

OMB APPROVAL	
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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>Artal International S.C.A.</u> (Last) (First) (Middle) VALLEY PARK 44, RUE DE LA VALLEE (Street) LUXEMBOURG N4 L-2661 (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) 05/29/2018	
	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 <input checked="" 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	05/29/2018		c ⁽¹⁾		1,946,040	A	(1)	1,946,040	D ⁽³⁾⁽⁵⁾⁽⁶⁾	
Common Stock	05/29/2018		p ⁽²⁾		450,000	A	\$14	450,000	I	See Footnote ⁽⁴⁾⁽⁵⁾⁽⁶⁾

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				
Series C Preferred Stock	(1)	05/29/2018		c ⁽¹⁾			5,555,556	(1)	(1)	Common Stock	1,946,040	(1)	0	D ⁽³⁾⁽⁵⁾⁽⁶⁾	

1. Name and Address of Reporting Person*
Artal International S.C.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*
Invus Public Equities, L.P.
 (Last) (First) (Middle)
 C/O THE INVUS GROUP, LLC
 750 LEXINGTON AVENUE, 30TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Invus Public Equities Advisors, LLC
 (Last) (First) (Middle)
 C/O THE INVUS GROUP, LLC
 750 LEXINGTON AVENUE, 30TH FLOOR

(Street)
NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Artal International Management 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*

[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)

IJSSELBURCHT 3

(Street)
ARNHEM P7 NL-6825 BS

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Minne Pascal](#)

(Last) (First) (Middle)

PLACE STE. GUDULE, 19

(Street)
BRUXELLES C9 B-1000

(City) (State) (Zip)

Explanation of Responses:

1. Each share of Preferred Stock automatically converted into Common Stock, for no additional payment or consideration, on a 2.8548-for-1 basis at the closing of the Issuer's initial public offering on May 29, 2018.
2. The shares reported as purchased on May 29, 2018 were purchased in the Issuer's initial public offering.
3. These securities are directly held by Artal International S.C.A.
4. These securities are directly held by Invus Public Equities, L.P.
5. Mr. Pascal Minne is the sole member of the Board of Stichting Administratiekantoor Westend. Stichting Administratiekantoor Westend is the parent company of Westend S.A. Westend S.A. is the parent company of Artal Group S.A. Artal Group S.A. is the parent company of Artal International Management S.A., which is the managing partner of Artal International S.C.A. Artal International S.C.A. is the managing member of Invus Public Equities Advisors, LLC. Invus Public Equities Advisors, LLC is the general partner of Invus Public Equities, L.P.
6. Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) 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 Securities Exchange Act of 1934, as amended (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 or for any other purpose.

ARTAL INTERNATIONAL
S.C.A. By: ARTAL
INTERNATIONAL
MANAGEMENT S.A., its 05/31/2018
managing partner By: /s/ Anne
Goffard Name: Anne Goffard
Title: Managing Director

INVUS PUBLIC EQUITIES,
L.P. By: Invus Public Equities
Advisors, L.L.C., its general 05/31/2018
partner By: /s/Raymond
Debbane Name: Raymond
Debbane Title: President

INVUS PUBLIC EQUITIES
ADVISORS, L.L.C. By: 05/31/2018
/s/Raymond Debbane Name:
Raymond Debbane Title:
President

ARTAL INTERNATIONAL
MANAGEMENT S.A. By: /s/
Anne Goffard Name: Anne 05/31/2018
Goffard Title: Managing
Director

ARTAL GROUP S.A. By: /s/
Anne Goffard Name: Anne 05/31/2018
Goffard Title: Authorized
Person

WESTEND S.A. By: /s/ Pascal
Minne Name: Pascal Minne 05/31/2018
Title: Director

STICHTING
ADMINISTRATIEKANTOOR
WESTEND By: /s/ Pascal 05/31/2018
Minne Name: Pascal Minne
Title: Sole Member of the Board

/s/ Pascal Minne Name: Pascal 05/31/2018
Minne

** 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.