

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Waynick Denelle J</u>  (Last) (First) (Middle) <u>C/O MYOKARDIA, INC.</u> <u>1000 SIERRA POINT PARKWAY</u>  (Street) <u>BRISBANE CA 94005</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MyoKardia, Inc. [ MYOK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____  X _____ <b>General Counsel</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			

**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. 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
Stock Option (Right to Buy)	\$93.84	07/01/2020		A		80,000		(1)	06/30/2030	Common Stock	80,000	\$0.00	80,000	D	
Restricted Stock Units	(2)	07/01/2020		A		25,000		(3)	(3)	Common Stock	25,000	\$0.00	25,000	D	

**Explanation of Responses:**

- 25% of the shares subject to this option shall vest and become exercisable on June 29, 2021, and the remainder shall vest in 36 equal monthly installments thereafter, subject to the Reporting Person's continued service with the Issuer on each such vesting date. In addition, in the event the Reporting Person's service relationship is terminated by the Issuer or any successor without Cause (as defined in the Issuer's stock plan) or for Good Reason (as defined in the Issuer's Change in Control and Severance Policy) within one year following the consummation of a Sale Event (as defined in the Issuer's stock plan), any unvested shares underlying the option will become fully vested as of the date of such termination in accordance with the Issuer's Change in Control and Severance Policy.
- Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Issuer's Common Stock.
- The RSUs shall vest in four annual installments after July 1, 2020, subject to the Reporting Person's continued service with the Issuer on each such vesting date. In addition, in the event the Reporting Person's service relationship is terminated by the Issuer or any successor without Cause (as defined in the Issuer's stock plan) or for Good Reason (as defined in the Issuer's Change in Control and Severance Policy) within one year following the consummation of a Sale Event (as defined in the Issuer's stock plan), any unvested units will become fully vested as of the date of such termination in accordance with the Issuer's Change in Control and Severance Policy.

**Remarks:**

/s/ Denelle J. Waynick 07/02/2020  
 \*\* 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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