SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

						vvasr	ningic	on, D.C	, 205	49						OMB APPF	ROVAL
Section obligat	this box if no lo n 16. Form 4 or ions may contir tion 1(b).	nger subject to Form 5 nue. <i>See</i>	STA	NT OF CHANGES IN BENEFICIAL OWNE ed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940								-	SHIP	Estim	Number: ated average bu per response:	3235-02 Irden (
transac contrac the pur securit to satis conditi	rchase or sale of	pursuant to a r written plan for of equity r that is intended ve defense															
	nd Address of a Nishan		2. Issuer Name and Ticker or Trading Symbol Cartesian Therapeutics, Inc. [RNAC]									cable)	,				
														/ Directo			Owner
(Last) C/O CA	`	rst) THERAPEUTIC	3. Date 01/02/	of Earliest Trar 2025	nsact	ion (Mo	onth/E		Officer below)	(give title	Othe belo	er (specify w)					
7495 NE	EW HORIZO	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) FREDE	RICK M	D										Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)											T erson	I		
		Tal	ole I - Nor	n-Deriv	ative Se	ecurities A	cqu	ired,	Disp	osed	of, c	or Bene	eficiall	y Owned			
1. Title of Security (Instr. 3) Date (Month/D						Execution Date,			ction Instr.			Acquired (D) (Instr.				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Owners
									v	Amount	:	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Common Stock 01/02								Α		2,60	0	A ⁽¹⁾	\$ <mark>0</mark>	8,7	66 ⁽²⁾	D	
						urities Acc ls, warrants								Owned			
1. Title of Derivative Security (Instr. 3) 2. 3. Transaction Date 3A. Deemed Execution D (Month/Day/Year) 1. Title of Security (Instr. 3) 2. 3. Transaction Date 3A. Deemed Execution D (Month/Day/Year)			Date, T	i. Transactior Code (Instr. I)		Exp	6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) Expiration Date (Month/Day/Year) Derivative Sec (Instr. 3 and 4)					curity	8. Price of Derivative Security (Instr. 5) Beneficially Owned		Owners Form:	. Benef D) Owne	

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Da (Month/Day/h		of Securit Underlyin Derivative (Instr. 3 an	g Security	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$16.93	01/02/2025		Α		7,800		01/02/2026	01/01/2035	Common Stock	7,800	\$0	7,800	D	
Stock Option (Right to Buy)	\$19.656							(3)	01/01/2034	Common Stock	7,600 ⁽²⁾		7,600 ⁽²⁾	D	

Explanation of Responses:

1. Each Restricted Stock Unit represents a contingent right to receive one share of common stock, which will vest in full on January 2, 2026.

2. On April 4, 2024, the issuer effected a 1-for-30 reverse stock split of its common stock (the "Reverse Stock Split"). The amount of securities reported on this Form 4 have been adjusted to reflect the Reverse Stock Split.

3. This award vests in 36 equal monthly installments following the date of grant, so that it shall be fully vested on January 2, 2027.

Remarks:

/s/ Matthew Bartholomae,

Attorney-in-Fact for Nishan de 01/06/2025

Silva

** 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.