(City)

(State)

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPRO	OVAL
OMB Number:	3235-0287
Estimated average burd hours per response:	en
hours per response:	0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

See Footnotes⁽¹⁾
(2)(3)

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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I in that is a first of the political of				2. Issuer Name and Ticker or Trading Symbol Wave Life Sciences Ltd. [WVE]										. Relat	ssuer						
RA CAPITAL MANAGEMENT, L.P.					_ [THAT DIE SCIENCES DIE. [WVD]									╛	X	,			Owner er (specify	
(Last) 200 BEF	•	First) FREET, 18TH F	(Middle)			8. Date 08/15/	of Earlie 2022	st Tra	ınsact	ion (Mor	nth/Da	ay/Year))					belo		belo	
					— 4	. If Am	endmen	t, Date	e of O	riginal F	iled (f	Month/E	Day/Yea	r)			. Indivi	idual o	or Joint/Group	Filing (Check	Applicable
(Street) BOSTO	N N	ſА	02116														X		m filed by One m filed by More		
(City)	(\$	State)	(Zip)															1 (1	3011		
		Ta	able I - No	n-De	rivat	ive S	ecurit	ies A	Acqu	uired,	Disp	osed	of, o	r B	enef	icia	illy O	wne	ed		
1. Title of	Security (Ins	tr. 3)		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		·	3. Transaction Code (Instr 8)			urities Acquired (A) sed Of (D) (Instr. 3, 4			nd 5)	Secur Benef Owne	nount of irities eficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Owners	
										Code	v	Amour	nt (A		A) or D) Prid		•	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4
			Table II -	Deri	vativ	e Se	curitie Ils, wa	s Ac	cquii	red, D	ispo	sed o	of, or l	Bei	nefic	iall	y Ow	vned	<u> </u>		
1. Title of	2.	3. Transaction	3A. Deemed		4.		5. Num		6. Da	ate Exerc	isable		7. Title	and	<u>t</u>	162)	8. Pric		9. Number of	10.	11. Natur
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Da if any (Month/Day/Y	· 1	Transa Code (8)					Expiration Date (Month/Day/Year)			Amount Securitie Underlyi Derivativ (Instr. 3		ties lying tive Securit		Derivative Security (Instr. 5)	ity	derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficia Ownersh (Instr. 4)
					Code	v	(A)	(D)	Date Exer	cisable	Expi Date	iration	Title		Amou or Numb of Share	oer					
Share Option (right to buy)	\$3.5	08/15/2022			A		21,000			(2)	08/1	5/2027	Ordina Share		21,0	00	\$0)	21,000	I	See Footn
ı		Reporting Person* ANAGEME	NT, L.P.								,									•	
(Last) 200 BEF	RKELEY S	(First) ΓREET, 18TH F	(Middle	e)																	
(Street)	N	MA	02116	5																	
(City)		(State)	(Zip)																		
		Reporting Person*	<u>LP</u>																		
(Last) 200 BER	RKELEY S	(First) ΓREET, 18TH F	(Middle	e)		,															
(Street)	N	MA	02116	5																	
(City)		(State)	(Zip)																		
	nd Address of	Reporting Person*																			
		(First) MANAGEMEN ΓREET, 18ΤΗ F		e)																	
(Street)	N	MA	02116	5																	

1. Name and Address Shah Rajeev	ess of Reporting Persons M.	n [*]	
(Last)	(First)	(Middle)	
C/O RA CAPI	ΓAL MANAGEME	NT, L.P.	
200 BERKELE	EY STREET, 18TH	FLOOR	
(Street)			
BOSTON	MA	02116	
-			
(City)	(State)	(Zip)	

Explanation of Responses:

- 1. RA Capital Management, L.P. (the "Adviser") is the investment manager for the RA Capital Healthcare Fund, L.P. (the "Fund"). The general partner of the Adviser is RA Capital Management GP, LLC (the "Adviser GP"), of which Dr. Peter Kolchinsky and Mr. Rajeev Shah are the managing members. The Adviser, the Adviser GP, Dr. Kolchinsky, and Mr. Shah disclaim beneficial ownership of any of the reported securities, except to the extent of their pecuniary interest therein.
- 2. All shares subject to the option vest 100% on the first to occur of (i) August 15, 2023 or (ii) the Issuer's 2023 annual general meeting.
- 3. Under Dr. Kolchinsky's arrangement with the Adviser, Dr. Kolchinsky holds the options for the benefit of the Fund. Dr. Kolchinsky is obligated to turn over to the Adviser any net cash or stock received upon exercise of the option, which will offset advisory fees owed by the Fund to the Adviser. The Reporting Persons therefore disclaim beneficial ownership of the option and underlying common stock except to the extent of their peruniary interest

Remarks:

Dr. Kolchinsky serves on the Issuer's board of directors.

/s/ Peter Kolchinsky, Manager of RA Capital Management, L.P.
/s/ Peter Kolchinsky, Manager of RA Capital Healthcare Fund
GP, LLC, the General Partner of RA Capital Healthcare Fund, L.P.
/s/ Peter Kolchinsky, individually
/s/ Rajeev Shah, individually
** Signature of Reporting Person

08/17/2022
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.