

| OMB APPROVAL | |
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>Artal International S.C.A.</u> <hr/> (Last) (First) (Middle) VALLEY PARK 44, RUE DE LA VALLEE <hr/> (Street) LUXEMBOURG N4 L-2661 <hr/> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 05/23/2018 | 3. Issuer Name and Ticker or Trading Symbol <u>Scholar Rock Holding Corp [SRRK]</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year) |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| | | | |

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series C Preferred Stock | (1) | (1) | Common Stock | 1,946,040 | (1) | D ⁽²⁾⁽³⁾ | |

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|---|--|--|
| 1. Name and Address of Reporting Person* <u>Artal International S.C.A.</u> <hr/> (Last) (First) (Middle) VALLEY PARK 44, RUE DE LA VALLEE <hr/> (Street) LUXEMBOURG N4 L-2661 <hr/> (City) (State) (Zip) | | |
|---|--|--|

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>Artal International Management S.A.</u> <hr/> (Last) (First) (Middle) VALLEY PARK 44, RUE DE LA VALLEE <hr/> (Street) LUXEMBOURG N4 L-2661 <hr/> (City) (State) (Zip) | | |
|--|--|--|

| | | |
|--|---------|------------|
| 1. Name and Address of Reporting Person* | | |
| Artal Group S.A. | | |
| (Last) | (First) | (Middle) |
| VALLEY PARK 44, RUE DE LA VALLEE | | |
| (Street) | | |
| LUXEMBOURG | N4 | L-2661 |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| Westend S.A. | | |
| (Last) | (First) | (Middle) |
| VALLEY PARK 44, RUE DE LA VALLEE | | |
| (Street) | | |
| LUXEMBOURG | N4 | L-2661 |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| Stichting Administratiekantoor Westend | | |
| (Last) | (First) | (Middle) |
| IJSELBURCHT 3 | | |
| (Street) | | |
| ARNHEM | P7 | NL-6825 BS |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| Minne Pascal | | |
| (Last) | (First) | (Middle) |
| PLACE STE. GUDULE, 19 | | |
| (Street) | | |
| BRUXELLES | C9 | B-1000 |
| (City) (State) (Zip) | | |

Explanation of Responses:

- Each share of Preferred Stock is convertible on a 2.8548-for-1 basis into Common Stock at any time at the election of the Reporting Person and will automatically convert upon the closing of the Issuer's initial public offering into the number of shares of the Issuer's Common Stock shown in column 3 without payment or further consideration.
- Mr Pascal Minne is the sole member of the Board of Stichting Administratiekantoor Westend. Stichting Administratiekantoor Westend is the parent company of Westend S.A. Westend S.A. is the parent company of Artal Group S.A. Artal Group S.A. is the parent company of Artal International Management S.A., which is the managing partner of Artal International S.C.A. Artal International S.C.A. is the owner of the shares.
- Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of section 16 or for any other purpose.

[ARTAL INTERNATIONAL](#)
[S.C.A. By: Artal International](#)
[Management S.A., as its](#)
[managing partner By: /s/ Anne](#) 05/23/2018
[Goffard Name: Anne Goffard](#)
[Title: Managing Director](#)

ARTAL INTERNATIONAL
MANAGEMENT S.A. By: /s/
Anne Goffard Name: Anne 05/23/2018
Goffard Title: Managing
Director
ARTAL GROUP S.A. By: /s/
Anne Goffard Name: Anne 05/23/2018
Goffard Title: Authorized
Person
WESTEND S.A., By: /s/ Pascal
Minne Name: Pascal Minne 05/23/2018
Title: Director
STICHTING
ADMINISTRATIEKANTOOR
WESTEND By: /s/ Pascal 05/23/2018
Minne Name: Pascal Minne
Title: Sole Member of the
Board
/s/ Pascal Minne Name: Pascal 05/23/2018
Minne
** 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 5 (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.