

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Valor IV Pharma Holdings, LLC</u> <hr/> (Last) (First) (Middle) 320 N. SANGAMON SUITE 1200 <hr/> (Street) CHICAGO IL 60607 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Harmony Biosciences Holdings, Inc.</u> [ HRMY ]	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) 11/01/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	11/01/2024		S		4,000,000	D	\$30.3025	7,218,033	D	
Common Stock	11/05/2024		S		600,000	D	\$30.3025	6,618,033	D	

**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\*  
Valor IV Pharma Holdings, LLC  


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 (Last) (First) (Middle)  
 320 N. SANGAMON  
 SUITE 1200  


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 (Street)  
 CHICAGO IL 60607  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Valor Management L.P.  


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 (Last) (First) (Middle)  
 320 N. SANGAMON  
 SUITE 1200  


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 (Street)  
 CHICAGO IL 60611  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Valor Equity Capital IV LLC](#)

(Last) (First) (Middle)

320 N. SANGAMON  
SUITE 1200

(Street)

CHICAGO IL 60611

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Valor Equity Associates IV L.P.](#)

(Last) (First) (Middle)

320 N. SANGAMON  
SUITE 1200

(Street)

CHICAGO IL 60611

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[VALOR EQUITY PARTNERS IV L.P.](#)

(Last) (First) (Middle)

320 N. SANGAMON  
SUITE 1200

(Street)

CHICAGO IL 60611

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[VALOR EQUITY PARTNERS IV-A L.P.](#)

(Last) (First) (Middle)

320 N. SANGAMON  
SUITE 1200

(Street)

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[VALOR EQUITY PARTNERS IV-B L.P.](#)

(Last) (First) (Middle)

320 N. SANGAMON  
SUITE 1200

(Street)

CHICAGO IL 60611

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Gracias Antonio J.](#)

(Last) (First) (Middle)

C/O HARMONY BIOSCIENCES HOLDINGS, INC.  
630 W GERMANTOWN PIKE, SUITE 215

(Street)

PLYMOUTH PA 19462  
MEETING

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Sabater Juan A.</a>		
(Last)	(First)	(Middle)
630 W. GERMANTOWN PIKE SUITE 215		
(Street)		
PLYMOUTH MEETING	PA	19462
(City)	(State)	(Zip)

**Explanation of Responses:**

**Remarks:**

Valor IV Pharma Holdings, LLC is the holder of record of the shares reported herein. Valor Funds Group LLC is the general partner of Valor Management L.P., which is the managing member of Valor Equity Capital IV LLC, which is the general partner of Valor Equity Associates IV L.P., which, in turn, is the general partner of limited partnerships (Valor Equity Partners IV L.P., Valor Equity Partners IV-A L.P. and Valor Equity Partners IV-B L.P.) that are the members of Valor IV Pharma Holdings, LLC. Antonio Gracias and Juan Sabater, each of whom is a director of the Issuer, may each be deemed to share beneficial ownership over the shares of the Issuer held by Valor IV Pharma Holdings, LLC by virtue of their positions with the above Valor entities; however, each disclaims beneficial ownership of the shares held by Valor IV Pharma Holdings, LLC

<a href="#">Valor IV Pharma Holdings, LLC By: /s/Antonio Gracias, Sole Manager</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Management L.P. By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Equity Capital IV LLC By: Valor Management L.P., its managing member By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Equity Associates IV L.P., By: Valor Equity Capital IV LLC, its general partner, By: Valor Management L.P., its managing member, By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Equity Partners IV, L.P., By: Valor Equity Associates IV L.P., By: Valor Equity Capital IV LLC, its general partner, By: Valor Management L.P., its managing member, By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Equity Partners IV-A, L.P., By: Valor Equity Associates IV L.P., By: Valor Equity Capital IV LLC, its general partner, By: Valor Management L.P., its managing member, By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">Valor Equity Partners IV-B, L.P., By: Valor Equity Associates IV L.P., By: Valor Equity Capital IV LLC, its general partner, By: Valor Management L.P., its managing member, By: /s/Antonio Gracias, CEO</a>	<a href="#">11/05/2024</a>
<a href="#">/s/ Antonio Gracias</a>	<a href="#">11/05/2024</a>
<a href="#">/s/ Juan A. Sabater</a>	<a href="#">11/05/2024</a>
** 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.