FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Nashington, D	.C. 20549
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STATEMENT (OF CHANGES	IN BENEFICIAL	OWNERSHIP
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OIVID APPROVAL									
OMB Number:	3235-0287								
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hours per response:	0.5								

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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).

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* Wahl Bryan					2. Issuer Name and Ticker or Trading Symbol Tarsus Pharmaceuticals, Inc. [TARS]								(Ch	eck all applic	r 10% Owne			vner	
(Last) 15440 L	,	rst) (Middle)	160		3. Date of Earliest Transaction (Month/Day/Year) 03/15/2023								X Officer (give title below) Other (specify below) General Counsel				specify	
(Street) IRVINE (City)	Cz (Si		92618 (Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									dividual or Joint/Group Filing (Check Applicable) K Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				ay/Year) if a		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			Benefici	es For ially (D) Following (I) (: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	A) 1)	A) or D)	Price	Transac (Instr. 3	tion(s)			(Instr. 4)
Common Stock 03/15				/2023	023		M ⁽¹⁾		4,79	0	Α	(1)	18	18,513		D			
Common Stock 03/16/				/2023	2023			S ⁽²⁾		337		D	\$13.4	18,176		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. Deem Execution if any (Month/Da	Date,	4. Transactior Code (Instr. 8)		n of		6. Date Exercisa Expiration Date (Month/Day/Yea		е	7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis		Expiration Date	Title	OI N Of	umber					
Restricted Stock Units	(3)	03/15/2023			M			4,790	(4)		(4)	Comm		1,790	\$0.00	14,370		D	

Explanation of Responses:

- 1. The shares were issued pursuant to settlement of vested Restricted Stock Units ("RSUs").
- 2. The sale reported on this Form 4 represents shares sold by the Reporting Person to cover tax withholding obligations in connection with the vesting and settlement of RSUs. The sale is mandated by the Issuer's election to require the satisfaction of tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person.
- 3. Each RSU represents a contingent right to receive one share of the Company's common stock.
- 4. RSU granted on March 9, 2022, under the Tarsus Pharmaceuticals, Inc. 2020 Stock Plan. 25% of the RSUs will vest on March 15th of each of 2023, 2024, 2025, and 2026, subject to the Reporting Person's continuous service

Remarks:

/s/ Leonard M. Greenstein, 03/17/2023 Attorney-in-Fact

** 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.