SEC Form 4	
FORM	4

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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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.

## 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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hours per response: 0.5								

		on*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Dyne Therapeutics, Inc.</u> [ DYN ]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner	
	(First) ERAPEUTICS, IN	(Middle) NC.	3. Date of Earliest Transaction (Month/Day/Year) 08/26/2024		Officer (give title below)	Other (specify below)	
1560 TRAPELO ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applica Line)			
(Street) WALTHAM	MA	02451		V	Form filed by One Repo Form filed by More than Person		
(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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(1150.4)	(1130. 4)
Common Stock	08/26/2024		S <sup>(1)</sup>		77,963	D	\$45.23 <sup>(2)</sup>	642,498	Ι	See footnote <sup>(3)</sup>
Common Stock	08/26/2024		S <sup>(1)</sup>		11,534	D	<b>\$</b> 45.79 <sup>(4)</sup>	630,964	Ι	See footnote <sup>(3)</sup>
Common Stock	08/27/2024		<b>S</b> <sup>(1)</sup>		65,403	D	<b>\$</b> 44.28 <sup>(5)</sup>	565,561	Ι	See footnote <sup>(3)</sup>
Common Stock								5,795,364	Ι	See footnote <sup>(6)(7)</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)	Transaction Code (Instr. 8)				Expiration Date		Expiration Date		Expiration Date Amount of		int of rities rlying ative rity (Instr.	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							

## Explanation of Responses:

1. This transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Forbion Capital Fund IV Cooperatief U.A. ("FCF IV") on April 9, 2024.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$44.71 to \$45.70, 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(s) set forth in the footnotes of this Form 4.

3. The shares are held directly by FCF IV. Forbion IV Management B.V. ("Forbion Management"), the director of FCF IV, may be deemed to have voting and dispositive power over the shares held by FCF IV. Investment decisions with respect to the shares held by FCF IV can be made by FCPM III Services B.V., the director of Forbion Management, which may delegate such powers to its investment committee which may delegate such powers to the authorized representatives of Forbion Management. Messrs. Slootweg, van Osch, Mulder, van Houten, Reithinger and Boorsma (the "Partners") are partners of FCPM III Services B.V., the directors of FCF IV. The Reporting Person disclaims beneficial ownership of the shares, except to the extent of his pecuniary interest therein.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$45.71 to \$46.16, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$43.79 to \$44.67, inclusive.

6. The shares are held directly by ForDyne B.V. ("ForDyne"). ForDyne is jointly owned by FCF IV and Forbion Growth Opportunities Fund II Cooperatief U.A. ("FGO II"). Forbion Management may be deemed to have voting and dispositive power over 4,366,793 of the shares of common stock held by ForDyne. Investment decisions with respect to the shares held by ForDyne can be made by FCP M III Services B.V., the director of Forbion Management, which may delegate such powers to its investment committee which may delegate such powers to the authorized representatives of Forbion Management. The Partners are partners of FCPM III Services B.V., which acts as the investment advisor to the directors of ForDyne. The Reporting Person is a partner of Forbion Management and a member of the investment committee of Forbion Management.

7. (Continued from Footnote 6) Forbion Growth II Management B.V. ("FGO II Management"), the director of FGO II, may be deemed to have voting and dispositive power over 1,428,571 of the shares of common stock held by ForDyne. Investment decisions with respect to the shares held by ForDyne can be made by FCPM III Services B.V., the director of FGO II Management, which may delegate such powers to its investment committee which may delegate such powers to the authorized representatives of FGO II Management. The Partners are partners of FCPM III Services B.V., which acts as the investment advisor to the directors of FODyne. The Reporting Person is a partner of FGO II Management and a member of the investment committee of FGO II Management. The Reporting Person disclaims beneficial ownership of the shares, except to the extent of his pecuniary interest therein.



08/28/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.