

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

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

1. Name and Address of Reporting Person* <u>Hecht Beth</u>			2. Issuer Name and Ticker or Trading Symbol <u>Xeris Biopharma Holdings, Inc. [XERS]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/05/2021			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O XERIS BIOPHARMA HOLDINGS, INC. 180 N. LASALLE STREET, SUITE 1600			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	CHICAGO IL 60601							
(City)	(State)	(Zip)						

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/05/2021		A ⁽¹⁾⁽²⁾		26,366	A	(1)(2)	26,366	D	
Common Stock ⁽³⁾	10/05/2021		A ⁽³⁾		180,000	A	(3)	206,366	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$5.93	10/05/2021		A ⁽⁴⁾		30,879		(5)(10)	01/30/2028	Common Stock	30,879	(4)	30,879	D	
Stock Option (Right to Buy)	\$12.5	10/05/2021		A ⁽⁴⁾		65,295		(6)(10)	05/14/2028	Common Stock	65,295	(4)	65,295	D	
Stock Option (Right to Buy)	\$19	10/05/2021		A ⁽⁴⁾		3,826		(7)	10/04/2028	Common Stock	3,826	(4)	3,826	D	
Stock Option (Right to Buy)	\$13.88	10/05/2021		A ⁽⁴⁾		32,500		(8)	01/31/2029	Common Stock	32,500	(4)	32,500	D	
Stock Option (Right to Buy)	\$3.94	10/05/2021		A ⁽⁴⁾		150,000		(9)	08/14/2030	Common Stock	150,000	(4)	150,000	D	

Explanation of Responses:

- On October 5, 2021, pursuant to the transaction agreement dated as of May 24, 2021 ("Transaction Agreement") by and among Xeris Pharmaceuticals, Inc. ("Xeris"), Strongbridge Biopharma plc ("Strongbridge"), the Issuer ("HoldCo") and Wells MergerSub, Inc., a wholly owned subsidiary of HoldCo ("MergerSub"), HoldCo acquired the entire issued and to be issued ordinary share capital of Strongbridge (the "Acquisition"), and MergerSub merged with and into Xeris, with Xeris continuing as the surviving corporation and wholly owned subsidiary of HoldCo (the "Merger", and together with the Acquisition, the "Transaction").
- (Continued from Footnote 1) At the effective time of the Merger (the "Merger Effective Time"), all existing shares of Xeris common stock (the "Xeris common stock") were cancelled and automatically converted into the right to receive HoldCo common stock on a one-for-one basis. This amount includes shares of HoldCo common stock received upon vesting of Xeris restricted stock units that were vested as of the Merger Effective Time, net of shares withheld for tax.
- Represents restricted stock units each representing a contingent right to receive one share of HoldCo common stock (the "HoldCo RSU"). At the Merger Effective Time, each restricted stock unit representing a contingent right to acquire one share of Xeris common stock (the "Xeris RSU") that was outstanding immediately prior to the Merger Effective Time was automatically converted into a HoldCo RSU on the same terms and conditions (including any applicable vesting and settlement terms) as were applicable to such Xeris RSU immediately prior to the Merger Effective Time, including that the number of shares of HoldCo common stock subject to such HoldCo RSU is equal to the number of shares that were subject to the Xeris RSU.
- At the Merger Effective Time, each option to purchase shares of Xeris common stock (the "Xeris Option") that was outstanding immediately prior to the Merger Effective Time, whether vested or unvested, was automatically converted into an option to purchase shares of HoldCo common stock (the "HoldCo Option"), on the same terms and conditions including any applicable vesting and exercisability requirements) as were applicable to such Xeris Option immediately prior to the Merger Effective Time, including that the number of shares of HoldCo common stock subject to the HoldCo Option is equal to the number of shares that were subject to the Xeris Option and the exercise price applicable to the HoldCo Option is the same as applied to the Xeris Option.
- 25% of the options vested on January 16, 2019, with the remaining 75% of the shares vesting in 36 equal monthly installments on the sixteenth day of each month thereafter.
- 25% of the options vested on May 15, 2019, with the remaining 75% of the shares vesting in 36 equal monthly installments on the fifteenth day of each month thereafter.
- 25% of the options vested on October 5, 2019, with the remaining 75% of the shares vesting in 36 equal monthly installments on the fifth day of each month thereafter.
- 25% of these options vested on the first anniversary of the vesting commencement date, with the remainder vesting ratably over the following 36 months.
- 50% of these options vested on the first anniversary of the vesting commencement date, 25% shall vest on the 18-month anniversary of the vesting commencement date and the remaining 25% shall vest on the second anniversary of the vesting commencement date.
- These options are early exercisable.

Remarks:

Chief Legal Officer and Corporate Secretary

/s/ Beth Hecht

10/05/2021

** 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.

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