SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
MR Number	3235-028							

С 87 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>Keson-Brookes Maiken</u>		erson*	2. Issuer Name and Ticker or Trading Symbol Mural Oncology_plc [MURA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O MURAL	ast) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 07/18/2024	v	Officer (give title below) See Rema	Other (specify below) urks			
10 EARLSFORT TERRACE			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	ing (Check Applicable				
(Street) DUBLIN 2	L2	D02 T380		V	Form filed by One Re Form filed by More th Person				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						

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)	ction				5. Amount of Securities Beneficially Owned Following		7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Ordinary Shares	07/18/2024		S ⁽¹⁾		2,157	D	\$3.41	43,850 ⁽²⁾	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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares automatically sold by the Reporting Person to satisfy tax withholding obligations in connection with the vesting of restricted stock units granted to the Reporting Person on December 14, 2023. The automatic sale of the Reporting Person's shares is provided for in a restricted stock unit agreement that includes a "binding contract" consistent with the affirmative defense to liability under Rule 10b5-1 that was entered into on December 22, 2023, and the sale does not represent a discretionary trade by the Reporting Person.

2. Includes 38,705 unvested restricted stock units

Remarks:

Chief Legal Officer and Secretary

07/18/2024 /s/ Maiken Keson-Brookes

** Signature of Reporting Person

* 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.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

Date