

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 Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Brown Ryan Edward</u> <hr/> (Last) (First) (Middle) 215 FIRST STREET SUITE 415 <hr/> (Street) CAMBRIDGE MA 02124 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Sarepta Therapeutics, Inc. [SRPT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) 06/21/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
	Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> 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 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/21/2024		M		6,250	A	(1)	34,938	D	
Common Stock	06/24/2024		F		2,352 ⁽²⁾	D	\$164.64	32,586	D	
Common Stock	06/25/2024		M		23,500	A	\$62.77	56,086	D	
Common Stock	06/25/2024		S		7,644 ⁽³⁾	D	\$158.07 ⁽⁴⁾	48,442	D	
Common Stock	06/25/2024		S		2,200 ⁽³⁾	D	\$159.14 ⁽⁵⁾	46,242	D	
Common Stock	06/25/2024		S		975 ⁽³⁾	D	\$160.31 ⁽⁶⁾	45,267	D	
Common Stock	06/25/2024		S		4,168 ⁽³⁾	D	\$161.82 ⁽⁷⁾	41,099	D	
Common Stock	06/25/2024		S		17,581 ⁽³⁾	D	\$162.65 ⁽⁸⁾	23,518	D	
Common Stock	06/25/2024		S		3,840 ⁽³⁾	D	\$163.53 ⁽⁹⁾	19,678	D	
Common Stock	06/25/2024		S		2,549 ⁽³⁾	D	\$164.52	17,129	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Performance Stock Units	(10)	06/21/2024		A		5,500		(10)	(10)	Common Stock	5,500	\$0	5,500	D	
Performance Stock Units	(1)	06/21/2024		A		6,250		(1)	(1)	Common Stock	6,250	\$0	6,250	D	
Performance Stock Units	(1)	06/21/2024		M			6,250	(1)	(1)	Common Stock	6,250	\$0	0	D	
Stock Option (right to buy)	\$62.77	06/25/2024		M			23,500	02/28/2019	02/28/2028	Common Stock	23,500	\$0	0	D	

Explanation of Responses:

- Represents the number of shares earned and vested under a performance stock unit ("PSU") award granted to the Reporting Person on March 1, 2024. The number of shares earned is based on the Compensation Committee's determination of the Company's achievement of one of the prescribed milestones under the terms of the PSU. The PSUs vested immediately upon the Compensation Committee's determination of the Company's achievement of one of the prescribed milestones under the terms of the PSU.
- Shares were sold by the Company to satisfy tax withholding obligations related to vesting of PSUs granted on March 1, 2024.
- This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 7, 2024.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$157.58 to \$158.52, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$158.67 to \$159.66, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$159.71 to \$160.69, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$161.04 to \$162.02, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$162.12 to \$163.09, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.19 to \$163.98 inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, 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 above.

10. Represents the number of shares earned under a PSU award granted to the Reporting Person on March 7, 2022. The number of shares earned is based on the Compensation Committee's determination of the Company's achievement of prescribed milestones under the terms of the PSU award. The earned PSUs will vest on March 7, 2025, subject to the Reporting Person continuing to provide service to the Company through such vesting date.

/s/ Ryan Brown

06/25/2024

** 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.