FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Check this box if no longer subject to

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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>Dowden Nathan J</u>					2. Issuer Name <b>and</b> Ticker or Trading Symbol Entrada Therapeutics, Inc. [ TRDA ]											Issuer Owner	
(Last) (First) (Middle) C/O ENTRADA THERAPEUTICS, INC.					3. Date of Earliest Transaction (Month/Day/Year) 09/03/2024							V	Officer (give title below)  Other (specify below)  President & COO				
ONE DESIGN CENTER PLACE, SUITE 17-500				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable					
(Street) BOSTO	N MA	<b>A</b> 0	2210									Line)	Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(Sta	ate) (2	Zip)														
		Table	I - Non-Deriv	ative	e Securi	ities A	cquir	ed, C	Disposed (	of, or l	Benefi	cially	Owne	ed			
			2. Transactio Date (Month/Day/\)	rear)	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			d 5)	Securi Benefi	Amount of curities neficially med Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) or (D)	Price		Transa	ction(s) 3 and 4)	(Instr. 4)	(Instr. 4)	
Common Stock			09/03/20	24			F		483(1)	D	\$15.7	611(2)	12	9,624	D		
Common Stock		09/03/20	24			F		156(1)	D	\$16.9	255 <sup>(3)</sup>	55 <sup>(3)</sup> 129,468		D			
Common Stock		09/03/20	24			F 15 <sup>(1)</sup> D		D	\$17.7	702(4)	129,453		D				
Common Stock 09/04/2024			24			F		983(1)	D	\$15.4	234(5)	12	8,470	D			
Common Stock 09/05/2024					4		F		171(1)	D	\$15.1	126(6)	128,299		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)	Derivative Conversion Date Execution Date, Gecurity or Exercise (Month/Day/Year) if any			de (Instr.	5. Number of Derivative Securities Acquired (A) or Dispose	rative rities lired		n Date Amo lay/Year) Secu Undo Deriv		tle and unt of urities erlying vative urity (Inst	Der Sec (Ins	rice of ivative curity etr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form:	Beneficial Ownership (Instr. 4)		

## **Explanation of Responses:**

1. Represents shares automatically sold by the Company on behalf of the reporting person pursuant to a mandatory sell-to-cover provision in the award agreement required to cover minimum statutory tax withholding obligations that became due upon the vesting and settlement of restricted stock units reported in this form. The sale does not represent a discretionary trade by the reporting person

Date

Exercisable

(Instr. 3. 4

and 5)

(A) (D)

- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.49 to \$16.46, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.49 to \$17.42, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.66 to \$17.73, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.04 to \$15.87, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.99 to \$15.38, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote

## Remarks:

/s/ Jared Cohen, as Attorneyin-Fact

Amount Number

Title

09/05/2024

(Instr. 4)

Expiration

Date

\*\* 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).

Code

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.