

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>Evans John M.</u>  (Last) (First) (Middle) <u>C/O BEAM THERAPEUTICS INC.</u> <u>26 LANDSDOWNE STREET</u>  (Street) <u>CAMBRIDGE MA 02139</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Beam Therapeutics Inc. [ BEAM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <p style="text-align: center;"><b>CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/19/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

**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	08/19/2021		s <sup>(1)</sup>		400	D	\$96.38 <sup>(2)</sup>	222,600	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		s <sup>(1)</sup>		1,000	D	\$97.5 <sup>(3)</sup>	221,600	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		s <sup>(1)</sup>		3,140	D	\$98.74 <sup>(4)</sup>	218,460	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		s <sup>(1)</sup>		9,704	D	\$99.53 <sup>(5)</sup>	208,756	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		s <sup>(1)</sup>		5,456	D	\$100.35 <sup>(6)</sup>	203,300	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		s <sup>(1)</sup>		300	D	\$101	203,000	I	By John M. Evans, III 2018 Irrevocable Trust
Common Stock	08/19/2021		M		12,000	A	\$1.03	1,033,525	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)	\$1.03	08/19/2021		M			12,000	(7)	07/13/2028	Common Stock	12,000	\$0.00	359,345	D	

**Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan. The sale price reported is a weighted average price. The Reporting Person undertakes to provide to Beam Therapeutics Inc. ("BEAM"), any security holder of BEAM 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.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$96.07 to \$96.97, inclusive.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$97.22 to \$97.85, inclusive.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$98.33 to \$98.99, inclusive.
5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$99.01 to \$99.95, inclusive.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$100.04 to \$100.99, inclusive.
7. The option vests as to 25% on the first anniversary of the of the vesting commencement date, January 8, 2018, and at a rate of 2.78% each month thereafter until the option is fully vested.

**Remarks:**

/s/ Christine Bellon, Attorney-  
in-fact 08/20/2021

\*\* 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.**