FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 193	4
or Section 30(h) of the Investment Company Act of 1940	

1. Name and Address of Reporting Person [*] Dittman Jennifer			2. Issuer Name and Ticker or Trading Symbol <u>Third Harmonic Bio, Inc.</u> [THRD]		ationship of Reporting Pe all applicable) Director	10% Owner		
(Last) C/O THIRD HA	(First)	(Middle) INC.	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2024	X	Officer (give title below) Chief Development	Other (specify below) Oper Officer		
1	1700 MONTGOMERY STREET, SUITE 210 (Street) SAN CA 94111		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Image: Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In	ct, instruction or written plar 10.	that is intended to			

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/20/2024		Α		1,042	D	\$4.3	1,042	D	
Common Stock	05/20/2024		S ⁽¹⁾		1,042	D	\$14	0	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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	ate	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				
Employee Stock Option (right to buy)	\$4.3	05/20/2024		М			1,042	(2)	12/18/2032	Common Stock	1,042	\$0	32,292	D	

Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule I 0b5-1 trading plan adopted by the Reporting Person on March 27, 2024.

2. 25% of the total shares vest on December 19, 2023, and thereafter 2.08333% of the total shares uoderlying the award shall vest in equal monthly installmeots uotil fully vested, subject to the Reporting Person's continued service to the Issuer on each vesting date

<u>/s/ Christopher Murphy,</u> <u>Attorney-in-Fact</u>

05/22/2024

** 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.