SEC For		4		ר פיד	∧⊤⊏∘	<b>c</b> c		ודו	ES AND	ЕХСПУ		` <b>``</b>					
	FORM	4	-	-			V	Vashi	ington, D.C. 20	)549	-	-				3 APPRO	
Section 16. Form 4 or Form 5 obligations may continue. See				T OF CHANGES IN BENEFICIAL OWNER								verage burde	3235-0287 en 0.5				
	tion 1(b).			Fi	_				a) of the Secu e Investment C		nge Act of 1 t of 1940		Deletionship				
				. Issuer Name and Ticker or Trading Symbol <u>Apogee Therapeutics, Inc.</u> [ APGE ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
				3. Date of Earliest Transaction (Month/Day/Year) 06/05/2024						Officer (give title Other (specify below) below)							
200 BARR HARBOR DRIVE 4.			4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)							
SUITE 400											Form filed by One Reporting Person Form filed by More than One Reporting						
(Street) WEST CONSHOHOCKEN PA 19428			R	Rule 10b5-1(c) Transaction Indication													
·			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
(City)	(3	State) Tat	(Zip)	n-Deri	vativ												
1. Title of	Security (Ins			2. Tran Date	sactio	Inverse         Securities Acquired, Disposed of, or Benefic           on         2A. Deemed         3.         4. Securities Acquired (A)           Execution Date,         Transaction         Disposed Of (D) (Instr. 3, 4)						ed (A) or	) or 5. Amount of 6 4 and Securities F			wnership n: Direct	7. Nature of Indirect
(Month/Da			1/Day/Y		if any (Month/Day/Yea						Reporte	Following (I) (I) d		nstr. 4)	Beneficial Ownership (Instr. 4)		
				Doriv	otivo		uritioo	A		Amount	(U)		Price Transaction (Instr. 3 and				
			1	(e.g.,			ls, warr	ants	s, options,	converti	ible secu	urities)	-				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)	Execution Date, 1 if any 0		4. Transa Code 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares					
Stock Option (Right to Buy)	\$43.85	06/05/2024			Α		10,370		(1)	06/05/2034	Common Stock	10,37	) \$0.00	10,37	70	D <sup>(2)</sup>	
Stock Option (Right to Buy)	\$43.85	06/05/2024			A		10,370		(1)	06/05/2034	Common Stock	10,37	) \$0.00	10,31	70	D <sup>(3)</sup>	
		f Reporting Person <sup>*</sup> s Managemen								3		1		1			
(Last)	RR HARBO	(First)	(Midd	lle)													
(Street) WEST CONSHOHOCKEN PA 19428																	
(City) (State) (Zip)																	
	nd Address of <u>K Tomas</u>	f Reporting Person*	e.														
(Last) (First) (Middle) 2001 MARKET STREET SUITE 2500																	
(Street) PHILADELPHIA PA 19103																	
(City)		(State)	(Zip)														
1. Name a	nd Address of	f Reporting Person*	•														

			0
<u>Harwin</u>	Peter	Evan	

(Last)	(First)	(Middle)				
2001 MARKET STREET						
SUITE 2500						
(Street)						
PHILADELPHIA	PA	19103				
,						
(City)	(State)	(Zip)				

## **Explanation of Responses:**

1. This option represents the right to purchase 10,370 shares of the Issuer's common stock and will vest on the one-year anniversary of the grant date, subject to the Reporting Person's continued service to the Issuer on such vesting date.

2. Under Mr. Harwin's arrangement with Fairmount Funds Management LLC ('Fairmount'), Mr. Harwin holds the option for one or more investment vehicles managed by Fairmount (each, a "Fairmount Fund"). Mr. Harwin is obligated to turn over to Fairmount any net eash or stock received from the option for the benefit of such Fairmount Fund. Mr. Harwin therefore disclaims beneficial ownership of the option and underlying common stock. Fairmount disclaims beneficial ownership of any of the reported securities, except to the extent of its pecuniary interest therein.

3. Under Mr. Kiselak's arrangement with Fairmount, Mr. Kiselak holds the option for one or more Fairmount Funds. Mr. Kiselak is obligated to turn over to Fairmount any net cash or stock received from the option for the benefit of such Fairmount Fund. Mr. Kiselak therefore disclaims beneficial ownership of the option and underlying common stock. Fairmount disclaims beneficial ownership of any of the reported securities, except to the extent of its pecuniary interest therein.

## Remarks:

Fairmount may be deemed a director by deputization of Issuer by virtue of the fact that each of Peter Harwin and Tomas Kiselak serve on the board of directors of Issuer and are also each a Managing Member of Fairmount.

<u>/s/ Tomas Kiselak, Managing</u>	
Member of Fairmount Funds	06/07/2024
Management LLC	
<u>/s/ Tomas Kiselak</u>	06/07/2024
/s/ Peter Harwin	06/07/2024
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.