FORM 4

UNITED STATES SECUR

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

ı	IIES	AND	EXCHANGE	COMMISSIC

OMB APPROVAL

3235-0287 OMB Number: Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

1	s of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol Allovir, Inc. [ALVR]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Hallal David</u>			,			X	Director	X 10%	Owner					
(Last)	(First)							x	Officer (give title below)	Othe belo	er (specify w)			
C/O ALLOVIR,	` ,		3. Date of Earliest Transaction (Month/Day/Year) 08/03/2020						Chief Executive Officer					
139 MAIN STRE	ET, SUITE 500													
(Street)	4. If An	4. If Amendment, Date of Original Filed (Month/Day/Year)						Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person						
							Form filed by More than One Reporting Person							
(City)	(State)	(Zip)												
		Table I - No	n-Derivative	Securities Acc	uired	, Dis	posed of, o	r Bene	icially (Owned				
1. Title of Security (Instr. 3) 2. Trans Date (Month/It				Execution Date, Tr y/Year) if any Co		3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			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		08/03/2020		С		13,420,970	A	(1)	13,420,970	I	See Footnote ⁽²⁾			
Common Stock	08/03/2020		С		156,577	A	(1)	1,120,965	I	See Footnote ⁽³⁾				
Common Stock	08/03/2020		С		738,153	A	(1)	738,153	I	See Footnote ⁽⁴⁾				
Common Stock								2,083,666	D					

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(6.	.g., pc	its, c	ans,	waiiaiit	s, options,	CONVENT	DIE SECT	ii iliesj				
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)				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 A-4 Convertible Preferred Stock	(1)	08/03/2020		С			233,333	(1)	(1)	Common Stock	156,577	(1)	0	I	See Footnote ⁽³⁾
Series A-4 Convertible Preferred Stock	(1)	08/03/2020		С			1,100,000	(1)	(1)	Common Stock	738,153	(1)	0	I	See Footnote ⁽⁴⁾

Explanation of Responses:

- 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
- 2. Shares held by ElevateBio LLC ("ElevateBio"). The Reporting Person is the Chairman and Chief Executive Officer 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 his 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.
- 3. Shares held by The Hallal Family Irrevocable Trust 2012, for which the Reporting Person serves as trustee. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his 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
- 4. Shares held by Terrie A. Hallal Family Irrevocable Trust 2012, for which the Reporting Person serves as trustee. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his 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

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.