## SEC Form 4

Instruction 1(b).

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAI

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287
	Estimated average but hours per response:	urden
Filed purpuent to Section 16(a) of the Securitian Evolution Act of 1024	hours per response:	0.5
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		

			C	r Section 30(n) of the	Investment Co	ompany Act of 1940					
1. Name and Address of Reporting Person <sup>*</sup> HIGH SUSANNA GATTI				. Issuer Name <b>and</b> Tic Dyne Therapeut			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) C/O DYNE TH	(First) HERAPEUTICS	(Middle) S, INC.		. Date of Earliest Tran 2/11/2023	saction (Mont	h/Day/Year)	X	Officer (give title below) Chief Oper	Other below ating Officer	(specify )	
1560 TRAPEL	O ROAD		4	. If Amendment, Date	of Original File	ed (Month/Day/Year)	Line)	idual or Joint/Grou			
(Street)							X	Form filed by On	e Reporting Per	son	
WALTHAM	MA	02451						Form filed by Mo Person	re than One Re	porting	
(City)	(State)	(Zip)	F			ction Indication					
						isaction was made pursuant t tions of Rule 10b5-1(c). See I			en plan that is int	ended to	
		Table I - No	on-Derivativ	e Securities Ac	quired, Dis	sposed of, or Benet	ficially	Owned			
1. Title of Securit	y (Instr. 3)		2. Transaction Date	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code ( 8)		Disposed Of	(D) (Instr			(D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	12/11/2023		S		1,616 <sup>(1)</sup>	D	\$10.72 <sup>(2)</sup>	187,882 <sup>(3)</sup>	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. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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				

## Explanation of Responses:

1. Represents shares automatically sold by the Reporting Person to satisfy tax withholding obligations in connection with the vesting of restricted stock units granted to the Reporting Person on December 10, 2021 and December 9, 2022. The automatic sale of the Reporting Person's shares is provided for in a restricted stock unit agreement constituting a "binding contract" consistent with the affirmative defense to liability under Rule 10b5-1 and the sale does not represent a discretionary trade by the Reporting Person.

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 \$10.72 to \$10.82, 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 this footnote of this Form 4.

3. Includes 157,029 unvested RSUs.

**Remarks:** 

/s/ Richard Scalzo, Attorneyin-Fact

12/12/2023

\*\* 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.