

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

1. Name and Address of Reporting Person* <u>Carven Gregory John</u> (Last) (First) (Middle) 301 BINNEY STREET (Street) CAMBRIDGE MA 02142 (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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Head of Research</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/26/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year) 01/28/2021		

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	01/26/2021		S ⁽¹⁾		2,543 ⁽³⁾	D	\$60.6503 ⁽²⁾	52,898 ⁽⁴⁾	D	
Common Stock	01/26/2021		S ⁽¹⁾		1,064	D	\$61.5159 ⁽⁵⁾	51,834 ⁽⁴⁾	D	
Common Stock	01/27/2021		S ⁽¹⁾		5,400	D	\$55.8666 ⁽⁶⁾	46,434 ⁽⁴⁾	D	
Common Stock	01/27/2021		S ⁽¹⁾		12,139	D	\$56.7189 ⁽⁷⁾	34,295 ⁽⁴⁾	D	
Common Stock	01/27/2021		S ⁽¹⁾		1,561	D	\$57.7912 ⁽⁸⁾	32,734 ⁽⁴⁾	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. 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		(A)	(D)					

Explanation of Responses:

- This transaction was effected pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$60.28 to \$61.25. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- The original Form 4, filed on January 28, 2021, is being amended by this Form 4 amendment solely to correct an administrative error, which misreported a sale that occurred on January 26, 2021, as a total of 8,417 shares sold when in fact 2,543 shares of the Issuer's common stock were sold. As a result of this administrative error, the number of shares sold by the reporting person following the corrected transaction reflects a decrease in the number of shares reported as sold by the reporting person by 5,874 shares.
- The original Form 4, filed on January 28, 2021, is being amended by this Form 4 amendment solely to correct an administrative error, which misreported a sale that occurred on January 26, 2021, as a total of 8,417 shares sold when in fact 2,543 shares of the Issuer's common stock were sold. As a result of this administrative error, the number of shares beneficially owned by the reporting person following the corrected transaction reflects an increase in the number of shares reported as beneficially owned by the reporting person by 5,874 shares.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$61.35 to \$61.89. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$61.35 to \$61.89. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$56.31 to \$57.17. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.39 to \$58.28. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.

/s/ Junlin Ho, Attorney-in-Fact 01/28/2021
for Gregory J. Carven

** 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.