SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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*	2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name **and** Ticker or Trading Symbol
Clase Neera (Last) (First) (Middle) C/O TARSUS PHARMACEUTICALS, INC. 17700 LAGUNA CANYON ROAD, FLOOR 4 (Street) IRVINE CA 92618 (City) (State) (Zip)	11/01/2026	Tarsus Pharmaceuticals, Inc. [TARS] Foreign Trading Symbol

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	5. If Amendment, Date of Original Filed (Month/Day/Year)
☐ Director ☐ 10% Owner ☑ Officer (give title below) ☐ Other (specify below) Chief Commercial Officer	6. Individual or Joint/Group Filing (Check Applicable Line) ☑ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	14,800	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	09/06/2031	Common Stock	23,000	25.56	D	
Stock Option (right to buy)	(2)	03/08/2032	Common Stock	18,701	19.59	D	
Stock Option (right to buy)	(3)	03/07/2033	Common Stock	14,909	15	D	
Stock Option (right to buy)	(4)	03/06/2034	Common Stock	9,119	35.5	D	
Stock Option (right to buy)	(5)	03/04/2035	Common Stock	6,126	44.54	D	
Stock Option (right to buy)	(6)	03/04/2036	Common Stock	5,007	74.9	D	
Restricted Stock Units	(7)	(7)	Common Stock	2,864	0	D	
Restricted Stock Units	(8)	(8)	Common Stock	3,080	0	D	
Restricted Stock Units	(9)	(9)	Common Stock	3,014	0	D	
Restricted Stock Units	(10)	(10)	Common Stock	3,147	0	D	

Explanation of Responses:

1. Options granted under the Tarsus Pharmaceuticals, Inc. 2020 Stock Plan (the "Plan"). 25% of the option shares vested and became exercisable on August 16, 2022, and 1/48th of the option shares vested each month thereafter for a period of 3 years.
2. Options granted under the Plan. 25% of the option shares vested and became exercisable on March 9, 2023, and 1/48th of the option shares each month thereafter for a period of 3 years, subject to the Reporting Person's continuous service.
3. Options granted under the Plan. 25% of the option shares vested and became exercisable on March 8, 2024, and 1/48th of the option shares each month thereafter for a period of 3 years, subject to the Reporting Person's continuous service.
4. Options granted under the Plan. 25% of the option shares vested and became exercisable on March 7, 2025, and 1/48th of the option shares each month thereafter for a period of 3 years, subject to the Reporting Person's continuous service.
5. Options granted under the Plan. 25% of the option shares vested and became exercisable on March 5, 2026, and 1/48th of the option shares each month thereafter for a period of 3 years, subject to the Reporting Person's continuous service.
6. Options granted under the Plan. 25% of the option shares will vest and become exercisable on March 5, 2027, and 1/48th of the option shares each month thereafter for a period of 3 years, subject to the Reporting Person's continuous service.
7. Restricted Stock Units ("RSUs") granted under the Plan. The RSUs shall vest on March 15, 2027, subject to the Reporting Person's continuous service.
8. RSUs granted under the Plan. The RSUs shall vest in equal annual installments on March 15, 2027 and March 15, 2028, subject to the Reporting Person's continuous service.
9. RSUs granted under the Plan. The RSUs shall vest in equal annual installments on March 15th of each of 2027, 2028, and 2029, subject to the Reporting Person's continuous service.
10. RSUs granted under the Plan. The RSUs shall vest in equal annual installments on March 15th of each of 2027, 2028, 2029, and 2030, subject to the Reporting Person's continuous service.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Scott Sieckert, Attorney-in-Fact — 11/05/2026

** 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 5 (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.

Tarsus Pharmaceuticals, Inc. - Power of Attorney

KNOW ALL BY THESE PRESENTS, the undersigned hereby constitutes and appoints each of Bobak Azamian, Jeffrey Farrow, Bryan Wahl, Scott Sieckert, Nicole Golan, Shannon Callan, Jacob Brouwer, and Kristine Mengoli, signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned a Form ID Application, if required, and submit the same to the United States Securities and Exchange Commission;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Tarsus Pharmaceuticals, Inc. (the "Company") or as a holder of 10% or more of the Company's securities, Forms 3, 4 and 5, and any amendments thereto, in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder and, if necessary, such forms or similar reports required by state or foreign regulators in jurisdictions in which the Company operates;

(3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or similar form or report required by state or foreign regulators, and any amendments thereto, and file such form or report with the United States Securities and Exchange Commission and any stock exchange or similar authority or appropriate state or foreign regulator; and

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of or legally required to be done by the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder. This Power of Attorney may be filed with the SEC as a confirming statement of the authority granted herein.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

Date: 10/27/2026

By: DocuSigned by: Neera Clase
480STEE049924CD...

Name: Neera Clase