

OMB APPROVAL	
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**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>HURWITZ EDWARD</u>  (Last) (First) (Middle) C/O DYNE THERAPEUTICS, INC. 830 WINTER STREET  (Street) WALTHAM MA 02451  (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)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 07/31/2020	
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		4,614,943	A	(1)(2)	4,614,943	I	See footnote <sup>(3)</sup>
Common Stock	09/21/2020		C		245,279	A	(1)(2)	245,279	I	See footnote <sup>(4)</sup>
Common Stock	09/21/2020		C		91,081	A	(1)(2)	91,081	I	See footnote <sup>(5)</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	Amount or Number of Shares				
Series A Preferred Stock	(6)	07/31/2020		P		4,893,347		(6)	(6)	Common Stock	1,475,277	\$1	13,980,992	I	See footnote <sup>(3)</sup>
Series A Preferred Stock	(6)	07/31/2020		P		260,077		(6)	(6)	Common Stock	78,409	\$1	743,076	I	See footnote <sup>(4)</sup>
Series A Preferred Stock	(6)	07/31/2020		P		96,576		(6)	(6)	Common Stock	29,116	\$1	275,932	I	See footnote <sup>(5)</sup>
Series B Preferred Stock	(7)	08/07/2020		P		1,326,313		(7)	(7)	Common Stock	399,867	\$2.811	1,326,313	I	See footnote <sup>(3)</sup>
Series B Preferred Stock	(7)	08/07/2020		P		70,492		(7)	(7)	Common Stock	21,254	\$2.811	70,492	I	See footnote <sup>(4)</sup>
Series B Preferred Stock	(7)	08/07/2020		P		26,176		(7)	(7)	Common Stock	7,893	\$2.811	26,176	I	See footnote <sup>(5)</sup>
Series A Preferred Stock	(1)	09/21/2020		C			13,980,992	(1)	(1)	Common Stock	4,215,076	\$0.00	0	I	See footnote <sup>(3)</sup>
Series A Preferred Stock	(1)	09/21/2020		C			743,076	(1)	(1)	Common Stock	224,025	\$0.00	0	I	See footnote <sup>(4)</sup>
Series A Preferred Stock	(1)	09/21/2020		C			275,932	(1)	(1)	Common Stock	83,188	\$0.00	0	I	See footnote <sup>(5)</sup>
Series B Preferred Stock	(2)	09/21/2020		C			1,326,313	(2)	(2)	Common Stock	399,867	\$0.00	0	I	See footnote <sup>(3)</sup>
Series B Preferred Stock	(2)	09/21/2020		C			70,492	(2)	(2)	Common Stock	21,254	\$0.00	0	I	See footnote <sup>(4)</sup>
Series B Preferred Stock	(2)	09/21/2020		C			26,176	(2)	(2)	Common Stock	7,893	\$0.00	0	I	See footnote <sup>(5)</sup>

**Explanation of Responses:**

- On September 21, 2020, the Series A 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.
- 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 shares are held directly by MPM BioVentures 2018, L.P. ("BV 2018"). The general partner of BV 2018 is MPM BioVentures 2018 GP LLC ("BV 2018 GP"). MPM BioVentures 2018 LLC ("BV 2018 LLC") is the managing member of BV 2018 GP. The Reporting Person, Luke Evnin, Ansbert Gadick, and Todd Foley are the Managing Directors of BV 2018 LLC. The Reporting Person disclaims Section 16 beneficial ownership of the securities held by BV 2018, except to the extent of his pecuniary interest therein, if any.
- The shares are held directly by MPM BioVentures 2018 (B), L.P. ("BV 2018(B)"). The general partner of BV 2018(B) is BV 2018 GP. BV 2018 LLC is the managing member of BV 2018 GP. The Reporting Person, Luke Evnin, Ansbert Gadick, and Todd Foley are the Managing Directors of BV 2018 LLC. The Reporting Person disclaims Section 16 beneficial ownership of the securities held by BV 2018(B), except to the extent of his

pecuniary interest therein, if any.

5. The shares are held directly by MPM Asset Management Investors BV2018 LLC ("MPM Asset Management"). The manager of MPM Asset Management is BV 2018 LLC. The Reporting Person, Luke Evnin, Ansbert Gadick, and Todd Foley are the Managing Directors of BV 2018 LLC. The Reporting Person disclaims Section 16 beneficial ownership of the securities held by MPM Asset Management, except to the extent of his pecuniary interest therein, if any.

6. The Series A Preferred Stock was convertible into common stock on a 3.3169-for-one basis into the number of shares of common stock shown in Column 7 without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.

7. The Series B Preferred Stock was convertible into common stock on a 3.3169-for-one basis into the number of shares of common stock shown in Column 7 without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.

**Remarks:**

/s/ Richard Scalzo, Attorney-in-  
Fact 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.

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