FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| OMB APPRO | JVAL | | | | |
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| OMB Number: | 3235-0287 | | | | |
| 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 Se | ction 30 |)(h) c | of the Í | nvest | ment Co | mpany A | ct o | f 1940 | | | | | | | |
|---|---|---|---|---|--|---|--|--|---------------|--|---|--|--|---|-----|--|--------------------------------------|--------------------------------------|--|
| 1. Name and Address of Reporting Person* RA CAPITAL MANAGEMENT, L.P. | | | RH | 2. Issuer Name and Ticker or Trading Symbol RHYTHM PHARMACEUTICALS, INC. RYTM] | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner | | | | | | | | |
| (Last) (First) (Middle) 200 BERKELEY STREET, 18TH FLOOR | | | | 3. Da | 3. Date of Earliest Transaction (Month/Day/Year) 06/25/2020 | | | | | | | Officer (give title Other (specify below) below) | | | | pecify | | | |
| (Street) BOSTON MA 02116 | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Ind Line) | | | | | | | Form filed by One Reporting Person | | | | | | | |
| (City) | (Sta | ate) (| Zip) | | 1.03011 | | | | | | | | | | | | | | |
| | | Table | I - Non-Deriva | ative S | Securi | ities | s Acc | quire | ed, Dis | posed | of | , or B | enefic | ially Ow | ned | | | | |
| 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 | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | | |
| | | | | | (| Code | v | Amoun | t (A) | or | Price | | Reported Transactio (Instr. 3 ar | | | | | | |
| Common | mmon Stock 06/25/2020 | | | | | S | | 11,50 | 68 I |) | \$25.0 | 0491 ⁽¹⁾ | 5,410,744 | | I | | See Footnote ⁽²⁾⁽³⁾⁽⁴⁾ | | |
| Common | Common Stock 06/26/2020 | | | | | | S | | 86,70 | 06 I | D \$23.3069 ⁽⁵ | | 3069 ⁽⁵⁾ | 5,324,038 | | I | | See Footnote ⁽²⁾⁽³⁾⁽⁴⁾ | |
| Common Stock 06/29/2020 | | | | | | S | | 52,04 | 49 I |) | \$22. | 1906 ⁽⁶⁾ | 5,271,989 ⁽⁷⁾ | | I | | See Footnote ⁽²⁾⁽³⁾⁽⁴⁾ | | |
| | | Та | ble II - Derivat (e.g., pı | | | | | | | | | | | | ed | | | | |
| 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) | ction Instr. | of Deriv Secu Acqu (A) o Disp of (D | osed) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title Amour Securi Undert Deriva Securi 3 and 4 | | | nt of ities lying ative ity (Instr. | Derivative Security (Instr. 5) B O Str. | | Securities For Beneficially Di Dwned or | | wnership orm: erect (D) Indirect (Instr. 4) | | | |
| | | | | Code | v | (A) | (D) | Date Exe | e rcisable | Expirati Date | on | Title | Amount or Number of Shares | | | | | | |
| 1 Name ar | nd Address of | Reporting Person | | | | | | | | | | | | | | | | | |

| 1. Name and Address of Reporting Person* | | | | | | | | |
|--|---------------------------------|----------|--|--|--|--|--|--|
| RA CAPITA | RA CAPITAL MANAGEMENT, L.P. | | | | | | | |
| (Last) | (First) | (Middle) | | | | | | |
| ` ' | ` ' | , , | | | | | | |
| 200 BERKELI | EY STREET, 18T | H FLOOR | | | | | | |
| (Street) | | | | | | | | |
| BOSTON | MA | 02116 | | | | | | |
| | | — | | | | | | |
| (City) | (State) | (Zip) | | | | | | |
| | ress of Reporting Per | | | | | | | |
| KA Capital | <u>Healthcare Fu</u> | IU LP | | | | | | |
| (Last) | (First) | (Middle) | | | | | | |
| C/O RA CAPI | C/O RA CAPITAL MANAGEMENT, L.P. | | | | | | | |
| 200 BERKELEY STREET, 18TH FLOOR | | | | | | | | |
| (Street) | | | | | | | | |
| BOSTON | MA | 02116 | | | | | | |
| - | | | | | | | | |
| (City) | (State) | (Zip) | | | | | | |
| 1. Name and Address of Reporting Person* | | | | | | | | |
| <u>Kolchinsky</u> | <u>Peter</u> | | | | | | | |

| , | | | | | | | | | |
|---------------------------------|----------------------|------------|--|--|--|--|--|--|--|
| (Last) | , , | (Middle) | | | | | | | |
| C/O RA CAPITAL MANAGEMENT, L.P. | | | | | | | | | |
| 200 BERKELEY STREET, 18TH FLOOR | | | | | | | | | |
| (Street) | | | | | | | | | |
| BOSTON | MA | 02116 | | | | | | | |
| (City) | (State) | (Zip) | | | | | | | |
| 1. Name and Addr | ess of Reporting Per | son* | | | | | | | |
| Shah Rajeev | | | | | | | | | |
| | | | | | | | | | |
| (Last) | (First) | (Middle) | | | | | | | |
| C/O RA CAPI | TAL MANAGEM | IENT, L.P. | | | | | | | |
| 200 BERKELEY STREET, 18TH FLOOR | | | | | | | | | |
| (Street) | | | | | | | | | |
| BOSTON | MA | 02116 | | | | | | | |
| | | | | | | | | | |
| (City) | (State) | (Zip) | | | | | | | |

Explanation of Responses:

- 1. This transaction was executed in multiple trades at prices ranging from \$24.70 to \$25.76; the price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which these transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- 2. RA Capital Management, L.P. (the "Adviser") is the investment manager for the RA Capital Healthcare Fund, L.P. (the "Fund") and a separately managed account (the "Account"). The general partner of the Adviser is RA Capital Management GP, LLC (the "Adviser GP"), of which Dr. Peter Kolchinsky and Mr. Rajeev Shah are the managing members. The Adviser, the Adviser GP, Dr. Kolchinsky, and Mr. Shah may be deemed indirect beneficial owners of the reported securities for purposes of Section 13(d) of the Securities Exchange Act of 1934 (the "Act").
- 3. They disclaim beneficial ownership of any of the reported securities for the purpose of determining whether they are subject to Section 16 of the Act, however, in reliance on Rule 16a-1(a)(1)(v) and (vii). To the extent that they might be deemed subject to Section 16, they disclaim beneficial ownership of securities held by the Fund for purposes of Rule 16a-1(a)(2), except to the extent of their pecuniary interest therein, and disclaim any pecuniary interest in securities held in the Account for purposes of Rule 16a-1(a)(2).
- 4. The filing of this Form 4 shall not be construed as an admission that either the Adviser, the Adviser GP, Dr. Kolchinsky, or Mr. Shah is or was for the purposes of Section 16(a), or otherwise, the beneficial owner of any of the securities held in the Account.
- 5. This transaction was executed in multiple trades at prices ranging from \$23.00 to \$25.03; the price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which these transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- 6. This transaction was executed in multiple trades at prices ranging from \$21.655 to \$23.12; the price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which these transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.
- $7. \ Includes \ 4,599,403 \ shares \ held \ by \ the \ Fund \ and \ 672,586 \ shares \ held \ by \ the \ Account.$

/s/ Peter Kolchinsky, Manager
of RA Capital Management,
L.P.
/s/ Peter Kolchinsky, Manager
of RA Capital Healthcare GP,
LLC, the General Partner of
RA Capital Healthcare Fund,
L.P.
/s/ Peter Kolchinsky,
individually
/s/ Rajeev Shah, individually

06/29/2020

Date

** 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.