

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Myles Edward H</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 _____ Officer (give title below) _____ Other (specify below) _____ Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 11/11/2021	
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	11/11/2021		X		23,574 ⁽¹⁾	A	(5)	47,724 ⁽²⁾	D	
Common Stock	11/11/2021		S		23,574 ⁽¹⁾	D	\$35.2022 ⁽⁴⁾	24,150 ⁽³⁾	D	
Common Stock	11/12/2021		X		49,848 ⁽¹⁾	A	(5)	73,998 ⁽⁶⁾	D	
Common Stock	11/12/2021		S		49,848 ⁽¹⁾	D	\$35.1155 ⁽⁷⁾	24,150 ⁽³⁾	D	
Common Stock	11/15/2021		X		4,879 ⁽¹⁾	A	(9)	29,029 ⁽¹⁰⁾	D	
Common Stock	11/15/2021		S		4,879 ⁽¹⁾	D	\$35.0494 ⁽¹¹⁾	24,150 ⁽³⁾	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)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$20.52	11/11/2021		M			10,722	07/16/2020	11/19/2028	Common Stock	10,722	\$0	0	D	
Stock Option (Right to Buy)	\$21.21	11/11/2021		M			5,079	07/16/2020	05/21/2029	Common Stock	5,079	\$0	0	D	
Stock Option (Right to Buy)	\$13.83	11/11/2021		M			7,773	(8)	07/16/2030	Common Stock	7,773	\$0	242,227	D	
Stock Option (Right to Buy)	\$13.83	11/12/2021		M			47,497	(8)	07/16/2030	Common Stock	47,497	\$0	194,730	D	
Stock Option (Right to Buy)	\$13.83	11/12/2021		M			2,351	(8)	07/16/2030	Common Stock	2,351	\$0	192,379	D	
Stock Option (Right to Buy)	\$13.83	11/15/2021		M			4,879	(8)	07/16/2030	Common Stock	4,879	\$0	187,500	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.
- Consists of 23,574 shares of common stock and 24,150 restricted stock units ("RSU"). Each RSU represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock. The shares subject to this RSU award will vest annually over four years, subject to a continued service relationship with the Issuer on such vesting date.
- Consists of 24,150 RSUs.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.71. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- The shares of common stock were acquired at a price per share of \$13.83, \$20.52 and \$21.21 as reported in Table II.
- Consists of 49,848 shares of common stock and 24,150 RSUs. Each RSU represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock. The shares subject to this RSU award will vest annually over four years, subject to a continued service relationship with the Issuer on such vesting date.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.62. Full information regarding the number of shares sold at each

separate price can be furnished to the SEC staff upon request.

8. Shares vest over four years, with 25% vesting on July 16, 2021, and the remainder of shares vesting in twelve (12) quarterly installments thereafter, subject to such individual's continued service relationship with the Issuer through each such date.

9. The shares of common stock were acquired at a price per share of \$13.83 as reported in Table II.

10. Consists of 4,879 shares of common stock and 24,150 RSUs. Each RSU represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock. The shares subject to this RSU award will vest annually over four years, subject to a continued service relationship with the Issuer on such vesting date.

11. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.16. 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
for Edward H. Myles 11/15/2021

** 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.