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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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)

FORM 4

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

| 1. Name and Addr Gaffin David | | | uer Name and Ticke ermes plc. [Al | | ding S | ymbol | | ationship of Reportin k all applicable) Director | 10% 0 | Dwner | | |
|----------------------------------|-------------------|--------------|--|---|----------------------------|--------------|------------------------------|--|--|---|---|---|
| (Last) 852 WINTER | (First) STREET | (Middle) | | e of Earliest Transad 3/2022 | ction (M | onth/E | Day/Year) | | Officer (give title below) SVP, CLO, | | Other (specify below) kermes, Inc. | |
| (Street) WALTHAM (City) | MA (State) | 4. If A | mendment, Date of | Original | Filed | (Month/Day/Y | 6. Indi Line) X | , | | | | |
| | | Table I - No | n-Derivative | Securities Acq | uired, | Dis | posed of, | or Ben | eficially | Owned | | |
| Date | | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code 8) | | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Ordinary Shares 02/20 | | | | | М | | 7,036 | A | (1) | 89,831 | D | |
| Ordinary Shares 02/20 | | | | | F | | 2,061 | D | \$25.08 | 87,770 | D | |

| | | | | | | | |
|----------|------------|------|-------|---|---------|--------|---|
| 7 Shares | 02/22/2022 | F | 2,143 | D | \$25.01 | 97,766 | D |
| 7 Shares | 02/22/2022 | М | 7,286 | Α | (1) | 99,909 | D |
| 7 Shares | 02/21/2022 | F | 2,022 | D | \$25.08 | 92,623 | D |
| y Shares | 02/21/2022 | М | 6,875 | Α | (1) | 94,645 | 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. Transa Code (8) | | 5. Numl Derivati Securiti Acquire or Disp of (D) (I 4 and 5 | ive ies ed (A) osed nstr. 3, | 6. Date Exerc Expiration Da (Month/Day/\ | ate | 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 | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) | \$25.08 | 02/18/2022 | | A | | 99,682 | | (2) | 02/18/2032 | Ordinary Shares | 99,682 | \$0 | 99,682 | D | |
| Restricted Stock Unit Award | \$0 | 02/18/2022 | | A | | 24,921 | | (3) | (3) | Ordinary Shares | 24,921 | \$0 | 24,921 | D | |
| Restricted Stock Unit Award | \$0 | 02/20/2022 | | М | | | 7,036 | (4) | (4) | Ordinary Shares | 7,036 | (1) | 14,073 | D | |
| Restricted Stock Unit Award | \$0 | 02/21/2022 | | М | | | 6,875 | (5) | (5) | Ordinary Shares | 6,875 | (1) | 6,875 | D | |
| Restricted Stock Unit Award | \$0 | 02/22/2022 | | М | | | 7,286 | (6) | (6) | Ordinary Shares | 7,286 | (1) | 21,858 | D | |

Explanation of Responses:

1. Restricted stock units convert into ordinary shares on a one-for-one basis.

2. Shares underlying the stock option vest and become exercisable in four equal annual installments commencing on 2/18/2023.

3. Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/18/2023.

4. Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/20/2021.

5. Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/21/2020.

6. Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/22/2022.

/s/ Stephanie Roche, attorney-02/23/2022

in-fact for David J. Gaffin ** 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.