

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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>Logos Global Management LP</u>  (Last) (First) (Middle) <u>1 LETTERMAN DRIVE, SUITE D3-700</u>  (Street) <u>SAN FRANCISCO CA 94129</u>  (City) (State) (Zip)	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 <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/21/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/21/2020		C		804,392	A	(1)	804,392	I	See footnotes <sup>(2)(3)</sup>
Common Stock	09/21/2020		P		700,000	A	\$19	1,504,392	I	See footnotes <sup>(2)(3)</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
Series B Preferred Stock	(1)	09/21/2020		C			2,668,089	(1)	(1)	Common Stock	804,392	\$0.00	0	I	See footnotes <sup>(2)(3)</sup>

**Explanation of Responses:**

- On September 21, 2020, the Series B Preferred Stock automatically converted into Common Stock on a 3.3169-for-one basis without payment of further consideration upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.
- The reporting persons are Logos Opportunities Fund II LP (the "Fund"), Logos Global Management LP ("LGM"), Logos Global Management GP LLC ("LGM GP"), Logos Opportunities GP LLC ("Fund GP"), Logos GP LLC ("Logos GP"), Dr. Arsani William and Dr. Graham Walmsley. LGM is the investment adviser of private funds, including the Fund. LGM GP is the general partner of LGM. Fund GP is the general partner of the Fund. Logos GP is the manager of Fund GP. Dr. William and Dr. Walmsley are controlling persons of LGM and Logos GP and managers of the Fund. LGM is filing this report for itself and the other reporting persons. The reporting persons are filing this Form 3 jointly, but not as a group, and each expressly disclaims membership in a group within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934.
- The Fund holds the securities reported herein directly for the benefit of its investors. The securities may be deemed to be indirectly beneficially owned by LGM as investment adviser to the Fund, by LGM GP as general partner of LGM, by Fund GP as general partner of the Fund, by Logos GP as manager of Fund GP and by Dr. William and Dr. Walmsley as controlling persons of LGM and Logos GP. The reporting persons disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

**Remarks:**

/s/ Arsani William, Managing Partner 09/23/2020

\*\* 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.