SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

☐ 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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
AKKARAJU SRINIVAS	Scholar Rock Holding Corp [SRRK]	☑ Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)
(Last) (First) (Middle): 628 MIDDLEFIELD ROAD	3. Date of Earliest Transaction (Month/Day/Year): 10/03/2025	
(Street): PALO ALTO CA 94301	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) ☑ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
(City) (State) (Zip)		

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	10/03/2025		P		11,011	A	$35.61(1)	11,011	I	By Samsara Opportunity Fund, L.P.(2)
Common Stock	10/03/2025		P		56,703	A	$36.74(3)	67,714	I	By Samsara Opportunity Fund, L.P.(2)
Common Stock	10/03/2025		P		319,700	A	$37.42(4)	387,414	I	By Samsara Opportunity Fund, L.P.(2)
Common Stock	10/06/2025		P		18,414	A	$37.89(5)	405,828	I	By Samsara Opportunity Fund, L.P.
Common Stock	10/06/2025		P		80,863	A	$38.68(6)	486,691	I	By Samsara Opportunity Fund, L.P.(2)
Common Stock	10/06/2025		P		13,748	A	$39.52(7)	500,439	I	By Samsara Opportunity Fund, L.P.(2)
Common Stock								21,132	D	
Common Stock								5,302,810(8)	I	Samsara BioCapital, L.P.(9)

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	Amount or Number of Shares				

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $35.14 to $36.13 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

2. Securities are directly held by Samsara Opportunity Fund, L.P. ("Samsara Opportunity Fund"). Samsara Opportunity Fund GP, LLC ("Samsara Opportunity GP") is the general partner of Samsara Opportunity Fund and may be deemed to beneficially own the securities held by Samsara Opportunity Fund. The Reporting Person has voting and investment power over the shares held by Samsara Opportunity Fund and, accordingly, may be deemed to beneficially own the shares held by Samsara Opportunity Fund. The Reporting Person disclaims beneficial ownership in these securities except to the extent of his pecuniary interest therein.

3. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $36.14 to $37.1391 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

4. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $37.14 to $37.6227 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

5. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $37.23 to $38.2276 inclusive. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

6. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $38.23 to $39.2298 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

7. The price reported in Column 4 is a weighted average price. These securities were purchased in multiple transactions at prices ranging from $39.23 to $39.84 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of securities purchased at each separate price within the range set forth in this footnote.

8. The shares held by Samsara BioCapital, L.P. ("Samsara LP") reflect the disposition of 310,086 shares previously reported as held by Samsara LP, in which the Reporting Person had no pecuniary interest. The transfer of such shares by Samsara LP did not involve a change in the Reporting Person's beneficial ownership of such shares and, accordingly, was exempt from reporting under Section 16.

9. Shares held by Samsara LP. The Reporting Person is a managing member of Samsara BioCapital GP, LLC, the general partner of Samsara LP. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

/s/ Srinivas Akkaraju	10/07/2025
** 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.