SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

## OMB APPROVAL

3235-0104

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OMB Number: INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Estimated average burden hours per

## response

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

**SECURITIES** 

1. Name and Address of Reporting Person* Costa Carlos	2. Date of Requiring (Month/Da 08/01/20	Statement ay/Year)	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Foghorn Therapeutics Inc.</u> [ FHTX ]				
(Last) (First) (Middle) 500 TECHNOLOGY SQUARE STE #700 (Street) CAMBRIDGE MA 02139 (City) (State) (Zip)	_		4. Relationship of Reporting Person(s) Issuer (Check all applicable) Director 10% O X Officer (give Other ( title below) below) Chief People Officer		wner	<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>	
Table I - Non-Derivative Securities Beneficially Owned							
, , , , , , , , , , , , , , , , , , ,		2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or In (I) (Instr	oirect O direct	Nature of Indired wnership (Instr. {	ature of Indirect Beneficial lership (Instr. 5)	
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	se Form:	6. Nature of Indirect Beneficial Ownership (Instr.
	Date Exercisable	Expiration Date		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)
Stock Options (Right to buy)	(1)	01/27/2031	Common Stock	50,000	16.63	D	
Stock Options (Right to buy)	(2)	01/25/2032	Common Stock	125,000	14.87	D	
Stock Options (Right to buy)	(3)	08/18/2030	Common Stock	59,459	8.77	D	
Stock Options (Right to buy)	(4)	02/13/2029	Common Stock	10,135	3.72	D	
Stock Options (Right to buy)	(5)	03/27/2028	Common Stock	5,575	0.73	D	

## **Explanation of Responses:**

1. The options will vest as to 25% of the underlying shares of common stock on January 28, 2023, the first anniversary of the vesting commencement date, and at a rate of 6.25% of the underlying shares thereafter on the first day of each calendar quarter following such first anniversary until the option is fully vested.

2. The options will vest as to 25% of the underlying shares of common stock on January 26, 2024, the first anniversary of the vesting commencement date, and at a rate of 6.25% of the underlying shares thereafter on the first day of each calendar quarter following such first anniversary until the option is fully vested.

3. The options will vest as to 25% of the underlying shares of common stock on August 17, 2022, the first anniversary of the vesting commencement date, and at a rate of 6.25% of the underlying shares thereafter on the first day of each calendar quarter following such first anniversary until the option is fully vested.

4. The option vested as to 25% of the underlying shares of common stock on January 30, 2021, the first anniversary of the vesting commencement date, and at a rate of 6.25% of the underlying shares thereafter on the first day of each calendar quarter following such first anniversary until the option is fully vested.

5. The option vested as to 25% of the underlying shares of common stock on March 19, 2020, the first anniversary of the vesting commencement date, and at a rate of 6.25% of the underlying shares thereafter on the first day of each calendar quarter following such first anniversary until the option is fully vested.

**Remarks:** 

/s /Allan Reine, M.D., Attorney-in-Fact

\*\* Signature of Reporting Person

08/03/2022

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 5 (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.