FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| vvasnington, D.O. 200 |
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| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP |
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|  |

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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

| Instruc  | tion 1(b).  |              |                    |              | Filed                                   |              |  |                  |                           |          |              |                |                              |  | nge Act              |   |  |   | L  |   |  |                        |                         |
|--|-------------|--------------|--------------------|--------------|---|--------------|--|------------------|---------------------------|----------|--------------|----------------|------------------------------|--|----------------------|---|--|---|--|---|--|------------------------|-------------------------|
| 1. Name and Address of Reporting Person* <u>EW HEALTHCARE PARTNERS FUND</u> <u>2, L.P.</u> |             |              |                    |              |   |              | 2. Issuer Name and Ticker or Trading Symbol TELA Bio, Inc. [ TELA ]                                    |                  |                           |          |              |                |                              |  |                      | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title X below) |  |   |  |   |  |                        |                         |
| (Last) 21 WAT  |             | (Firs        | et) (MENUE, SUITE  | Middl<br>225 | e)                                      |              |  | of Ear<br>2022   |                           | ransad   | ction        | n (Mo          | nth/Da                       | y/Year)  | )                    |   |  | below   | •  | e footno  | D  | elow)                  |                         |
| (Street) THE WOODI   | ANDS        | TX           | 7                  | 7380         | )                                       | 4.           | If Am  | endm             | ent, Da                   | ite of ( | Orig         | jinal F        | Filed (M                     | lonth/E  | Day/Year             |   | Line   | Form  | filed by   | Group Fili<br>One Re<br>More tha                  | porting  | Perso                  | on                      |
| (City)   |             | (Sta         | te) (2             | Zip)         |   |              |  |                  |                           |          |              |                |                              |  |                      |   |  |   |  |   |  |                        |                         |
|  |             |              | Table              | 1 - 1        | Non-Deriva                              | tive         | e Se   | curit            | ties <i>F</i>             | cqu      | ire          | d, D           | ispo                         | sed o  | of, or I             | 3enefi  | cia  | lly Own   | ed   |   |  |                        |                         |
| 1. Title of  | Security (I | nstr         | : 3)               |              | 2. Transaction<br>Date<br>(Month/Day/Yo |              | Exec<br>if an  |                  |                           | Cod      |              | ction<br>nstr. | 4. Sec<br>Dispo<br>5)        | urities<br>sed Of  | Acquire<br>(D) (Inst | d (A) or<br>r. 3, 4 and   | d :  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Follo | ,  | 6. Owner<br>Form: Di<br>(D) or Ind<br>(I) (Instr. | irect<br>direct  | Indire<br>Bene<br>Owne | ficial<br>rship         |
|  |             |              |                    |              |   |              |  |                  |                           | Cod      | de           | v              | Amou                         | nt   | (A) or<br>(D)        | Price   | - 1  | Reported<br>Transaction<br>(Instr. 3 and                  |  |   |  | (Instr                 | . 4)                    |
| Common<br>share  | Stock, p    | ar v         | ralue \$0.001 per  | -            | 06/30/202                               | 22           |  |                  |                           | P        |              |                | 5,0                          | 00   | A                    | \$7.07  | 7  | 3,565,7   | '09  | I   |  | See<br>footi           | notes <sup>(1)(2)</sup> |
| Common<br>share  | Stock, p    | ar v         | ralue \$0.001 per  |              | 07/01/202                               | 22           |  |                  |                           | P        |              |                | 5,0                          | 00   | A                    | \$7.27  | 7  | 3,570,7   | '09  | I   |  | See<br>footi           | notes <sup>(1)(2)</sup> |
| Common<br>share  | Stock, p    | ar v         | ralue \$0.001 per  | -            | 07/05/202                               | 22           |  |                  |                           | P        |              |                | 5,0                          | 00   | A                    | \$7.52  | 2  | 3,575,7   | '09  | I   |  | See<br>footi           | notes(1)(2)             |
|  |             |              | Tal                | ole          | II - Derivati<br>(e.g., pu              |              |  |                  |                           |          |              |                |                              |  |                      |   |  | y Owned   | t  |   |  |                        |                         |
| Derivative Conversion Date Security or Exercise (Month/Day/Year) in                        |             | Exe<br>if ar | ecution Date, 1    |              | 4.<br>Transaction<br>Code (Instr.<br>8) |              | 5. Numl<br>of<br>Derivati<br>Securiti<br>Acquire<br>(A) or<br>Dispose<br>of (D)<br>(Instr. 3<br>and 5) | ve (<br>es<br>ed | Expiration<br>e (Month/Da |          |              |                | Amo<br>Secu<br>Unde<br>Deriv | le and<br>unt of<br>rities<br>erlying<br>rative<br>rity (Instr<br>i 4) |                      | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | deriva<br>Secur<br>Benef<br>Owner<br>Follow<br>Repor | ities<br>icially<br>d<br>ving<br>ted<br>action(s)         | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) |   | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                        |                         |
|  |             |              |                    |              |   | Cod          | le V   | . (              | (A) (I                    |          | Date<br>Exer | cisab          |                              | piratior<br>te   | n Title              | Amoun<br>or<br>Numbe<br>of<br>Shares  | er   |   |  |   |  |                        |                         |
|  |             |              | Reporting Person*  | ER           | S FUND 2                                | 2 <u>, L</u> | <u>.Р.</u>   |                  |                           |          |              |                |                              |  |                      |   |  |   |  |   |  |                        |                         |
| (Last)   | ERWAY .     |              | First) ENUE, SUITE |              | (Middle)                                |              |  |                  |                           |          |              |                |                              |  |                      |   |  |   |  |   |  |                        |                         |
| (Street)   |             |              |                    |              |   |              | _  |                  |                           |          |              |                |                              |  |                      |   |  |   |  |   |  |                        |                         |

| EW HEALTHCARE PARTNERS FUND 2, L.P. |                |                  |  |  |  |  |  |
|-------------------------------------|----------------|------------------|--|--|--|--|--|
| (Last)                              | (First)        | (Middle)         |  |  |  |  |  |
| 21 WATERWAY A                       | AVENUE, S      | UITE 225         |  |  |  |  |  |
| (Street)                            |                |                  |  |  |  |  |  |
| THE WOODLANDS                       | TX             | 77380            |  |  |  |  |  |
| (City)                              | (State)        | (Zip)            |  |  |  |  |  |
| 1. Name and Address                 |                |                  |  |  |  |  |  |
|                                     | <u>CARE PA</u> | RTNERS FUND 2-A, |  |  |  |  |  |
| <u>L.P.</u>                         |                |                  |  |  |  |  |  |
| (Last)                              | (First)        | (Middle)         |  |  |  |  |  |
| 21 WATERWAY AVENUE, SUITE 225       |                |                  |  |  |  |  |  |
|                                     |                |                  |  |  |  |  |  |
| (Street) THE WOODLANDS              | TX             | 77380            |  |  |  |  |  |
|                                     |                |                  |  |  |  |  |  |

| (City)   | (State)                 | (Zip)    |  |  |  |  |  |  |
|--|-------------------------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>EW Healthcare Partners Fund 2 GP, L.P.</u> |                         |          |  |  |  |  |  |  |
| (Last) 21 WATERWAY A   | (First) WENUE, SUITE 22 | (Middle) |  |  |  |  |  |  |
| (Street) THE WOODLANDS   | TX                      | 77380    |  |  |  |  |  |  |
| (City)   | (State)                 | (Zip)    |  |  |  |  |  |  |
| 1. Name and Address of Reporting Person* <u>EW Healthcare Partners Fund 2-UGP, LLC</u> |                         |          |  |  |  |  |  |  |
| (Last) 21 WATERWAY A   | (First) WENUE, SUITE 22 | (Middle) |  |  |  |  |  |  |
| (Street) THE WOODLANDS   | TX                      | 77380    |  |  |  |  |  |  |
| (City)   | (State)                 | (Zip)    |  |  |  |  |  |  |

## **Explanation of Responses:**

1. The Share totals shown above are the aggregate amounts of shares purchased by EW Healthcare Partners Fund 2, L.P. ("Fund 2") and EW Healthcare Partners Fund 2-A, L.P. ("Fund 2-A") on the dates set forth above. Fund 2 purchased 1,500 shares of the amount shown for each date above, and Fund 2-A purchased 3,500 shares of the amount shown above on each such date. Fund 2 now holds a total of 1,425,511 shares and Fund 2-A now holds a total of 2,150,198 shares of the Issuer.

2. EW Healthcare Partners Fund 2 GP, L.P. (the "EW Funds GP"), is the general partner of each of EW Healthcare Partners Fund 2, L.P. ("Fund 2") and EW Healthcare Partners Fund 2-A, L.P. ("EW Fund 2-A" and together with EW Fund 2, the "EW Funds"). EW Healthcare Partners Fund 2- UGP, LLC (the "General Partner") is the general partner of EW Funds GP. The General Partner holds sole voting and dispositive power over the shares held by each of the EW Funds (the "Shares"). The managers of the General Partner are Martin P. Sutter, Ron Eastman, Scott Barry and Petri Vainio (collectively, the "Managers") and may exercise voting and investment control over the Shares only by majority action of the Managers. Each individual Manager, the EW Funds GP and the General Partner disclaims ownership over the Shares except to the extent of his or its respective pecuniary interest therein.

## Remarks:

PARTNERS FUND 2, L.P., By: EW Healthcare Partners Fund 2 GP, L.P., its General Partner, By: EW Healthcare 07/05/2022 Partners Fund 2-UGP, LLC, its General Partner, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter EW HEALTHCARE PARTNERS FUND 2-A, L.P., By: EW Healthcare Partners Fund 2 GP, L.P., its General Partner, By: EW Healthcare 07/05/2022 Partners Fund 2-UGP, LLC, its General Partner, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter **EW HEALTHCARE** PARTNERS FUND 2 GP, L.P., By: EW Healthcare Partners Fund 2-UGP, LLC, its General Partner, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter **EW HEALTHCARE** PARTNERS FUND 2-UGP, LLC, By: Martin P. Sutter, 07/05/2022 Attorney-in-Fact, /s/ Martin P. Sutter \*\* Signature of Reporting Person Date

**EW HEALTHCARE** 

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).