

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

**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

1. Name and Address of Reporting Person* <u>Invus Public Equities, L.P.</u> <hr/> (Last) (First) (Middle) 750 LEXINGTON AVENUE 30TH FLOOR <hr/> (Street) NEW YORK NY 10022 <hr/> (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) 10/25/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	10/25/2022		P		130,265	A	\$8.0404 <sup>(3)</sup>	8,980,270	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)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Invus Public Equities, L.P.  


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 (Last) (First) (Middle)  
 750 LEXINGTON AVENUE 30TH FLOOR  


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 (Street)  
 NEW YORK NY 10022  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Artal International S.C.A.  


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 (Last) (First) (Middle)  
 VALLEY PARK, 44, RUE DE LA VALLEE  


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 (Street)  
 LUXEMBOURG N4 L-2661  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Artal International Management S.A.  


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 (Last) (First) (Middle)  
 VALLEY PARK, 44, RUE DE LA VALLEE  


---

 (Street)

LUXEMBOURG N4 L-2661

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Artal Group S.A.](#)

(Last) (First) (Middle)

VALLEY PARK, 44, RUE DE LA VALLEE

(Street)

LUXEMBOURG N4 L-2661

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Westend S.A.](#)

(Last) (First) (Middle)

VALLEY PARK, 44, RUE DE LA VALLEE

(Street)

LUXEMBOURG N4 L-2661

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Stichting Administratiekantoor Westend](#)

(Last) (First) (Middle)

CLAUDE DEBUSSYLAAN 46

(Street)

AMSTERDAM P7 1082 MD

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Wittouck Amaury](#)

(Last) (First) (Middle)

VALLEY PARK, 44, RUE DE LA VALLEE

(Street)

LUXEMBOURG P7 L-2661

(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)

**Explanation of Responses:**

1. 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. The Geneva branch of Artal International S.C.A. is the managing member of Invus Public Equities Advisors, LLC. The managing partner of Artal International S.C.A. is Artal International Management S.A., which is a wholly owned subsidiary of Artal Group S.A. Westend S.A. is the parent company of Artal Group, S.A., and the majority stockholder of Westend S.A. is Stichting Administratiekantoor Westend ("Stichting").

2. (Continued from Footnote 1) Mr. Amaury Wittouck is the sole member of the board of Stichting. Each of the Reporting Persons, other than Invus Public Equities L.P., 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.

3. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.865 to \$8.055 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 purchased at each separate price within the range set forth in this footnote.

**Remarks:**

[Invus Public Equities, L.P.](#), [10/27/2022](#)  
[By: Invus Public Equities](#)

<u>Advisors, LLC, its General Partner, By: /s/ Raymond Debbane, President</u>	<u>10/27/2022</u>
<u>Invus Public Equities Advisors, LLC, By: /s/ Raymond Debbane, President</u>	<u>10/27/2022</u>
<u>Artal International S.C.A., By: Artal International Management S.A., its Managing Partner, By: /s/ Anne Goffard, Managing Director</u>	<u>10/27/2022</u>
<u>Artal International Management S.A., By: /s/ Anne Goffard, Managing Director</u>	<u>10/27/2022</u>
<u>Artal Group S.A., By: /s/ Anne Goffard, Authorized Person</u>	<u>10/27/2022</u>
<u>Westend S.A., By: /s/ Anne Goffard, Managing Director</u>	<u>10/27/2022</u>
<u>Stichting Administratiekantoor Westend, By: /s/ Amaury Wittouck, Sole Member of the Board</u>	<u>10/27/2022</u>
<u>/s/ Amaury Wittouck</u>	<u>10/27/2022</u>

\*\* 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.**