SEC Form 4	
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Instruction 1(b).

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* 

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Se	ction 30(n) of the In	vestment Con	ipany Act of 1940						
1. Name and Addre Shaff Eric D.		rson <sup>*</sup>		r Name <b>and</b> Ticker <u>Therapeutics</u>				tionship of Reporting all applicable) Director	Reporting Person(s) to Issuer le) 10% Owner			
(Last) C/O SERES TH	(First) ERAPEUTICS,	(Middle)	3. Date 10/27/2	of Earliest Transact 2023	tion (Month/Da	ıy/Year)	x	Officer (give title below) CEO and	Other below) President	(specify )		
200 SIDNEY STREET (Street)				4. If Amendment, Date of Original Filed (Month/Day/Year)       6. Individual or Joint/Group Filing (Check Applicable X         Form filed by One Reporting Person       Form filed by More than One Reporting Person								
CAMBRIDGE (City)	MA (State)	02139 (Zip)	Ch	Rule 10b5-1(c) Transaction Indication         X       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 - Nor	n-Derivative S	ecurities Acq	uired, Disp	oosed of, or Benefic	ially O	wned				
1. Title of Security	(Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) o	or	5. Amount of	6. Ownership	7. Nature of		

	Date (Month/Day/Year)	Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4 and 5)		Beneficially Owned	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
		Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4)			(1150.4)				
Common Stock	10/27/2023	<b>M</b> <sup>(1)</sup>		27,838	Α	\$0.00	124,172	D	
Common Stock	10/30/2023	<b>S</b> <sup>(2)</sup>		8,552	D	\$1.35 <sup>(3)</sup>	115,620	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 Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	(i) (iiisu: 4)	
Restricted Stock Units	(4)	04/27/2023		A		55,675 <sup>(1)</sup>		(1)	(4)	Common Stock	55,675	\$0.00	55,675	D	
Restricted Stock Units	(4)	10/27/2023		М			27 <b>,</b> 838 <sup>(1)</sup>	(1)	(4)	Common Stock	27,838	\$0.00	27,837	D	

## Explanation of Responses:

1. On February 3, 2023, the reporting person was granted an award of 55,675 restricted stock units ("RSUs"), which vest in the form of shares of the Issuer's common stock in two substantially equal installments upon the satisfaction of certain performance criteria. On April 27, 2023 (the "Initial Milestone Date"), the Issuer's Administrator determined that the performance criteria for the first installment were met, resulting in the vesting and settlement of the award as to 27,838 RSUs on October 27, 2023, the date that was six months from the Initial Milestone Date. The remaining 27,837 RSUs shall vest on October 27, 2024, the date that is eighteen months from the Initial Milestone Date.

2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 instruction adopted by the reporting person on April 4, 2023, solely with the intent to cover taxes in connection with the vesting of the RSUs. 3. The price reported in column 4 is a weighted average of the price. These shares were sold in multiple transactions at prices ranging from \$1.35 to \$1.385, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote

4. Each RSU represents a contingent right to receive one share of Issuer common stock. The RSUs do not have an expiration date.

**Remarks:** 

/s/ Thomas J. DesRosier,

10/31/2023 attorney-in-fact for Eric D. Shaff

\*\* 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.

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