SEC Form 4	
------------	--

٦

FORM 4	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

OMB APPROVAL						
OMB Number:	3235-0287					

Estimated average burden hours per response: 0.5

				or	Section	on 30(h) c	of the	Inves	tmen	t Company A	ct of 194	0							
1. Name and Address of Reporting Person* <u>EW HEALTHCARE PARTNERS FUND</u> 2. L. P.			2. Issuer Name and Ticker or Trading Symbol <u>TELA Bio, Inc.</u> [TELA]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title V Other (specify								
<u>2, L.P.</u>			2	2 Data of Englight Transporting (Marth/Dev/March)								below	v)		Λ b	other (s elow)	pecify		
(Last) (First) (Middle)			Aiddle)		3. Date of Earliest Transaction (Month/Day/Year) See Footnote 2 05/18/2021 See Footnote 2														
21 WAT	ERWAY AV	VENUE, SUITE	225																
(Street)				4.	If Ame	endment,	Date	e of Ori	iginal	Filed (Month	/Day/Yea		6. Individual o	r Joint/	Group Fili	ing (Cl	neck Ap	plicable	
THE TX 77380											ľ	Line) Form filed by One Reporting Person							
WOODLANDS IN 77500												X Form Perso		y More th	an On	e Repo	rting		
(City) (State) (Zip)																			
		Table	I - Non-Deriva	ative	e Se	curities	s Ac	quir	ed,	Disposed	of, or	Benefic	cially Own	ed					
1. Title of	Security (Ins		2. Transaction		2A. D	eemed		3.		4. Securities	s Acquire	ed (A) or	5. Amount o		6. Owner		7. Natu		
			Date (Month/Day/Ye	ear)	if any	ution Date h/Day/Yea	í (Transaction Code (Instr. 8)				tr. 3, 4 and	Securities Beneficially Owned Foll		Form: Di (D) or Indirect		Indireo Benefi Owner	cial	
					(Month/Day/real)		ŀ	Code V		Amount (A) or Price		Price	Reported Transaction(s)		(Instr. 4)		(Instr. 4)		
	0.1	1 #0.001	_	_			-	coue			(D)		(Instr. 3 and	4)			6		
Common share	Stock, par	value \$0.001 pe	05/18/202	1				Р		3,546	A	\$13.3	1,682,2	59	I		See Footnotes ⁽¹⁾⁽²⁾		
Common share	Stock, par	value \$0.001 pe	05/19/202	1			↑	Р		450	A	\$13.44	1,682,709 I			See Footnotes ⁽¹⁾⁽²⁾			
Common share	Stock, par	value \$0.001 pe	05/20/202	1				Р		8,525	Α	\$13.3	1,691,2	,234 I		See Footnotes ⁽¹⁾⁽²⁾			
		Ta	ole II - Derivat											d					
1. Title of	2.	3. Transaction	(e.g., pi 3A. Deemed	4.	cans	5, Warra		· ·		s, conver	_	itle and	8. Price of	9. Nu	mber of	10.		11. Nature	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)		nsactio le (Ins	tr. Deriv Secu Acqu (A) o Disp	rities lired r osed	e (Mo	oiratio	on Date Day/Year)	Am Sec Und Der Sec	ount of curities lerlying ivative curity (Instr. nd 4)	t of Derivative derivative es Security Securities ing (Instr. 5) Beneficially owned r (Instr.		rities ficially ed wing rted	Ownership Form: Beneficial Direct (D) Ownership or Indirect (I) (Instr. 4)			
						of (D (Insti and S	r. 3, 4	۱					Transaction(s) (Instr. 4)						
							-, 					Amount	t						
				Cod	ie V	(A)	(D)	Dat	te ercisa	Expiration ble Date	on Title	or Number of Shares	r						
		Reporting Person*																	
<u>EW HI</u>	EALTHC	ARE PARTN	ERS FUND 2	<u>2, L</u>	<u>.P.</u>														
(Last)		(First)	(Middle)																
		ENUE, SUITE	. ,																
,					_														
(Street) THE																			
WOODI	LANDS	TX	77380																
(City)		(State)	(Zip)		_														
1. Name and Address of Reporting Person*																			
<u>EW HI</u> <u>L.P.</u>	<u>EALTHC</u>	<u>ARE PARTN</u>	ERS FUND 2	<u>2-A</u>	,														
(Last)		(First)	(Middle)																
		VENUE, SUITE	,																
(Street) THE WOODI	LANDS	TX	77380																

(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] EW Healthcare Partners Fund 2 GP, L.P.						
(Last) 21 WATERWAY A	(First) VENUE, SUITE 22	(Middle) 5				
(Street) THE WOODLANDS	ТХ	77380				
(City)	(State)	(Zip)				
1. Name and Address <u>EW Healthcare</u>	of Reporting Person [*] • Partners Fund 2	<u>-UGP, LLC</u>				
(Last) 21 WATERWAY A	(First) VENUE, SUITE 22	(Middle) 5				
(Street) THE WOODLANDS	TX	77380				
(City)	(State)	(Zip)				

Explanation of Responses:

1. Shares shown above were 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 1,393 shares, 177 shares, and 3,350 shares and Fund 2-A purchased 2,153 shares, 273 shares, and 5,175 shares of the amounts shown purchased on each of 5/18/2021, 5/19/2021 and 5/20/2021, respectively. Fund 2 now holds a total of 688,404 shares of the Issuer and Fund 2-A now holds a total of 1,002,830 shares.

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 Bany 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 beneficial ownership over the Shares except to the extent of his or its respective pecuniary interest therein.

Remarks:

EW HEALTHCARE
<u>PARTNERS FUND 2, L.P.,</u>
By: EW Healthcare Partners
<u>Fund 2 GP, L.P., its General</u>
Partner, By: EW Healthcare 05/20/2021
Partners Fund 2-UGP, LLC,
<u>its General Partner, By: Martin</u>
P. Sutter, Attorney-in-Fact, /s/
<u>Martin P. Sutter</u>
EW HEALTHCARE
<u>PARTNERS FUND 2-A, L.P.,</u>
By: EW Healthcare Partners
Fund 2 GP, L.P., its General
Partner, By: EW Healthcare 05/20/2021
Partners Fund 2-UGP, LLC,
<u>its General Partner, By: Martin</u>
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, 05/20/2021
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, 05/20/2021
Attorney-in-Fact, /s/ Martin P.
Sutter
tt Cignature of Departing Dereen Date

** Signature of Reporting Person Date

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

 \ast 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.