SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL					
OMB Number:	3235-028				
Estimated average burden					

See

Footnotes⁽³⁾⁽⁴⁾⁽⁵⁾

Т

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	-	NT OF CHA d pursuant to Section or Section 30(h)	on 16(a)	of the	e Securities E	xchano	e Act of 1934	ERSHIP	OMB Number: Estimated ave hours per resp	°	
1. Name and Address of Reporting Person BAKER BROS, ADVISORS	2. Issuer Name Entrada Th				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
				-	Director	10% Owner					
(Last) (First) (860 WASHINGTON STREET, 3RI	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/02/2022					Officer (give title Other (specify below) below)				
	TLOOK	4. If Amendmen	t Data (4 0 = 1	inal Filed (M	v()(aar)					
	10014 Zip)	4. II Amendmen	i, Dale (inai Filed (Mi	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City) (State) (Zip)	<u> </u>									
Table	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 3. 4. Securities Acquired (A) or Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and 5) if any Code (Instr. 8) Disposed Of (D) (Instr. 3, 4 and 5)					5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	06/02/2022		Р		279	A	\$5.8202 ⁽¹⁾	360,122	Ι	See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾	
Common Stock	06/02/2022		Р		2,364	A	\$5.8202 ⁽¹⁾	4,467,393	Ι	See Footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾	
Common Stock	06/06/2022		Р		921	A	\$6.3537(6)	361,043	Ι	See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾	
Common Stock	06/06/2022		Р		7,815	A	\$6.3537(6)	4,475,208	Ι	See Footnotes ⁽³⁾⁽⁴⁾⁽⁵⁾	
Common Stock	06/06/2022		р		3,118	A	\$6.4215 ⁽⁷⁾	364,161	Ι	See	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

26,450

\$6.4215⁽⁷⁾

4,501,658

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	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)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*

Common Stock

BAKER BROS. ADVISORS LP (Last) (First) (Middle) 860 WASHINGTON STREET, 3RD FLOOR (Street) NY 10014 NEW YORK (City) (State) (Zip) 1. Name and Address of Reporting Person* **BAKER JULIAN** (Middle) (Last) (First) 860 WASHINGTON STREET, 3RD FLOOR

06/06/2022

(Street)						
NEW YORK	NY	10014				
(City)	(State)	(Zip)				
1. Name and Address <u>BAKER FELL</u>						
(Last)	(First)	(Middle)				
860 WASHINGTO	ON STREET, 3RD FI	LOOR				
(Street)						
NEW YORK	NY	10014				
(City)	(State)	(Zip)				
1. Name and Address Baker Bros. Ac	of Reporting Person [*] Ivisors (GP) LLC	2				
(Last)	(First)	(Middle)				
860 WASHINGTON STREET, 3RD FLOOR						
(Street)						
NEW YORK	NY	10014				
(City)	(State)	(Zip)				

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares of common stock ("Common Stock") of Entrada Therapeutics, Inc. (the "Issuer") were traded by 667, L.P. ("667") and Baker Brothers Life Sciences, L.P. ("Life Sciences", and together with 667, the "Funds") in multiple transactions at prices ranging from \$5.60 to \$5.95, 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 (the "Staff"), upon request, full information regarding the number of shares traded at each separate price within the range set forth in this footnote.

2. After giving effect to the transaction herein and as a result of their ownership interest in (i) Baker Biotech Capital, L.P. and (ii) 667, Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in Common Stock reported in column 5 of Table I directly held by 667, a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital, GP), LLC, due to their interest in 667 and Baker Biotech Capital, L.P.'s right to receive an allocation of a portion of the profits from 667.

3. Baker Bros. Advisors LP (the "Adviser") serves as the investment adviser to the Funds. In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest in the securities held by the Funds. Baker Bros. Advisors (GP) LLC (the "Adviser OP") is the Adviser's sole general partner. Julian C. Baker and Felix J. Baker are managing members of the Adviser GP. The Adviser has complete and unlimited discretion and authority with respect to the investment and voting power of the securities held by the Funds. The general partners of the Funds relinquished to the Adviser all discretion and authority with respect to the investment and voting power of the securities held by the Funds.

4. Julian C. Baker, Felix J. Baker, the Adviser GP and the Adviser disclaim beneficial ownership of the securities held directly by the Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of Julian C. Baker, Felix J. Baker, the Adviser GP or the Adviser is a beneficial owner of such securities for purposes of Section 16 or any other purpose.
5. After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Brothers Life Sciences Capital L.P. and (ii) Life Sciences, Felix J. Baker and Julian C. Baker may be deemed to have an indirect pecuniary interest in Common Stock reported in column 5 of Table I beneficially owned by Life Sciences, a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital, L.P., a limited partnership of which the sole general partner is Backer Brothers Life Sciences Capital, L.P., a limited partnership of a portion of the profits from Life Sciences.

6. The price reported in Column 4 is a weighted average price. These shares were traded by the Funds in multiple transactions at prices ranging from \$6.18 to \$6.40, inclusive. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the Staff, upon request, full information regarding the number of shares traded 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 shares were traded by the Funds in multiple transactions at prices ranging from \$6.15 to \$6.60, inclusive. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the Staff, upon request, full information regarding the number of shares traded at each separate price within the range set forth in this footnote.

Remarks:

By: Baker Bros. Advisors LP,	
Name: Scott L. Lessing, Title:	06/06/2022
President /s/ Scott L. Lessing	
/s/ Julian C. Baker	06/06/2022
/s/ Felix J. Baker	06/06/2022
By: Baker Bros. Advisors	
(GP) LLC, Name: Scott L.	06/06/2022
Lessing, Title: President /s/	00/00/2022
Scott L. Lessing	

** 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.