

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>EW HEALTHCARE PARTNERS FUND</u> <u>2, L.P.</u> (Last) (First) (Middle) 21 WATERWAY AVENUE, SUITE 225 (Street) THE WOODLANDS TX 77380 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TELA Bio, Inc. [TELA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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, par value \$0.001 per share	04/01/2020		P		15,000	A	\$7.47 ⁽¹⁾	1,169,231 ⁽²⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/02/2020		P		15,000	A	\$8.01	1,184,231 ⁽³⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/03/2020		P		9,634	A	\$8.01 ⁽⁴⁾	1,193,865 ⁽⁵⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/06/2020		P		17,866	A	\$8.1 ⁽⁶⁾	1,211,731 ⁽⁷⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/07/2020		P		20,000	A	\$8.2 ⁽⁸⁾	1,231,731 ⁽⁹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/08/2020		P		15,000	A	\$8.37 ⁽¹⁰⁾	1,246,731 ⁽¹¹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/09/2020		P		25,000	A	\$8.47 ⁽¹²⁾	1,271,731 ⁽¹³⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/13/2020		P		10,000	A	\$7.96 ⁽¹⁴⁾	1,281,731 ⁽¹⁵⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/14/2020		P		15,000	A	\$8.07 ⁽¹⁶⁾	1,296,731 ⁽¹⁷⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/15/2020		P		12,500	A	\$7.99 ⁽¹⁸⁾	1,309,231 ⁽¹⁹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/16/2020		P		17,500	A	\$8 ⁽²⁰⁾	1,326,731 ⁽²¹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/17/2020		P		25,000	A	\$8.25 ⁽²²⁾	1,351,731 ⁽²³⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/20/2020		P		7,000	A	\$8.06 ⁽²⁴⁾	1,358,731 ⁽²⁵⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/21/2020		P		3,037	A	\$8.32	1,361,768 ⁽²⁶⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/22/2020		P		10,000	A	\$9.14 ⁽²⁷⁾	1,371,768 ⁽²⁸⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/23/2020		P		15,000	A	\$9.98 ⁽²⁹⁾	1,386,768 ⁽³⁰⁾	I	See Remarks
Common Stock, par value \$0.001 per share	04/28/2020		P		5,000	A	\$9.48	1,391,768 ⁽³¹⁾	I	See Remarks

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, par value \$0.001 per share	07/28/2020		P		10,000	A	\$12.48	1,401,768 ⁽³²⁾	I	See Remarks
Common Stock, par value \$0.001 per share	07/29/2020		P		12,600	A	\$12.39 ⁽³³⁾	1,414,368 ⁽³⁴⁾	I	See Remarks
Common Stock, par value \$0.001 per share	07/30/2020		P		7,400	A	\$12.22	1,421,768 ⁽³⁵⁾	I	See Remarks
Common Stock, par value \$0.001 per share	07/31/2020		P		31,825	A	\$11.86 ⁽³⁶⁾	1,453,593 ⁽³⁷⁾	I	See Remarks
Common Stock, par value \$0.001 per share	08/03/2020		P		1,400	A	\$11.86	1,454,993 ⁽³⁸⁾	I	See Remarks
Common Stock, par value \$0.001 per share	08/04/2020		P		10,200	A	\$12.72	1,465,193 ⁽³⁹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	08/11/2020		P		821	A	\$12.95	1,466,014 ⁽⁴⁰⁾	I	See Remarks
Common Stock, par value \$0.001 per share	08/14/2020		P		9,179	A	\$12.95	1,475,193 ⁽⁴¹⁾	I	See Remarks
Common Stock, par value \$0.001 per share	08/28/2020		P		100	A	\$12.85	1,475,293 ⁽⁴²⁾	I	See Remarks
Common Stock, par value \$0.001 per share	07/14/2022		P		5,000	A	\$8.01	3,610,709 ⁽⁴³⁾	I	See Remarks

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*

[EW HEALTHCARE PARTNERS FUND 2, L.P.](#)

(Last) (First) (Middle)

21 WATERWAY AVENUE, SUITE 225

(Street)

THE WOODLANDS TX 77380

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[EW HEALTHCARE PARTNERS FUND 2-A, L.P.](#)

(Last) (First) (Middle)

21 WATERWAY AVENUE, SUITE 225

(Street)

THE WOODLANDS TX 77380

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[EW Healthcare Partners Fund 2 GP, L.P.](#)

and EW Fund 2-A purchased 5,934 shares of the amount shown above.

29. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.95 to \$9.99 per share, inclusive. The reporting persons undertake to provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

30. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 6,099 shares of the amount shown above and EW Fund 2-A purchased 8,901 shares of the amount shown above.

31. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 2,033 shares of the amount shown above and EW Fund 2-A purchased 2,967 shares of the amount shown above.

32. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 4,066 shares of the amount shown above and EW Fund 2-A purchased 5,934 shares of the amount shown above.

33. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.34 to \$12.40 per share, inclusive. The reporting persons undertake to provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

34. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 5,124 shares of the amount shown above and EW Fund 2-A purchased 7,476 shares of the amount shown above.

35. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 3,009 shares of the amount shown above and EW Fund 2-A purchased 4,391 shares of the amount shown above.

36. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$11.50 to \$12.00 per share, inclusive. The reporting persons undertake to provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

37. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 12,941 shares of the amount shown above and EW Fund 2-A purchased 18,884 shares of the amount shown above.

38. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 569 shares of the amount shown above and EW Fund 2-A purchased 831 shares of the amount shown above.

39. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 4,148 shares of the amount shown above and EW Fund 2-A purchased 6,052 shares of the amount shown above.

40. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 334 shares of the amount shown above and EW Fund 2-A purchased 487 shares of the amount shown above.

41. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 3,732 shares of the amount shown above and EW Fund 2-A purchased 5,447 shares of the amount shown above.

42. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 41 shares of the amount shown above and EW Fund 2-A purchased 59 shares of the amount shown above.

43. The share total shown above is the aggregate amount of shares purchased by EW Fund 2 and EW Fund 2-A on the date set forth above. EW Fund 2 purchased 1,965 shares of the amount shown above and EW Fund 2-A purchased 3,035 shares of the amount shown above.

Remarks:

The amounts reported in Column 5 of Table I reflect the aggregate number of shares of common stock held by the reporting persons as of the date of each respective transaction. As of the date of this filing, the reporting persons owned an aggregate 4,110,709 shares (the "Shares"), 1,615,368 of which are held by EW Fund 2 and 2,495,341 of which are held by EW Fund 2-A. EW Healthcare Partners Fund 2-GP, L.P. ("EW Funds GP"), is the general partner of each of 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. 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, EW Funds GP and the General Partner disclaims ownership over the Shares except to the extent of his or its respective pecuniary interest therein.

EW HEALTHCARE
PARTNERS FUND 2, L.P.
By: EW Healthcare Partners
Fund 2-GP, L.P., its General
Partner, By: EW Healthcare 02/16/2024
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 02/16/2024
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, 02/16/2024
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, 02/16/2024
Attorney-in-Fact, /s/ Martin P.
Sutter

** 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.