

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>Meng Lei</u> _____ (Last) (First) (Middle) C/O DIANTHUS THERAPEUTICS, INC. 7 TIMES SQUARE, 43RD FLOOR _____ (Street) NEW YORK NY 10036 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Dianthus Therapeutics, Inc. /DE/ [DNTH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 09/11/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
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			

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						Title
Stock Option (Right to Buy)	\$11.2	09/11/2023		A		6,500		(1)	09/10/2033	Common Stock	6,500	\$0	6,500	I	See footnote ⁽²⁾ (3)(4)

1. Name and Address of Reporting Person*
Meng Lei

 (Last) (First) (Middle)
 C/O DIANTHUS THERAPEUTICS, INC.
 7 TIMES SQUARE, 43RD FLOOR

 (Street)
 NEW YORK NY 10036

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Avidity Partners Management LP

 (Last) (First) (Middle)
 2828 N HARWOOD STREET, SUITE 1220

 (Street)
 DALLAS TX 75201

 (City) (State) (Zip)

Explanation of Responses:

- This option represents a right to purchase a total of 6,500 shares of the Issuer's common stock, which will vest in full on the date that is the earlier of (i) the Issuer's 2024 Annual Meeting of Stockholders and (ii) September 11, 2024, subject to the Reporting Person's continued service to the Issuer.
- Under Ms. Meng's arrangement with Avidity Partners Management LP (the "Avidity"), Ms. Meng holds the option for the benefit of clients of Avidity. Ms. Meng is obligated to turn over to the Avidity any net cash or stock received from the option for the benefit of Avidity. Ms. Meng therefore disclaims beneficial ownership of the option and underlying common stock. The reported shares may be deemed to beneficially owned by (i) Avidity Partners Management LP, (ii) Avidity Partners Management (GP) LLC, the general partner of Avidity Partners Management LP and (iii) each of David Witzke and Michael Gregory, the managing members of Avidity Partners Management (GP) LLC. Under Ms. Meng's arrangement with Avidity Partners Management LP (the "Avidity"), Ms. Meng holds the option for the benefit of clients of Avidity.
- Ms. Meng is obligated to turn over to the Avidity any net cash or stock received from the option for the benefit of Avidity. Ms. Meng therefore disclaims beneficial ownership of the option and underlying common stock. The reported shares may be deemed to beneficially owned by (i) Avidity Partners Management LP, (ii) Avidity Partners Management (GP) LLC, the general partner of Avidity Partners Management LP and (iii) each of David Witzke and Michael Gregory, the managing members of Avidity Partners Management (GP) LLC.

4. As of the date hereof, Avidity Partners Management (GP) LLC, David Witzke and Michael Gregory have not yet received the applicable EDGAR codes required to make filings with the Securities and Exchange Commission; however, such Reporting Persons have applied for the applicable codes and will supplement this Form 4 once such codes are available.

MENG LEI, /s/ Adam Veness,
as attorney-in-fact for Lei Meng 09/13/2023

AVIDITY PARTNERS
MANAGEMENT LP, By:
Avidity Partners Management
(GP) LLC, its general partner, 09/13/2023
/s/ David Witzke Managing
Member, /s/ Michael Gregory,
Managing Member

AVIDITY PARTNERS
MANAGEMENT (GP) LLC, /s/
David Witzke Managing 09/13/2023
Member, /s/ Michael Gregory,
Managing Member

DAVID WITZKE, /s/ David
Witzke 09/13/2023

MICHAEL GREGORY, /s/
Michael Gregory 09/13/2023

** 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.