## FORM 4

### **UNITED STAT**

Washington, D.C. 20549

ES	SECURI	HES AND	EXCHANGE	COMMISSION
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OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
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Form filed by More than One Reporting Person

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10

1. Name and Address of Reporting Person

C/O MBX BIOSCIENCES, INC.

(First)

11711 N. MERIDIAN STREET, SUITE 300

IN

(State)

(Middle)

46032

(Zip)

Aynechi Tiba

(Street)

(City)

**CARMEL** 

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

> 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer MBX Biosciences, Inc. [ MBX ] (Check all applicable) ✓ Director 10% Owner Officer (give title Other (specify below) below) 3. Date of Earliest Transaction (Month/Day/Year) 09/16/2024 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person

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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	09/16/2024		С		1,386,335	A	(1)	1,386,335	I	By Norwest Venture Partners XVI, LP <sup>(2)</sup>		
Common Stock	09/16/2024		P		750,000 <sup>(3)</sup>	A	\$16	2,136,335	I	By Norwest Venture Partners XVI, LP <sup>(2)</sup>		

# 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)		Derivative		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)	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	Amount or Number of Shares		(Instr. 4)		
Series B Convertible Preferred Stock	(1)	09/16/2024		С			16,666,666	(1)	(1)	Common Stock	1,386,335	(1)	0	I	By Norwest Venture Partners XVI, LP <sup>(2)</sup>

# **Explanation of Responses:**

- 1. Each share of Series B Convertible Preferred Stock (the "Preferred Stock") was convertible into Common Stock on a one-for-12.0221 basis at any time at the option of the holder, and automatically converted into the number of shares shown in Column 7 immediately prior to the closing of the Issuer's initial public offering on September 16, 2024. The Preferred Stock had no expiration date.
- 2. The securities are directly held by Norwest Venture Partners XVI, LP ("NVP XVI"). Genesis VC Partners XVI, LLC ("Genesis XVI") is the general partner of NVP XVI and NVP Associates, LLC ("NVP Associates") is the managing member of Genesis XVI. The Reporting Person, as an officer of NVP Associates and director of the Issuer, may be deemed to share voting and dispositive power over the shares held by NVP XVI and disclaims beneficial ownership of such securities except to the extent of her pecuniary interest therein.
- 3. Reflects shares purchased in the Issuer's initial public offering.

/s/ Richard Bartram, attorney-in-

fact

\*\* Signature of Reporting Person

09/17/2024

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.