SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person [*]	Requiring (Month/Da	2. Date of Event Requiring Statement (Month/Day/Year) 02/14/2022 3. Issuer Name and Ticker or Trading Symbol Foghorn Therapeutics Inc. [FHTX]						
(Last)(First)(Middle)C/O FOGHORN THERAPEUTICS INC.500 TECHNOLOGY SQUARE, SUITE 700(Street) CAMBRIDGE MA02139(City)(State)(Zip)			4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give title below) Chief Strategy/Bus	10% O Other (below)	wner specify	File 6. Ir	d (Month/Day/ ndividual or Joi eck Applicable - Form filed b Person	nt/Group Filing Line) by One Reporting by More than One
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	Form: D (D) or In			Nature of Indirect Beneficial wnership (Instr. 5)	
Common Stock			86,992					
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		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.
	Date Exercisable	Expiration Date	Title	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	3.7	2	D	
Stock Options (Right to buy)	(5)	03/27/2028	Common Stock	5,575	0.7	3	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:

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

02/24/2022

** Signature of Reporting Person

Date

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

 \ast 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.