

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>Frazier Life Sciences X, L.P.</u> <hr/> (Last) (First) (Middle) 601 UNION STREET SUITE 3200 <hr/> (Street) SEATTLE WA 98101 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HilleVax, Inc. [HLVX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/04/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 04/08/2024	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock								8,535,337 ⁽¹⁾	D ⁽²⁾	

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)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Frazier Life Sciences X, L.P.

 (Last) (First) (Middle)
 601 UNION STREET
 SUITE 3200

 (Street)
 SEATTLE WA 98101

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
FHMLS X, L.P.

 (Last) (First) (Middle)
 601 UNION STREET
 SUITE 3200

 (Street)
 SEATTLE WA 98101

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
FHMLS X, L.L.C.

 (Last) (First) (Middle)
 601 UNION STREET

SUITE 3200

(Street)

SEATTLE WA 98101

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Topper James N

(Last) (First) (Middle)

601 UNION STREET
SUITE 3200

(Street)

SEATTLE WA 98101

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Heron Patrick J

(Last) (First) (Middle)

601 UNION STREET
SUITE 3200

(Street)

SEATTLE WA 98101

(City) (State) (Zip)

Explanation of Responses:

1. On April 8, 2024, the Reporting Persons filed a Form 4 which inadvertently reported the purchase of 8,850 shares of the Issuer's Common Stock by Frazier Life Sciences X, L.P. However, the stock purchase did not occur by Frazier Life Sciences X, L.P. but was purchased by other funds affiliated with Frazier Life Sciences X, L.P., as reported on the Schedule 13D amendment filed on the same day as this amendment, and as reported in this amendment, Frazier Life Sciences X, L.P. directly owned 8,535,337 shares of Common Stock of the Issuer as of April 8, 2024.

2. The shares are held directly by Frazier Life Sciences X, L.P. FHMLS X, L.P. is the general partner of Frazier Life Sciences X, L.P. and FHMLS X, L.L.C. is the general partner of FHMLS X, L.P. James N. Topper and Patrick J. Heron are the sole managing members of FHMLS X, L.L.C. and share voting and investment power over the shares held by Frazier Life Sciences X, L.P. Dr. Topper and Mr. Heron disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

FRAZIER LIFE SCIENCES
X, L.P., By FHMLS X, L.P.,
its general partner, By
FHMLS X, L.L.C., its general
partner, By: /s/ Steve R.
Bailey, Chief Financial Officer
FHMLS X, L.P., By FHMLS
X, L.L.C., its general partner,
By: /s/ Steve R. Bailey, Chief
Financial Officer
FHMLS X, L.L.C., By: /s/
Steve R. Bailey, Chief
Financial Officer
/s/ Steve Bailey, Attorney-in-
Fact for Patrick J. Heron
/s/ Steve Bailey, Attorney-in-
Fact for James N. Topper

05/31/2024

05/31/2024

05/31/2024

05/31/2024

05/31/2024

** 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.