FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number Estimated average burden

hours per response:

3235-0287	

Footnote⁽⁵⁾

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0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

				01.36		nvesune		Inparty Act of 19	40							
1. Name and Address of Reporting Person*					er Name and Ticker vir, Inc. [ALV		ling Sy	ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Jovan-Embiricos Morana					L	,			X	Director	X 10%	Owner				
											Officer (give title		er (specify			
(Last)	(First)		3. Date of Earliest Transaction (Month/Day/Year)							below)	belo	w)				
C/O ALLOVIR,	INC.			08/03/2020												
139 MAIN STRI	EET, SUITE 500															
(Street)						Original	Filed ((Month/Day/Yea	6. Ind	6. Individual or Joint/Group Filing (Check Applicable Line)						
CAMBRIDGE	МА	02142								X	X Form filed by One Reporting Person					
	101/1	02142								Form filed by More than One Reporting Per						
(City)	(State)	(Zip)														
		Table I - No	on-Deriv	ative \$	Securities Acc	quired	, Dis	posed of, o	r Bene	ficially (Dwned					
Dat			2. Transa Date (Month/D		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Ad Disposed Of (D	cquired (A) (Instr. 3,) or 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)				
Common Stock			08/03/	/2020		С		13,420,970	A	(1)	13,420,970	I	See Footnote ⁽²⁾			
Common Stock			08/03/	/2020		С		247,011	A	(1)	247,011	I	See Footnote ⁽³⁾			
Common Stock			08/03/	/2020		С		1,399,732	A	(1)	1,399,732	I	See Footnote ⁽⁴⁾			
Common Stock			08/03/	/2020		С		411,685	A	(1)	411,685	I	See Footnote ⁽⁵⁾			
Common Stock			08/03/	/2020		Р		100,000	A	\$17	347,011	I	See Footnote ⁽³⁾			
Common Stock			08/03/	/2020		Р		2,800,000	A	\$17	2,800,000	Ι	See Footnote ⁽⁶⁾			

Common Stock											30,19	07	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)	ivative Conversion Date Execution Date Internet Structure Conversion Date Execution Date Internet Conversion Date Internet Structure Conversion Date Interne		Execution Date,	Code (Instr.		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	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		Transaction(s) (Instr. 4)		
Series A-2 Convertible Preferred Stock	(1)	08/03/2020		с			20,000,000	(1)	(1)	Common Stock	13,420,970	(1)	0	I	See Footnote ⁽²⁾
Series B Convertible Preferred Stock	(1)	08/03/2020		С			368,098	(1)	(1)	Common Stock	247,011	(1)	0	I	See Footnote ⁽³⁾
Series B Convertible Preferred	(1)	08/03/2020		с			2,085,889	(1)	(1)	Common Stock	1,399,732	(1)	0	I	See Footnote ⁽⁴⁾

Explanation of Responses:

(1)

08/03/2020

Stock Series B Convertible

Preferred

tock

1. Each share of convertible preferred stock automatically converted into the Issuer's Common Stock on a one-for-1.49021 basis upon the closing of the Issuer's initial public offering on August 3, 2020 and had no expiration date.

613,496

С

2. Shares held by ElevateBio LLC ("ElevateBio"). The Reporting Person is a director of ElevateBio, and may be deemed to have shared voting and investment power of the shares held by ElevateBio. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

(1)

Commo

Stock

411,685

(1)

0

(1)

3. Shares held by F2-TPO Investments, LLC ("F2-TPO"). Globeways Holdings II Limited is the appointed manager of F2-TPO and has sole power to vote upon the acquisition, holding and disposal of all shares held by F2-TPO. The Reporting Person is the founding director of Globeways Holdings II Limited. Morana Jovan-Embiricos has the sole power to vote upon the acquisition, holding and disposal of all shares and warrants held by Globeways Holdings II Limited. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes.

4. Shares held by F2 MG Limited ("F2 MG"). Globeways Holdings Limited is the appointed manager of F2 MG and has sole power to vote upon the acquisition, holding and disposal of all shares held by F2 MG. The Reporting Person is the founding director of Globeways Holdings Limited. Morana Jovan-Embiricos has the sole power to vote upon the acquisition, holding and disposal of all shares and warrants held by Globeways Holdings Limited. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

5. Shared held by F2 MC, LLC ("F2 MC"). Globeways Holdings II Limited is the appointed manager of F2 MC and has sole power to vote upon the acquisition, holding and disposal of all shares held by F2 MC, The Reporting Person is the founding director of Globeways Holdings II Limited. Morana Jovan-Embiricos has the sole power to vote upon the acquisition, holding and disposal of all shares and warrants held by Globeways Holdings II Limited. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

6. Shares held by F2 Capital I 2020 LLC ("F2 2020"). Globeways Holdings II Limited is the appointed manager of F2 2020 and has sole power to vote upon the acquisition, holding and disposal of all shares held by F2 2020. The Reporting Person is the founding director of Globeways Holdings II Limited. Morana Jovan-Embiricos has the sole power to vote upon the acquisition, holding and disposal of all shares and warrants held by Globeways Holdings II Limited. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Remarks:

/s/ Brett Hagen, as Attorney-in-08/05/2020 Fact

** 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.