SEC Form 4
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### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL					
OMB Number: 3235-0287					
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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).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <sup>*</sup> <u>EW HEALTHCARE PARTNERS FUND</u> <u>2, L.P.</u>			2. Issuer Name <b>and</b> 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 below) X Other (specify below)								
					3. Date of Earliest Transaction (Month/Day/Year) 03/16/2022								belov	,	e footno				
(Street) THE TX 77380				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(St		Zip)					<u>.</u>											
Table I - Non-Derivat   1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea)			n 2 E ear) i	2A. Deemed Execution Date,			nsact le (In	tion	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
							Cod	le \	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and	n(s) d 4)	("		(1130)	(1130. 4)	
Common share	Stock, par	value \$0.001 per	03/14/202	22			Р			3,473	A	\$11.68	3,302,9	972	I		See footnotes <sup>(1)(2)</sup>		
Common share	Stock, par	value \$0.001 per	03/15/202	22			Р			100	A	\$11.65	.1.65 3,303,072 I			See footnotes <sup>(1)(2)</sup>			
Common share	Stock, par	value \$0.001 per	<sup>r</sup> 03/16/202	22			Р			2,331	A	\$11.65	3,305,4	403	I	I See footnot		iotes <sup>(1)(2)</sup>	
		Tal	ble II - Derivat (e.g., pu							sposed of s, convert				d					
1. Title of Derivative Security (Instr. 3)	rivative Conversion Date Execution Date, Transaction of Expiratio curity or Exercise (Month/Day/Year) if any Code (Instr. Derivative (Month/D		ation	Day/Year) Securities Underlying Derivative Security (In: 3 and 4)			Derivative deriv Security Secu (Instr. 5) Bene Owne Follo Repo Trans (Instr		arities Form eficially Direct ed or In owing (I) (Ir ported saction(s)		11. Nature of Indirect Beneficial Ownership (Instr. 4)								
				Code	v	(A) (		Date Exerc	cisab	Expiratio le Date	n Title	Amount or Number of Shares							
	1. Name and Address of Reporting Person* <u>EW HEALTHCARE PARTNERS FUND 2, L.P.</u>																		
(Last) 21 WAT		(First) /ENUE, SUITE	(Middle) 225																
(Street) THE WOODI	LANDS	ТХ	77380																
(City)		(State)	(Zip)																
		f Reporting Person <sup>*</sup> ARE PARTN		<u>2-A</u> ,															
(Last) 21 WAT		(First) /ENUE, SUITE	(Middle) 225																
(Street) THE WOODI	ANDS	TX	77380		_														

(City)	(State)	(Zip)					
1. Name and Address of Reporting Person <sup>*</sup> <u>EW Healthcare Partners Fund 2 GP, L.P.</u>							
(Last) 21 WATERWAY A	(First) VENUE, SUITE 22	(Middle) 5					
(Street) THE WOODLANDS	TX	77380					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person <sup>*</sup> <u>EW Healthcare Partners Fund 2-UGP, LLC</u>							
(Last) (First) (Middle) 21 WATERWAY AVENUE, SUITE 225							
(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 1,365 shares, 100 shares, and 856 shares of the amounts shown above for March 14, 2022, March 15, 2022, and March 16, 2022, respectively, and Fund 2-A purchased 2,108 shares, 0 shares, and 1,475 shares of the amounts shown above on each such date. Fund 2 now holds a total of 1,339,796 shares and Fund 2-A now holds a total of 1,965,607 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 Furtners 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:**

EW HEALTHCARE PARTNERS FUND 2, L.P., By: EW Healthcare Partners Fund 2 GP, L.P., its General Partner, By: EW Healthcare Partners Fund 2-UGP, LLC, its General Partner, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter	<u>03/16/2022</u>
EW HEALTHCARE PARTNERS FUND 2-A, L.P., By: EW Healthcare Partners Fund 2 GP, L.P., its General Partner, By: EW Healthcare Partners Fund 2-UGP, LLC, its General Partner, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter	<u>03/16/2022</u>
EW HEALTHCARE <u>PARTNERS FUND 2 GP,</u> L.P., By: EW Healthcare <u>Partners Fund 2-UGP, LLC,</u> <u>its General Partner, By: Martin</u> <u>P. Sutter, Attorney-in-Fact, /s/</u> <u>Martin P. Sutter</u>	<u>03/16/2022</u>
EW HEALTHCARE PARTNERS FUND 2-UGP, LLC, By: Martin P. Sutter, Attorney-in-Fact, /s/ Martin P. Sutter	<u>03/16/2022</u>
** 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.