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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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| l | OMB Number: | 3235-0287 |
| | Estimated average b | urden |
| | hours per response: | 0.5 |

| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). |
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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

| 1. Name and Address of Reporting Person [*] | | | 2. Issuer Name and Ticker or Trading Symbol Beam Therapeutics Inc. [BEAM] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|--|-------|---|------------------|---|-----------------------|--|--|--|--|
| <u>Evans John M.</u> | | | bount merapounes mer | X | Director | 10% Owner | | | | |
| 1 | Last) (First) (Middle) C/O BEAM THERAPEUTICS INC., 238 MAIN STREET | | 3. Date of Earliest Transaction (Month/Day/Year) 10/31/2022 | - X | Officer (give title below) | Other (specify below) | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) | vidual or Joint/Group Fil | ing (Check Applicable | | | | |
| (Street) CAMBRIDGE | E MA | 02142 | | X | Form filed by One Re Form filed by More th | | | | | |
| (City) | (State) | (Zip) | | | 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. Transa Code (8) | | | | | 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 | 10/31/2022 | | S ⁽¹⁾ | | 7,567 | D | \$44.9246 ⁽²⁾ | 1,080,953 | D | |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 7,768 | D | \$ 46.192 ⁽³⁾ | 1,073,185 | D | |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 11,756 | D | \$ 46.8813 ⁽⁴⁾ | 1,061,429 | D | |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 2,909 | D | \$ 47.8944 ⁽⁵⁾ | 1,058,520 | D | |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 5,008 | D | \$44.9268 ⁽⁶⁾ | 117,992 | I | By John M. Evans, III 2018 Irrevocable Trust |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 4,569 | D | \$ 46.1882 ⁽⁷⁾ | 113,423 | I | By John M. Evans, III 2018 Irrevocable Trust |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 8,235 | D | \$46.9143 ⁽⁸⁾ | 105,188 | I | By John M. Evans, III 2018 Irrevocable Trust |
| Common Stock | 10/31/2022 | | S ⁽¹⁾ | | 2,188 | D | \$47.9143 ⁽⁹⁾ | 103,000 | I | By John M. Evans, III 2018 Irrevocable Trust |

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. Transa Code (8) | | of Ex | | Expiration Da | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Amount of | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|-------|-----|---------------------|--|-------|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

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 \$44.48 to \$45.445, inclusive.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$45.57 to \$46.56, inclusive.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$46.57 to \$47.52, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.68 to \$48.17, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$44.48 to \$45.445, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$45.57 to \$46.56, inclusive.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$46.57 to \$47.555, inclusive.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.57 to \$48.40, inclusive.

Remarks:

By: /s/ Christine Bellon,

Attorney-in-fact

11/02/2022

** 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.