**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

   **Hoge Stephen**

   C/O MODERNA, INC. 200 TECHNOLOGY SQUARE

   CAMBRIDGE MA 02139

2. Issuer Name and Ticker or Trading Symbol

   **Moderna, Inc. [ MRNA ]**

3. Date of Earliest Transaction (Month/Day/Year)

   08/02/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)

   08/04/2021

5. Relationship of Reporting Person(s) to Issuer

   Director 10% Owner

   Officer (give title below) Other (specify below)

President

6. Individual or Joint/Group Filing (Check Applicable Line)

   X Form filed by One Reporting Person

   Form filed by More than One Reporting Person

7. Nature of Indirect Beneficial Ownership (Instr. 4)

   By Valhalla, LLC

   By Trust(2)

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>08/02/2021</td>
<td></td>
<td>M(1)</td>
<td>10,000 A</td>
<td>$0.99 1,619,597 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/02/2021</td>
<td></td>
<td>M(1)</td>
<td>10,000 D</td>
<td>$360.15 1,609,597 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/03/2021</td>
<td></td>
<td>M(1)</td>
<td>10,000 A</td>
<td>$0.99 1,619,597 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/03/2021</td>
<td></td>
<td>M(1)</td>
<td>10,000 D</td>
<td>$348.77 1,609,597 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>4,116 I</td>
<td>By Valhalla, LLC</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>151,933 I</td>
<td>By Trust(2)</td>
<td></td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$0.99</td>
<td>08/02/2021</td>
<td></td>
<td>M(1)</td>
<td>10,000 (3)</td>
<td>Common Stock 10,000</td>
<td>$0.91 387,431 D</td>
<td>D</td>
<td>By Valhalla, LLC</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted on December 27, 2018, as amended on January 7, 2021.

2. These shares are owned directly by a trust for the benefit of Dr. Hoge’s spouse and children, of which his spouse is a trustee. The reporting person disclaims Section 16 beneficial ownership of these securities, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for Section 16 or any other purpose.

3. This option is fully vested and exercisable.

/s/ Brian Sandstrom, as Attorney-in-Fact

08/04/2021

**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).


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.