031	Common Stock	16,696	\$0	8,348	D	
Stock option (right to buy)	\$8.58	09/06/2024		M			29,792	(7)	07/10/2032	Common Stock	29,792	\$0	25,208	D	

**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				
Stock option (right to buy)	\$10.72	09/06/2024		M			18,750	(8)	12/08/2032	Common Stock	18,750	\$0	26,250	D	
Stock option (right to buy)	\$10.88	09/06/2024		M			6,552	(9)	11/14/2033	Common Stock	6,552	\$0	28,394	D	

Explanation of Responses:

- Includes 101,426 unvested RSUs.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$31.62 to \$32.60, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote of this Form 4.
- The option was granted on July 31, 2020. The shares underlying the option vest over four years in equal quarterly installments through July 31, 2024, provided that no shares shall vest prior to December 2, 2020.
- The option was granted on July 31, 2020. The shares underlying the option vest over four years in equal quarterly installments through July 31, 2024, provided that no shares shall vest prior to December 2, 2020.
- The option was granted on September 16, 2020. The shares underlying the option vest over four years in equal monthly installments through September 16, 2024.
- The option was granted on December 10, 2021. The shares underlying the option vest over four years in equal monthly installments through December 10, 2025.
- The option was granted on July 11, 2022. The shares underlying the option vest over four years in equal monthly installments beginning on July 1, 2022.
- The option was granted on December 9, 2022. The shares underlying the option vest over four years in equal monthly installments through December 10, 2026.
- The option was granted on November 15, 2023. The shares underlying the option vest over four years in equal monthly installments through November 15, 2027.

/s/ Richard Scalzo

09/10/2024

** 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.

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