FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL		
OMB Number:	3235-0287	
Estimated average burden		
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(Instr. 4)

D

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 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. White Mark Andrew Director 10% Owner Officer (give title Other (specify X below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) Chief Medical Officer 02/16/2024 C/O ROCKET PHARMACEUTICALS, INC. 6. Individual or Joint/Group Filing (Check Applicable 4. If Amendment, Date of Original Filed (Month/Day/Year) 9 CEDARBROOK DRIVE Line) Form filed by One Reporting Person (Street) Form filed by More than One Reporting **CRANBURY** 08512 NJ 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 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership Form: Direct 2. Transaction 2A. Deemed 7. Nature 5. Amount of 1. Title of Security (Instr. 3) 3. Transaction **Execution Date** Securities of Indirect if any (Month/Day/Year) Beneficially Owned Following (Month/Day/Year) Code (Instr. 5) (D) or Indirect Beneficial 8) (I) (Instr. 4) Ownership

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date 1. Title of 3. Transaction Date 3A. Deemed Execution Date. 5. Number 7. Title and Amount 8. Price of Derivative 9. Number of 11. Nature Conversion Derivative Transaction of Securities derivative Ownership of Indirect (Month/Day/Year) Security (Instr. 3) or Exercise Price of (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Derivative Underlying Derivative Security Security (Instr. 5) Securitie Form: Direct (D) Beneficial Securities Acquired Beneficially Ownership Derivative (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) Security Following (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount Number Expiration (D) Code (A) Exercisable Title Shares Date Stock Option (Right to \$30.01 02/16/2024 32,727 (2) 02/16/2034 \$0 32,727 D 32,727 Stock

Code ν

Α

## Explanation of Responses:

Common Stock(1)

- 1. Holdings are Restricted Stock Units ("RSUs") that convert to common stock on a one-for-one basis. One-third (1/3) of such RSUs will become fully vested on February 16, 2025, with the remaining shares vesting in equal quarterly installments over the following two years.
- 2. This option represents a right to purchase a total of 32,727 shares of the Issuer's Common Stock, one-third of which will become fully vested and exercisable on February 16, 2025, with the remaining shares vesting in equal quarterly installments over the following two years, subject to the reporting person's continued employment with the Issuer.

/s/ Martin Wilson, as attorneyin-fact for Mark Andrew White

02/21/2024

Signature of Reporting Person

Date

Reported

Transaction(s) (Instr. 3 and 4)

87,758

(A) or (D)

A

Price

Amount

11,096(1)

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).

02/16/2024

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.