SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB Number:	3235-0287										
Estimated average burden											
hours per response:	0.5										

5. Relationship of Reporting Person(s) to Issuer

1. Name and Address of Reporting Person

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

2. Issuer Name and Ticker or Trading Symbol

<u>RTW INVESTMENTS, LP</u>					Milestone Pharmaceuticals Inc. [MIST]									(Chec	к ан арр Direc		2	X 10%	Owner
(Last) (First) (Middle) 40 10TH AVENUE 7TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 09/07/2022									Office below	er (give title /)	e	Othe below	r (specify v)
(Street) NEW YORK NY 10014							ndment,	Date	of Origi	nal Fil	ed (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting						
(City)	(St	ate) (2	Zip)												Perso	חו			
		Table	I - No	on-Deriva	ative	Seci	urities	s Ac	quireo	d, Di	sposed of	, or B	Benefi	ciall	y Own	ed			
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year		ar) if any		eemed tion Date, h/Day/Year)		iction Instr.				r ind	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) o (D)	Price	e	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)
	Shares, no on Shares")	par value		09/07/2022					Р		1,557,346	A	\$8.	.71	4,315,102(1)		Ι		See footnote ⁽²⁾
Common Shares				09/07/2	022				S		1,557,346	D	\$ <mark>8</mark> .	.71	4,315,102 ⁽¹⁾		Ι		See footnote ⁽²⁾
		Та	ble II	- Derivat (e.g., pı	ive So uts, ca	ecur alls,	rities warr	Acqı ants	uired, , optie	Dis ons,	posed of, o convertib	or Be le se	nefici	ally s)	Ownee	d			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	eemed ution Date, h/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of		f 6. Date Exe Expiration (Month/Day			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		De Se (In	Price of privative curity str. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e Owners s Form: ally Direct (or Indin g (I) (Inst		Beneficial) Ownership ct (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amoun or Numbe of Shares	r					
		f Reporting Person [*] <u>IENTS, LP</u>																	
(Last) 40 10TH 7TH FLC	I AVENUE OOR	(First)	(N	liddle)															
(Street) NEW Y	ORK	NY	1(0014															
(City)		(State)	(Z	ïp)															
	nd Address of	f Reporting Person [*] RICK																	
	W INVEST	(First) MENTS, LP , 7TH FLOOR	(N	liddle)															
(Street) NEW YO	ORK	NY	1(0014															

Explanation of Responses:

(State)

(Zip)

(City)

2. This Form 4 is being filed by each of (i) RTW Investments, LP (the "Adviser") with respect to Common Shares held by certain investment funds managed by the Adviser (the "RTW Funds"), and (ii)

^{1.} Ordinary course rebalancing transactions in which certain RTW Funds (as defined below) rebalance holdings of the Issuer among the RTW Funds. After the transactions reported herein, the amount of Common Shares of the Issuer beneficially owned in the aggregate by the Reporting Persons did not change.

Roderick Wong, M.D., who serves as the Managing Partner and Chief Investment Officer of the Adviser.

Remarks:

Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its or his pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

RTW Investments, LP, By: /s/
Roderick Wong, Managing09/09/2022PartnerPartnerRoderick Wong, M.D., By: /s/
Roderick Wong09/09/2022

** 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.