FORM 4

Check this box if no longer subject to

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	OMB APPROVAL									
	OMB Number: 3235-028 Estimated average burden									
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Section obligat	n 16. Form 4 or ions may contir tion 1(b).		OIA	Filed		nt to Section						1934	(0)	•••	ll.		erage burde sponse:	en 0.5
1. Name and Address of Reporting Person*  Burow Kristina				2. Issuer Name <b>and</b> Ticker or Trading Symbol Scholar Rock Holding Corp [ SRRK ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner						
(Last) (First) (Middle) 8755 WEST HIGGINS ROAD, SUITE 1025				3. Date of Earliest Transaction (Month/Day/Year) 06/22/2018									Officer below)	(give title	itle Other (specif below)		specify	
(Street) CHICAC			60631 (Zip)		, , , ,							i. Indiv ine) X	•					
		Tab	le I - Nor	n-Deriva	ative S	ecuritie	s Ac	quired,	Dis	osed o	f, or B	enefici	ally	Owned				
1. Title of Security (Instr. 3)  2. Transa Date (Month/L				2A. Deemed Execution Date, if any (Month/Day/Yea			e, Transaction Disposed Code (Instr. 5)				ired (A) on nstr. 3, 4 a			es Form ally (D) of Following (I) (Ir		nership : Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Code V Amount				Amount	(A) (D)	or Pric	e	Transacti (Instr. 3 a	ion(s)			(111501.4)					
		7	Table II -			curities IIs, warr								wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, T	ransactio ode (Inst		ive ies ed ed nstr.	6. Date Ex Expiration (Month/Da	Date		of Secu Underly	ing ve Securit	y (I	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)

(D) Exercisable

(1)

Date

06/22/2028

Title

Common

Stock

## **Explanation of Responses:**

\$21.62

Stock Option (right to

buy)

1. This option vests monthly over three (3) years, with the first monthly amount vesting on June 29, 2018.

/s/ Junlin Ho, Attorney-in-Fact for Kristina Burow

Shares

20,316

\$0

06/26/2018

20,316

D

\*\* 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).

06/22/2018

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

A

(A)

20,316

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.