# United States SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

SC]	HF	D	TIT	$\mathbf{F}$	12	C
17(1		ı.	UL	1 1		ιT

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

# SCHOLAR ROCK HOLDING CORPORATION

(Name of Issuer)

Common Stock (Title of Class of Securities)

80706P103 (CUSIP Number)

December 31, 2020 (Date of Event Which Requires Filing This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

⊠ Rule 13d-1(c)
□ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

# CUSIP No. 80706P103

1.	Names of Reporting Persons				
	BB Biotech AG				
2.					
	(a) ⊠ (b) □				
3.	3. SEC Use Only				
4.	. Citizenship or Place of Organization				
	Switzerland				
	5. Sole Voting Power				
		0			
Number of		6.	Shared Voting Power		
	Shares neficially	0.	Shared voling Power		
	wned by		2,255,651		
	Each	7.	Sole Dispositive Power		
	eporting				
	Person		0		
with:  8. Shared Dispositive Power		Shared Dispositive Power			
	2,255,651				
9.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	2,255,651				
10.					
11.	Percent of Class Represented by amount in Row (9)				
	6.7%				
12.					
12.	1. Type of responding 1 eroon (occ mondedons)				
	HC.CO				

### CUSIP No. 80706P103

1.	1. Names of Reporting Persons					
	Biotech 7	larg	et N.V.			
	I.R.S. Ide	ntifi	cation Nos. of above persons (entities only):			
	111101140		cause 1 to 5 of about persons (causes saily).			
	N/A					
2.			propriate Box if a Member of a Group (See Instructions)			
	(a) ⊠ (b) □					
3.	SEC Use	Onl	***			
٥.	SEC USE	OIII	y			
4.	4. Citizenship or Place of Organization					
	Curacao					
		5.	Sole Voting Power			
		0				
-	ımber of Shares	6.	Shared Voting Power			
	neficially					
	wned by		2,255,651			
	Each	7.	Sole Dispositive Power			
	Reporting					
Person with:		8.	O Shared Dispositive Power			
		δ.	Shared Dispositive Power			
	2,255,651					
9.						
	2,255,651					
10.	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares □					
11.	. Percent of Class Represented by amount in Row (9)					
	6.7%					
12.	Type of Reporting Person (See Instructions)					
	CO					

#### Item 1

- 1(a) Name of Issuer: Scholar Rock Holding Corporation
- 1(b) Address of Issuer's Principal Executive Offices:

620 Memorial Drive, 2nd Floor, Cambridge, Massachusetts, 02139

#### Item 2

- 2(a) Name of Person Filing: <u>BB Biotech AG ("BB Biotech") on behalf of its wholly-owned subsidiary, Biotech Target N.V. ("Biotech Target")</u>
  - 2(b) Address of Principal Business Office or, if none, Residence:

BB Biotech AG: Schwertstrasse 6, CH-8200 Schaffhausen, Switzerland

Biotech Target N.V.: Ara Hill Top Building, Unit A-5, Pletterijweg Oost 1, Curaçao

2(c) Citizenship: BB Biotech AG: Switzerland

**Biotech Target N.V.: Curacao** 

- 2(d) Title of Class of Securities Common Stock, par value \$0.001 per share
- 2(e) CUSIP Number <u>80706P103</u>

#### Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 2,255,651
- (b) Percent of class: 6.7%
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote 0
- (ii) Shared power to vote or to direct the vote 2,255,651
- (iii) Sole power to dispose or to direct the disposition of 0
- (iv) Shared power to dispose or to direct the disposition of 2,255,651

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

This statement is filed jointly by BB Biotech and Biotech Target, Biotech Target is a wholly-owned subsidiary of BB Biotech.

#### **Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURES**

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct

#### **BB Biotech AG**

Date: February 11, 2021	By: /s/ Martin Gubler	
		Signatory Authority
	Name:	Martin Gubler
	Title:	Signatory Authority
Date: <b><u>February 11, 2021</u></b>	Ву:	/s/ Ivo Betschart
		Signatory Authority
	Name:	Ivo Betschart
	Title:	Signatory Authority
Biotech Target N.V.		
Date: February 11, 2021	By:	/s/ Jan Bootsma
		Signatory Authority
	Name:	Jan Bootsma
	Title:	Signatory Authority
Date: February 11, 2021	Ву:	/s/ Hugo van Neutegem
		Signatory Authority
	Name:	Hugo van Neutegem
	Title:	Signatory Authority
	5 of 6	

## **Exhibit Index**

Exhibit A: Agreement by and between BB Biotech AG and Biotech Target N.V. with respect to the filing of this disclosure statement.\*

\* Previously filed as an exhibit to BB Biotech AG and Biotech Target N.V.'s Schedule 13G filed with the Securities and Exchange Commission on January 7, 2019.