SEC Form 4

Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

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1. Name and Addres	1 0	Person	ALNYLAM PHARMACEUTICALS, INC. [ALNY]		all applicable) Director Officer (give title	10% Owner Other (specify
(Last) 675 WEST KEN HENRI A. TERI			3. Date of Earliest Transaction (Month/Day/Year) 08/05/2021		below) EVP, Chief Leg	below) gal Officer
(Street) CAMBRIDGE MA 02142			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filir Form filed by One Re Form filed by More the Person	porting Person
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Benef	icially		

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)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	08/05/2021		M ⁽¹⁾		7,876	Α	\$88.95	13,008	D	
Common Stock	08/05/2021		M ⁽¹⁾		2,124	Α	\$88.95	15,132	D	
Common Stock	08/05/2021		S ⁽¹⁾		10,000	D	\$188.95	5,132	D	
Common Stock								434	I	by Managed Account ⁽²⁾

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

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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	Amount or Number of Shares				
Performance Stock Option 2015 (right to buy)	\$88.95	08/05/2021		M ⁽¹⁾			2,124	08/06/2019	12/18/2025	Common Stock	2,124	\$0.0	11,876	D	
Stock Option (right to buy)	\$88.95	08/05/2021		M ⁽¹⁾			7,876	(3)	12/18/2025	Common Stock	7,876	\$0.0	1,124	D	

Explanation of Responses:

1. All sales reported on this Form 4 were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 10, 2020.

2. Reflects shares of ALNY common stock acquired by the reporting person under the ALNY 401(k) plan as a result of the ALNY 401(k) matching contribution program.

3. The stock option vested as to 25% of the shares on the 1st anniversary of the date of the stock option grant and as to an additional 6.25% of the shares each successive three month period thereafter.

<u>By: /s/ Mary Beth DeLena,</u>	
Attorney-in-Fact For: Laurie	<u>08/09/2021</u>
<u>Keating</u>	

** 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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