SEC Form 4

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FORM 4

obligations may continue. See

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

OMB Number:	3235-0287
Estimated average burd	len
hours per response:	0.5

Instruction 1(b)	y continue. See).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		hours per	response: 0.5		
1. Name and Addr Brumm Josh	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>Dyne Therapeutics, Inc.</u> [DYN]		ationship of Reporting Pe k all applicable) Director	erson(s) to Issuer		
(Last) C/O DYNE TH	(First) IERAPEUTIC	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/08/2023	X	Officer (cive title	Other (specify below)		
1560 TRAPELO ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicabl				
(Street) WALTHAM	MA	02451		X	Form filed by One Re Form filed by More th Person			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication			that is intended to		
		Table I - Non-	Derivative Securities Acquired. Disposed of. or Bene	icially	Owned			

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 Disposed Of	Acquired (D) (Instr.	(A) or 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)
Common Stock	06/08/2023		G ⁽¹⁾		20,000	D	\$0.00	302,483	D	
Common Stock	06/08/2023		G ⁽¹⁾		1,800	D	\$0.00	300,683	D	
Common Stock	06/08/2023		М		30,088	A	\$1.03	330,771	D	
Common Stock	06/08/2023		S		46,811	D	\$13.15 ⁽²⁾	283,960	D	
Common Stock	06/08/2023		S		14,189	D	\$13.47 ⁽³⁾	269,771	D	
Common Stock	06/09/2023		М		76,582	A	\$1.03	346,353	D	
Common Stock	06/09/2023		S		76,582	D	\$13.34(4)	269,771	D	
Common Stock	06/12/2023		М		171,360	A	\$1.03	441,131	D	
Common Stock	06/12/2023		S		187,748	D	\$12.61 ⁽⁵⁾	253,383	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(.3),,															
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. Transac Code (Ir 8)		n Derivative		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)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (right to buy)	\$1.03	06/08/2023		М			30,088	(6)	01/05/2030	Common Stock	30,088	\$0.00	317,661	D	
Stock Option (right to buy)	\$1.03	06/09/2023		М			76,582	(6)	01/05/2030	Common Stock	76,582	\$0.00	241,079	D	
Stock Option (right to buy)	\$1.03	06/12/2023		М			171,360	(6)	01/05/2023	Common Stock	171,360	\$0.00	69,719	D	

Explanation of Responses:

1. This transaction was a charitable donation to a third party effective June 8, 2023 in which no value was received in return.

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 \$13.10 to \$13.23, 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 ranges set forth in footnotes (1) and (2) of this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$13.24 to \$14.22, inclusive.

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 \$13.00 to \$13.64, 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 \$12.18 to \$13.14, inclusive.

6. The option was granted on January 6, 2020. The shares underlying the option vest over four years, with 25% of the shares vesting on October 12, 2020 and the remaining shares vesting in equal quarterly installments thereafter.

Remarks:

Chief Executive Officer and President

** 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.