**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*  
   Zaks Tal Zvi  
   Address  

2. Issuer Name and Ticker or Trading Symbol  
   Moderna, Inc. [ MRNA ]  

3. Date of Earliest Transaction (Month/Day/Year)  
   08/24/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)  
   X Form filed by One Reporting Person  
   Form filed by More than One Reporting Person

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
   Director  
   10% Owner  
   Officer (give title below)  
   Chief Medical Officer  
   Other (specify below)

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

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

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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, 4 and 5)</th>
<th>5. Amount of Securities Acquired (D) (Instr. 3, 4 and 5)</th>
<th>6. Ownership of Derivative Security Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>7. Date of Record (Month/Day/Year)</th>
<th>8. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>9. Title and Amount of Derivative Security (Instr. 3 and 4)</th>
<th>10. Number of Shares Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>11. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>12. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
<td></td>
<td>M(1)</td>
<td>A</td>
<td>10,000</td>
<td>10,000</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
<td></td>
<td>M(1)</td>
<td>5,000</td>
<td>12.121</td>
<td>15,000</td>
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<td></td>
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<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
<td></td>
<td>M(1)</td>
<td>10,000</td>
<td>19.15</td>
<td>25,000</td>
<td></td>
<td></td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
<td></td>
<td>s(1)</td>
<td>3,303</td>
<td>63.65</td>
<td>21,697</td>
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<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
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<td>s(1)</td>
<td>9,849</td>
<td>64.56</td>
<td>11,848</td>
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<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
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<td>s(1)</td>
<td>8,600</td>
<td>65.35</td>
<td>3,158</td>
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<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
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<td>s(1)</td>
<td>2,058</td>
<td>66.4</td>
<td>1,100</td>
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<tr>
<td>Common Stock</td>
<td>08/24/2020</td>
<td></td>
<td>s(1)</td>
<td>1,100</td>
<td>67.31</td>
<td>0</td>
<td></td>
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</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 Date (Month/Day/Year)</th>
<th>3. Transaction Date (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, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title of Derivative Security Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Shares Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 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>$20.93</td>
<td>08/24/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>03/08/2020 03/08/2029 Common Stock 10,000</td>
<td>$0</td>
<td>299,195</td>
<td>D</td>
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<td></td>
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<tr>
<td>Stock Option (Right to Buy)</td>
<td>$12.21</td>
<td>08/24/2020</td>
<td>M(1)</td>
<td>5,000</td>
<td>02/23/2027 Common Stock 5,000</td>
<td>$0</td>
<td>29,412</td>
<td>D</td>
<td></td>
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<tr>
<td>Stock Option (Right to Buy)</td>
<td>$19.15</td>
<td>08/24/2020</td>
<td>M(1)</td>
<td>10,000</td>
<td>08/10/2026 Common Stock 10,000</td>
<td>$0</td>
<td>164,790</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

1. The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted on March 13, 2020.
2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $62.98 to $63.98. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
3. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $64.01 to $65.01. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
4. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $63.02 to $66.02. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
5. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $64.04 to $65.01. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
6. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $67.15 to $67.58. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
7. 25% of this option vested and became exercisable on February 22, 2018 with the remainder vesting in 12 equal quarterly installments thereafter.
8. This option is fully vested and exercisable.

_A/ Lori Henderson, Jr.  
Attorney-in-Fact  
08/25/2020  
**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).
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.