

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Invus Public Equities, L.P.</u>  (Last) (First) (Middle) 750 LEXINGTON AVENUE 30TH FLOOR  (Street) NEW YORK NY 10022  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Scholar Rock Holding Corp [ SRRK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/25/2024	
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	11/25/2024		S		208,272	D	\$37.6311 <sup>(3)</sup>	11,051,166	D <sup>(1)(2)</sup>	
Common Stock	11/25/2024		S		43,887	D	\$38.4321 <sup>(4)</sup>	11,007,279	D <sup>(1)(2)</sup>	
Common Stock	11/25/2024		S		126,442	D	\$39.5104 <sup>(5)</sup>	10,880,837	D <sup>(1)(2)</sup>	
Common Stock	11/25/2024		S		30,683	D	\$40.139 <sup>(6)</sup>	10,850,154	D <sup>(1)(2)</sup>	
Common Stock	11/25/2024		S		149	D	\$40.98	10,850,005	D <sup>(1)(2)</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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Invus Public Equities, L.P.  
 (Last) (First) (Middle)  
 750 LEXINGTON AVENUE 30TH FLOOR  
 (Street)  
 NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Invus Public Equities Advisors, LLC  
 (Last) (First) (Middle)  
 750 LEXINGTON AVENUE 30TH FLOOR  
 (Street)  
 NEW YORK NY 10022

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Siren, L.L.C.</a>		
(Last)	(First)	(Middle)
C/O THE INVUS GROUP, LLC		
750 LEXINGTON AVENUE 30TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Invus Global Management, LLC</a>		
(Last)	(First)	(Middle)
750 LEXINGTON AVENUE 30TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">DEBBANE RAYMOND</a>		
(Last)	(First)	(Middle)
750 LEXINGTON AVENUE 30TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)

**Explanation of Responses:**

- The Common Stock is held directly by Invus Public Equities, L.P. The general partner of Invus Public Equities, L.P. is Invus Public Equities Advisors, LLC. Invus Global Management, LLC is the managing member of Invus Public Equities Advisors, LLC. Siren, L.L.C. is the managing member of Invus Global Management, LLC. Mr. Raymond Debbane is the managing member of Siren, L.L.C.
- 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 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 of the Exchange Act or for any other purpose.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.960 to \$37.955 per share, inclusive. The Reporting Persons undertake to provide to Scholar Rock Holding Corp, any security holder of Scholar Rock Holding Corp, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.960 to \$38.955 per share, inclusive. The Reporting Persons undertake to provide to Scholar Rock Holding Corp, any security holder of Scholar Rock Holding Corp, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.960 to \$39.955 per share, inclusive. The Reporting Persons undertake to provide to Scholar Rock Holding Corp, any security holder of Scholar Rock Holding Corp, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.960 to \$40.940 per share, inclusive. The Reporting Persons undertake to provide to Scholar Rock Holding Corp, any security holder of Scholar Rock Holding Corp, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

[Invus Public Equities, L.P.](#)  
[By: Invus Public Equities](#)  
[Advisors, LLC, its General](#) 11/27/2024  
[Partner, By: /s/ Raymond](#)  
[Debbane, President](#)  
[Invus Public Equities](#)  
[Advisors, LLC, By: /s/](#) 11/27/2024  
[Raymond Debbane, President](#)  
[Siren, L.L.C., By: /s/](#) 11/27/2024  
[Raymond Debbane, President](#)  
[Invus Global Management,](#)  
[LLC, By: /s/ Raymond](#) 11/27/2024  
[Debbane, President](#)  
[/s/ Raymond Debbane](#) 11/27/2024

\*\* 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.