SEC Form 4

FORM 4

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).

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 Address of Reporting Person [*] SUTTER MARTIN P			2. Issuer Name and Ticker or Trading Symbol Bioventus Inc. [BVS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2023		Officer (give title below)	Other (specify below)			
4721 EMPEROR BOULEVARD, SUITE 100		SUITE 100	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X	Form filed by One Repor	ting Person			
DURHAM	NC	27703			Form filed by More than Person	One Reporting			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to sat 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. Transac Code (Ir 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		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 Price		Transaction(s) (Instr. 3 and 4)		(1130.4)				
Class A Common Stock	06/06/2023		М	16,648	A	\$ <mark>0</mark>	28,348	D	
Class A Common Stock							13,021,324	Ι	See Footnote ⁽¹⁾

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. Transac Code (II 8)		5. Numl Derivati Securiti Acquire or Disp (D) (Inst and 5)	ve es ed (A) osed of	6. Date Exerc Expiration D (Month/Day/ [\]	ate	nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	(2)	06/06/2023		М			16,648	(3)	(3)	Class A Common Stock	16,648	\$0	0	D	
Restricted Stock Units	(2)	06/07/2023		A		30,400		(4)	(4)	Class A Common Stock	30,400	\$0	30,400	D	

Explanation of Responses:

1. Includes 12,096,702 shares of Class A Common Stock held by EW Healthcare Partners Acquisition Fund, L.P. ("Essex Stockholder") and 924,622 shares of Class A Common Stock held by White Pine Medical, LLC ("White Pine"). EW Healthcare Partners Acquisition Fund UGP, LLC ("General Partner") is the general partner of EW Healthcare Partners Acquisition Fund GP, L.P., which is the general partner of Essex Stockholder, which is the managing member of White Pine. Messrs. Sutter, Vainio, Eastman, and Barry (collectively, the "Managers") are the managers of the General Partner. The Managers disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

2. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Class A common stock.

3. The RSUs vested on June 6, 2023.

4. The RSUs shall vest and become exercisable on the earlier of (i) the day immediately preceding the date of the Issuer's first Annual Meeting of Stockholders following the date of grant and (ii) the first anniversary of the date of grant, subject to the Reporting Person continuing in service on the Issuer's Board of Directors through the applicable vesting date.

/s/Anthony D'Adamio,
Attorney-in-Fact
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06/13/2023

** 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.