FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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 Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>GILL SIMBA</u>						2. Issuer Name and Ticker or Trading Symbol Evelo Biosciences, Inc. [ EVLO ]										k all applic	,				
(Last)	`	(First) (Middle) BIOSCIENCES, INC.					3. Date of Earliest Transaction (Month/Day/Year) 11/07/2023									X Officer (give title Other (specific below)  President & CEO					
ONE KENDALL SQUARE, 600/700, SUITE 7-201					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	IDGE M	A	02139												X	,					
(City)	(S	tate)	(Zip)		Ru	Chec	ck this	box to in	dicate th	at a tra	nsactio	n was r	made pursi 10b5-1(c).	uant to a			ion or writter	n plan	that is intend	ed to	
		Tab	le I - No	n-Deriv	ative	Sec	curiti	ies Ac	quire	d, Di	spos	sed o	f, or Be	enefic	ially	Owned	ŀ				
1. Title of Security (Instr. 3)  2. Transa Date (Month/D				ar) E	A. Deemed Execution Date, f any Month/Day/Year)		Cod	Transaction Dispose Code (Instr. 5)		Securit sposed	ties Acquii I Of (D) (In	red (A) o str. 3, 4	, 4 and Securiti Benefic Owned		es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Cod	ie V	Am	nount	(A) o (D)	r Pri	ce	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)	
Common Stock 1			11/07	/2023			M	1		1,172	A		(1)		17,930		D				
Common Stock 11/08			<mark>3/202</mark> 3	2023		S	2)		172		\$0	.33 <sup>(3)</sup>	17,758			D					
		Т	able II -										or Ber ble sec			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code ( 8)				6. Date Expira (Month	tion Da		and	7. Title ar Amount of Securitie Underlyir Derivativ (Instr. 3 a	of s ng e Secur nd 4)	ity D	. Price of perivative security nstr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ily	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	sable	Expira Date		Title	Amou or Numl of Share	ber						
Restricted Stock	(1)	11/07/2023			M			1,172	(4	)	(4)	1)	Common Stock	1,17	72	\$0	15,236	5	D		

## **Explanation of Responses:**

- 1. Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of Issuer common stock.
- 2. The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 instruction entered into by the Reporting Person, solely with the intent to cover withholding taxes in connection with the vesting of certain previously reported restricted stock units.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices within the range of \$0.32 to \$0.34, inclusive. The Reporting Person undertakes to provide to the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 4. The RSUs vest in sixteen (16) substantially equal quarterly installments following the February 07, 2023 grant date, such that all of the Restricted Stock Units will become vested on the fourth anniversary of the grant date, subject to the Reporting Person's continued service to the issuer on each such vesting date. The RSUs have no expiration date.

## Remarks:

/s/ Marella Thorell, Attorneyin-Fact for Balkrishan (Simba) 11/08/2023 Gill, Ph.D.

\*\* 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.

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.