## Form 4

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filing pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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**1. Name and Address of Reporting Person**

[Hoge Stephen](#)

**C/O MODERNA, INC.**

**200 TECHNOLOGY SQUARE**

**CAMBRIDGE, MA 02139**

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**2. Issuer Name and Ticker or Trading Symbol**

[Moderna, Inc. (MRNA)]

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**5. Relationship of Reporting Person(s) to Issuer**

- **Director**
- **10% Owner**
- **Other (specify below)**

- **X**

**Officer (give title below)**

**President**

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

**09/23/2020**

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

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

- **X** Form filed by One Reporting Person

- Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>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 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>09/23/2020</td>
<td></td>
<td>M(1)</td>
<td>10,000</td>
<td>A</td>
<td>$0.99</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,929,930</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,931,530</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,934,230</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,934,530</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,937,530</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,946,530</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>1,947,530</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/23/2020</td>
<td></td>
<td>4,116</td>
<td></td>
<td></td>
<td></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>Title of Derivative Security (Instr. 5)</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, 4 and 5)</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>09/23/2020</td>
<td></td>
<td>M(1)</td>
<td>10,000</td>
<td>08/19/2023</td>
<td>Common Stock</td>
<td>$0.99</td>
<td>797,431</td>
<td>D</td>
<td>I</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 December 27, 2018, as amended on June 1, 2020.
2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $65.80 to $66.80. 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 $66.81 to $67.78. 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 $67.83 to $68.57. 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 $63.86 to $64.86. 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 $64.89 to $65.89. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
7. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $65.93 to $66.58. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
8. This option is fully vested and exercisable.

\[/lori henderson, as\]

**Attorney-in-Fact**

09/25/2020

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**Signature of Reporting Person**

**Date**

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**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.