

| 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).

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.

|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>Francis Chris</u><br><hr/> (Last) (First) (Middle)<br><u>C/O WAVE LIFE SCIENCES LTD.,</u><br><u>733 CONCORD AVE.</u><br><hr/> (Street)<br><u>CAMBRIDGE MA 02138</u><br><hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Wave Life Sciences Ltd. [ WVE ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>See Remarks |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>10/16/2024</u>                 |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |  |

**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   |   |  |   |
| Ordinary Shares                 | 10/16/2024                           |  | S <sup>(1)</sup>               |   | 79,714  | D          | \$14    | 0   | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | M <sup>(1)</sup>               |   | 40,997  | A          | \$2.48  | 40,997  | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | S <sup>(1)</sup>               |   | 40,997  | D          | \$13    | 0   | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | M <sup>(1)</sup>               |   | 65,625  | A          | \$3.14  | 65,625  | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | S <sup>(1)</sup>               |   | 65,625  | D          | \$13.75 | 0   | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | M <sup>(1)</sup>               |   | 22,500  | A          | \$2.83  | 22,500  | D  |   |
| Ordinary Shares                 | 10/16/2024                           |  | S <sup>(1)</sup>               |   | 22,500  | D          | \$13.5  | 0   | 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 |
| Share Option (right to buy)                | \$2.48   | 10/16/2024                           |  | M                              |   |  | 40,997 | (2)  | 03/10/2025      | Ordinary Shares   | 40,997                                     | \$0.00   | 0   | D  |       |
| Share Option (right to buy)                | \$3.14   | 10/16/2024                           |  | M                              |   |  | 65,625 | (3)  | 01/01/2032      | Ordinary Shares   | 65,625                                     | \$0.00   | 84,375  | D  |       |
| Share Option (right to buy)                | \$2.83   | 10/16/2024                           |  | M                              |   |  | 22,500 | (2)  | 07/25/2032      | Ordinary Shares   | 22,500                                     | \$0.00   | 22,500  | D  |       |

**Explanation of Responses:**

- The option exercise and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 21, 2023.
- The share options that were exercised in this reportable transaction were fully vested.
- The share option represented the right to purchase a total of 150,000 ordinary shares, 25% of which became exercisable on January 1, 2023, and the remaining shares vest as to an additional 6.25% quarterly thereafter until January 1, 2026.

**Remarks:**

SVP, Corporate Development, Head of Emerging Areas

/s/ Chris Francis

10/18/2024

\*\* 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.**