SEC Form 4
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Instruction 1(b)

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL 3235-0287 OMB Number Estimated average burden

hours per response

0.5

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 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) ROCKET PHARMACEUTICALS, INC. Militello John Director 10% Owner RCKT ] Officer (give title Other (specify Х below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) See Remarks 05/14/2023 C/O ROCKET PHARMACEUTICALS, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 9 CEDARBROOK DRIVE Line) Form filed by One Reporting Person Х (Street) Form filed by More than One Reporting CRANBURY NJ 08512 Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

#### 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. Transac Code (Ir 8)		4. Securities Disposed Of 5)			Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock <sup>(1)</sup>	05/14/2023		М		725 <sup>(1)</sup>	A	\$ <mark>0</mark>	6,361	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. Transac Code (In 8)		n Number		6. Date Exer Expiration D (Month/Day/	ate	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	Amount or Number of Shares				
Restricted Stock Units	(2)	05/14/2023		М			725	(3)	(3)	Common Stock	725	\$0	5,078	D	

### Explanation of Responses:

1. Represents shares of Common Stock received upon vesting of a restricted stock unit ("RSU") award.

2. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

3. One-third (1/3) of such RSUs became fully vested and exercisable on February 14, 2023, with the remaining shares vesting in equal quarterly installments over the following two years. Remarks:

VP, Principal Accounting Officer and Interim Principal Financial Officer

#### /s/ Martin Wilson, as attorney-05/16/2023 fact for John Militello

\*\* 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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