FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machington	DC 2	0549	

	OMB APP	ROVAL
01110	OMB Number:	3235.02

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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).

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-

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(c). Se	ee Instruction 1	0.																		
		Reporting Person*				suer Na <u>OVİT,</u>				or Tradi	ing Sy	ymbol			Relationshi		rting Pe	erson(s) t	Sissuer	
Sinha V	<u>/ikas</u>					<u>0 v 11</u> ,	IIIC.	LAI	. V IX	٠]					✓ Direct	tor	N.	/ 10%	Owner	
(Last)	(Fi	ret) (M	Middle))	3 Da	ate of F	arliest	Trans	sactio	on (Moi	nth/D)av/Year)			✓ Office below	er (give tit v)	le	Othe belo	er (specify w)	
(Last) (First) (Middle) C/O ALLOVIR, INC.				3. Date of Earliest Transaction (Month/Day/Year) 11/19/2024									See Remarks							
P.O. BOX	X 44, 1661	MASSACHUSE	ETTS	AVE.																
				4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) LEXING	TON M.	A 0	2420												<u></u>	filed by C	ne Rep	porting P	erson	
															Form filed by More than One Reporting Person					
(City)	(St	ate) (Ž	Zip)																	
		Table	I - N	on-Deriva	tive	Secu	rities	Acc	quir	red, D)isp	osed o	f, or	Benefic	ially Own	ed				
1. Title of S	Security (Ins	tr. 3)		2. Transaction Date	2A. Deemed Execution Date,			3. 4. Securities Acquire Disposed Of (D) (Inst						5. Amount of Securities		nership Direct	7. Nature of Indirect			
(Month/Day/Yea			ar) if			C	Code (Instr.		0,	Benefici Owned I	Beneficially Owned Following		ct (I)	Beneficial Ownership						
					C	Code V		Amo	ount	A) or Price		Transac	Reported Transaction(s) (Instr. 3 and 4)		4)	(Instr. 4)				
Common Stock 11/19/2024					-	(1)		3	186	D D	\$0.5485	- `	1,140,894		D					
Common	Stock		+	11/17/202-	+			+	, ,		٠,٠	,100	Ь	Ψ0.5405	1,14	0,074	·		CI.	
	G. 1														16.65	M 766		.	Shares held by	
Common Stock									16,674,766			I	ElevateBio							
																			LLC ⁽³⁾	
		Tal	ble II	- Derivati (e.g., pu	ve Se its, ca	ecurit alls, v	ties <i>A</i> varra	Acqu ınts,	ire op	d, Dis	spos s, co	sed of, onvertil	or B	eneficia ecurities	Ily Owne s)	d				
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)			4. Transaction Code (Instr.		tr. Derivative		Expiration Date Amoun (Month/Day/Year) Securit				ount of urities	8. Price of Derivative Security	derivative Securities		10. Ownersi Form:	Beneficia		
(Instr. 3) Price of Derivative Security (Month/Day/Year)					Ac (A) Dis		Acqu (A) or Dispo	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4					Deri	erlying vative urity (Instr. d 4)	(Instr. 5)	Beneficial Owned Followin Reported Transact (Instr. 4)	g d tion(s)	Direct (D or Indire (I) (Instr.	ct (Instr. 4)	
					and 5)		i)	+			A	-								
					Code	v	(A)	(D)	Dat	te ercisab		Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

- 1. Represents shares required to be sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of restricted stock units. These sales were automatic and not in the discretion of the Reporting Person.
- 2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$0.545 to \$0.572. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- 3. Shares held by ElevateBio. The Reporting Person is a director and Chief Financial Officer of ElevateBio, and may be deemed to have shared voting and investment power of the shares held by ElevateBio. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Remarks:

Officer Title: President and Chief Financial Officer

/s/ Brett Hagen, as Attorneyin-Fact

11/20/2024

** 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.