(Street)

MOUNTAIN

VIEW

(City)

CA

(State)

94043

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

	OMB APPI	ROVAL
	OMB Number:	3235-0287
	Estimated average b	ourden
	hours per response:	
- 1	•	

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-

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

intende defens	ies of the issue ed to satisfy the ee conditions of ee Instruction	affirmative Rule 10b5-																	
1. Name and Address of Reporting Person* <u>GV 2021 GP, L.L.C.</u>			2. Issuer Name and Ticker or Trading Symbol Prime Medicine, Inc. [PRME]								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner								
(Last) (First) (Middle) 1600 AMPHITHEATRE PARKWAY					3. Date of Earliest Transaction (Month/Day/Year) 08/01/2025							Officer (give title Other (specify below) below)							
(Street) MOUNT VIEW	TAIN CA	A 9)4043		4. If A	Amend	nendment, Date of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(St	ate) (Z	Zip)																
		Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired	, Dis	posed of,	or I	3ene	ficiall	y Own	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)		y/Year) Exec		Deemed cution Date, y hth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)				ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
									Code	v	Amount	(A) or (D)		Price		ed ction(s) 3 and 4)			(Instr. 4)
Common	Common Stock		08/01/2	01/2025				P ⁽¹⁾		1,500,000		A	\$3.3	3,2	62,440		I	By GV 2021, L.P. ⁽²⁾	
		Tal	ble II -								osed of, o				Owne	d		,	
Derivative Conversion Date Execuserity or Exercise (Month/Day/Year) if any		if any	emed 4. Transa Code (i //Day/Year) 8)				6. Date Exercisable and Expiration Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) T. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)			8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)					
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amo or Num of Shar	ber					
	nd Address of 21 GP, L.	f Reporting Person* L.C.			,			,						·					
(Last) 1600 AN	ИРНІТНЕА	(First) TRE PARKWAY		ddle)															
(Street) MOUNT VIEW	ΓAIN	CA	94	043															
(City)		(State)	(Zij	၁)															
	nd Address of 21 GP, L.	f Reporting Person [*] <u>P.</u>																	
(Last) 1600 AN		(First)		ddle)															

1. Name and Address GV 2021, L.I	ss of Reporting Perso	n*
(Last)	(First)	(Middle)
1600 AMPHITH	EATRE PARKWA	AY
(Street)		
MOUNTAIN VIEW	CA	94043
(City)	(State)	(Zip)
1. Name and Address Alphabet Inc.	ss of Reporting Perso	n*
(Last)	(First)	(Middle)
1600 AMPHITH	EATRE PARKWA	AY
(Street)		
MOUNTAIN VIEW	CA	94043
(City)	(State)	(Zip)

Explanation of Responses:

- 1. Represents shares purchased in connection with an underwritten public offering of the Issuer's Common Stock that closed on August 1, 2025.
- 2. The securities reported in this row are directly beneficially owned by GV 2021, L.P. (the "2021 Partnership"). The general partner of the 2021 Partnership is GV 2021 GP, L.P. (the "2021 GP"). The general partner of the 2021 GP is GV 2021 GP, L.L.C. ("GV 2021 LLC"). The sole member of GV 2021 LLC is Alphabet Holdings LLC ("Alphabet Holdings"). The sole member of Alphabet Holdings is XXVI Holdings Inc. ("XXVI"). The controlling stockholder of XXVI is Alphabet Inc. Each of the 2021 GP, GV 2021 LLC, Alphabet Holdings, XXVI, and Alphabet Inc. may be deemed to indirectly beneficially own (as the term is defined in Rule 13d-3 of the Securities Exchange Act of 1934, as amended) the securities directly beneficially owned by the 2021 Partnership. Each of the aforementioned parties disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

/s/ Inga Goldbard, General Counsel of GV 2021 GP,	08/05/2025
L.L.C.	08/03/2023
/s/ Inga Goldbard, General Counsel of GV 2021 GP, L.P.	08/05/2025
/s/ Inga Goldbard, General Counsel of GV 2021, L.P.	08/05/2025
/s/ Kathryn W. Hall, Assistant Secretary of Alphabet Inc.	08/05/2025
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $^{^{\}star}$ 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).