FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section So(n) of the investment Company Act of 1940							
1. Name and Ac Mottiwala	ddress of Reporting <u>Aziz</u>	g Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>Tarsus Pharmaceuticals, Inc.</u> [TARS]		ationship of Reporting P < all applicable) Director	10% Owner				
(Last) (First) (Middle) C/O TARSUS PHARMACEUTICALS, INC.			3. Date of Earliest Transaction (Month/Day/Year) 07/19/2023	X	Officer (give title below) Chief Commerc	Other (specify below) ial Officer				
15440 LAGU	JNA CANYON	I ROAD, SUITE 160	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Fil					
					X Form filed by One Reporting Person					
(Street) IRVINE	CA	92618			Form filed by More th Person	an One Reporting				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication							
			X 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)	Code (Instr.		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	07/19/2023		S ⁽¹⁾		2,400	D	\$20.05 ⁽²⁾	45,806 ⁽³⁾	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	Amount or Number of Shares				

Explanation of Responses:

1. The sales reported in this Form 4 were effected by an automatic sale pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 26, 2022.

2. The price reported in column 4 is a weighted average price. The shares were pooled and sold in multiple transactions at prices ranging from \$20.00 to \$20.10. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. Includes 120 shares acquired under the Issuer's employee stock purchase plan on June 30, 2023.

Remarks:

<u>/s/ Jeffrey Farrow, Attorney-</u> <u>in-Fact</u>

** Signature of Reporting Person Date

07/21/2023

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.

OMB APPROVAL

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