

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).

1. Name and Address of Reporting Person <u>Kim Robert Young</u>  (Last) (First) (Middle) C/O 4D MOLECULAR THERAPEUTICS, INC. 5858 HORTON STREET, SUITE 455  (Street) EMERYVILLE CA 94608  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>4D Molecular Therapeutics, Inc. [ FDMT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Medical Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/05/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication  <input checked="" type="checkbox"/> 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.		

**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	02/05/2024		M <sup>(1)</sup>		12,000	A	\$18.66	13,595	D	
Common Stock	02/05/2024		S <sup>(1)</sup>		12,000	D	\$30.05	1,595	D	
Common Stock	02/05/2024		M <sup>(1)</sup>		6,000	A	\$15.78	7,595	D	
Common Stock	02/05/2024		S <sup>(1)</sup>		6,000	D	\$30.05	1,595	D	
Common Stock	02/05/2024		M <sup>(1)</sup>		6,000	A	\$8.04	7,595	D	
Common Stock	02/05/2024		S <sup>(1)</sup>		6,000	D	\$30.05	1,595	D	
Common Stock	02/05/2024		S <sup>(1)</sup>		552	D	\$30.05	1,043	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. 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
Stock Option (Right to Buy)	\$18.66	02/05/2024		M			12,000	(2)	11/08/2030	Common Stock	120,000	\$0	138,000	D	
Stock Option (Right to Buy)	\$15.78	02/05/2024		M			6,000	(3)	01/31/2032	Common Stock	6,000	\$0	64,000	D	
Stock Option (Right to Buy)	\$8.04	02/05/2024		M			6,000	(4)	08/31/2032	Common Stock	6,000	\$0	54,000	D	

**Explanation of Responses:**

- Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on April 11, 2023.
- 25% of the shares subject to the option vest on the first anniversary measured from October 7, 2020 (the "Vesting Commencement Date"), and 1/48th of the total number of shares vest and become exercisable in equal monthly installments thereafter, such that 100% of the shares subject to the option will be fully vested and exercisable on the fourth anniversary of the Vesting Commencement Date, while the grantee remains a service provider to the Company.
- The shares underlying the stock option award shall vest and become exercisable as to 1/48th of the underlying shares on each monthly anniversary of February 1, 2022 (the "Vesting Commencement Date") such that 100% of the shares subject to the option will be fully vested and exercisable on the fourth anniversary of the Vesting Commencement Date, while the grantee remains a service provider to the Company.
- The shares underlying the stock option award shall vest and become exercisable as to 1/48th of the underlying shares on each monthly anniversary of September 1, 2022 (the "Vesting Commencement Date") such that 100% of the shares subject to the option will be fully vested and exercisable on the fourth anniversary of the Vesting Commencement Date, while the grantee remains a service provider to the Company.

By: /s/ Scott Bizily, Attorney-in-Fact for Robert Young Kim 02/07/2024

\*\* 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.