# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934* (Amendment No. 3)
Morphic Holding, Inc. (Name of Issuer)
Common Stock, par value \$0.0001 per share (Title of Class of Securities)
61775R105 (CUSIP Number)
December 31, 2021 (Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  ☐ Rule 13d-1(b)  ☑ Rule 13d-1(c)

☐ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	NAMES OF REPORTING PERSONS						
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
		Equities, L.P.					
2		E APPROPRIATE BOX IF A MEMBER OF A GROUP					
	(a) □ (l	o) $\square$					
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3	SEC USE O	NLY					
4	CITIZENSE	IIP OR PLACE OF ORGANIZATION					
	D 1						
	Bermuda						
		5   SOLE VOTING POWER					
		4 505 040					
N	UMBER OF	1,585,049					
	SHARES	6 SHARED VOTING POWER					
	NEFICIALLY						
OWNED BY EACH		7 SOLE DISPOSITIVE POWER					
REPORTING		SOLE DISPOSITIVE POWER					
PERSON		1,585,049					
	WITH	8 SHARED DISPOSITIVE POWER					
		O SHARED DISPOSITIVE POWER					
		0					
9	ACCRECA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
J	AGGREGA	TE AMOUNT DENEFICIALLY OWNED BY EACH REPORTING LEASON					
	1,585,049						
10		THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
11	PERCENT (	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	4.3%						
12	TYPE OF R	EPORTING PERSON (SEE INSTRUCTIONS)					
	PN						

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
			ities Advisors, LLC		
2	(a) 🗆 (t	o) [			
3	SEC USE O	NLY			
4	CITIZENSH	IP C	OR PLACE OF ORGANIZATION		
	Delaware				
		5	SOLE VOTING POWER		
N	UMBER OF		1,585,049		
	SHARES	6	SHARED VOTING POWER		
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U	WNED BY EACH	7	SOLE DISPOSITIVE POWER		
D	EACH EPORTING	7	SOLE DISPOSITIVE POWER		
	PERSON		1,585,049		
	WITH	8	SHARED DISPOSITIVE POWER		
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9	AGGREGAI	ΕA	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,585,049				
10	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	JF (	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	4.3%				
12	TYPE OF R	EPO	RTING PERSON (SEE INSTRUCTIONS)		
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
2	Artal Treasur		PPROPRIATE BOX IF A MEMBER OF A GROUP			
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	(a) 🗆 (t	<i>)</i>	_			
3	SEC USE O	NLY				
4	CITIZENSH	IP C	OR PLACE OF ORGANIZATION			
	Guernsey					
		5	SOLE VOTING POWER			
			1 505 040			
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	WNED BY		0			
EACH		7	SOLE DISPOSITIVE POWER			
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	PERSON WITH		1,585,049			
	WIII	8	SHARED DISPOSITIVE POWER			
9	ACCDECAT	ric A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGAI	LEA	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,585,049					
10		THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT C	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
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10	4.3%	EDO	ODTING DEDCON (CEE INCEDITIONS)			
12	ITPEOFR	EPU	ORTING PERSON (SEE INSTRUCTIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Artal International S.C.A.					
2			PPROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (l	b) [				
3	SEC USE O	NLY	Ĭ			
4	CITIZENSH	IIP C	OR PLACE OF ORGANIZATION			
	Luxembourg	(				
		5	SOLE VOTING POWER			
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BE	NEFICIALLY					
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R	EACH EPORTING	7	SOLE DISPOSITIVE POWER			
	PERSON		1,585,049			
	WITH	8	SHARED DISPOSITIVE POWER			
9	AGGREGAT	ΓΕ <i>Α</i>	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	1,585,049	тиг	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10	GILGE II THE AGGREGATE ANIOUNT IN NOW (3) EAGLODES CERTAIN SHARES (SEE INSTRUCTIONS)					
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.3%					
12	TYPE OF R	EPO	ORTING PERSON (SEE INSTRUCTIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Artal International Management S.A.					
2			PPROPRIATE BOX IF A MEMBER OF A GROUP			
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3	SEC USE O	NLY	(			
4	CITIZENSH	IIP C	OR PLACE OF ORGANIZATION			
	Luxembourg	ſ				
	Luxembourg	5	SOLE VOTING POWER			
N	UMBER OF		1,585,049			
	SHARES	6	SHARED VOTING POWER			
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C	EACH	7	SOLE DISPOSITIVE POWER			
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	PERSON		1,585,049			
	WITH	8	SHARED DISPOSITIVE POWER			
9	ACCRECAT	ΓF Δ	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
3	HOUKLOH		WOON BENEFICIALLY OWNED BY LIGHTED ON THE TERSON			
	1,585,049					
10	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	PERCENT	JF C	LLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.3%					
12	TYPE OF R	EPO	DRTING PERSON (SEE INSTRUCTIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
2	Artal Group		 .PPROPRIATE BOX IF A MEMBER OF A GROUP			
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	(a) 🗆 (t	<i>)</i>	_			
3	SEC USE O	NLY				
4	CITIZENSH	IIP C	OR PLACE OF ORGANIZATION			
	Luxembourg		<del>-</del>			
		5	SOLE VOTING POWER			
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	WNED BY		0			
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	EPORTING					
	PERSON WITH		1,585,049			
	WIII	8	SHARED DISPOSITIVE POWER			
9	ACCDEC AT	FE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGA	IE A	AMOUNT DENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,585,049					
10		THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
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10	4.3%	EDO	DETING REDGON (CEE INCEDITIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
2	Westend S.A		PPROPRIATE BOX IF A MEMBER OF A GROUP			
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3	SEC USE O	NLY				
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		5	SOLE VOTING POWER			
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	PERSON WITH		1,585,049			
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9	ACCDEC AT	FE A	0 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	AGGREGA	I E A	AWOUNT DENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,585,049					
10		THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.207					
10	4.3%	EDO	DETING DEDGON (CEE INCEDITIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
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3	SEC USE O	NLY	Y .			
4	CITIZENSH	IP C	OR PLACE OF ORGANIZATION			
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		5	SOLE VOTING POWER			
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N	UMBER OF SHARES	6	SHARED VOTING POWER			
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	WNED BY		0			
	EACH	7	SOLE DISPOSITIVE POWER			
	EPORTING					
	PERSON WITH		1,585,049			
	VV 1 1 1 1	8	SHARED DISPOSITIVE POWER			
9	AGGREGAT	ΓF Δ	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
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	1,585,049					
10	CHECK IF	THE	E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.3%					
12		FP∩	ORTING PERSON (SEE INSTRUCTIONS)			
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	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Mr. Amaury					
2			PROPRIATE BOX IF A MEMBER OF A GROUP			
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3	SEC USE O	NII X/				
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4	CITIZENSH	IP OF	R PLACE OF ORGANIZATION			
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	Belgium					
		5	SOLE VOTING POWER			
N	UMBER OF		1,585,049			
	SHARES	6	SHARED VOTING POWER			
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C	OWNED BY EACH		0 SOLE DISPOSITIVE POWER			
R	EPORTING	7	SOLE DISPOSITIVE POWER			
	PERSON		1,585,049			
	WITH	8	SHARED DISPOSITIVE POWER			
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9	AGGREGAT	ΓE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
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10	1,585,049	TOT TO	A CODE CATE AN OLIVE IN DOLL (I) EVOLUDES CEDEATN CHARGE (CEE INCEDITORIONS)			
10	CHECK IF	THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
11	1	OF CL	LASS REPRESENTED BY AMOUNT IN ROW (9)			
	4.3%					
12	TYPE OF R	EPOR	RTING PERSON (SEE INSTRUCTIONS)			
	IN					

#### Item 1(a). Name of Issuer:

Morphic Holding, Inc. (the "Issuer")

#### Item 1(b). Address of Issuer's Principal Executive Offices:

35 Gatehouse Drive, A2, Waltham, Massachusetts 02451

#### Item 2(a). Name of Person Filing:

#### Item 2(b). Address of Principal Business Office or, if none, Residence:

#### Item 2(c). Citizenship:

(i) Invus Public Equities, L.P. ("Invus Public Equities") 750 Lexington Avenue, 30th Floor, New York, NY 10022 Citizenship: Bermuda limited partnership

(ii) Invus Public Equities Advisors, LLC ("Invus PE Advisors") 750 Lexington Avenue, 30th Floor, New York, NY 10022

Citizenship: Delaware limited liability company

(iii) Artal Treasury Limited ("Artal Treasury")

Suite 4, Borough House, Rue du Pré, St. Peter Port, Guernsey GY1 3JJ

Citizenship: Guernsey company

(iv) Artal International S.C.A. ("Artal International") Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg Citizenship: Luxembourg limited partnership

(v) Artal International Management S.A. ("Artal International Management")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(vi) Artal Group S.A. ("Artal Group")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(vii) Westend S.A. ("Westend")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(viii) Stichting Administratiekantoor Westend (the "Stichting") Claude Debussylaan, 46, 1082 MD Amsterdam, The Netherlands

Citizenship: Netherlands foundation

(ix) Mr. Amaury Wittouck

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Belgium

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons."

#### Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.0001 per share (the "Shares")

### Item 2(e). CUSIP Number:

61775R105

#### Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is a(n):

This Item 3 is not applicable.

#### Item 4. Ownership.

(a) Amount beneficially owned:

As of December 31, 2021, Invus Public Equities directly held 1,585,049 Shares. Invus PE Advisors, as the general partner of Invus Public Equities, controls Invus Public Equities and accordingly may be deemed to beneficially own the Shares held by Invus Public Equities. As of December 31, 2021, Artal Treasury, as the managing member of Invus PE Advisors, controlled Invus PE Advisors and, accordingly, may be deemed to beneficially own the Shares that Invus PE Advisors may be deemed to beneficially own. Artal International, as its Geneva branch is the sole stockholder of Artal Treasury, controls Artal Treasury and, accordingly, may be deemed to beneficially own the Shares that Artal Treasury may be deemed to beneficially own. Artal International Management, as the managing partner of Artal International, controls Artal International and, accordingly, may be deemed to beneficially own. Artal Group, as the parent company of Artal International Management, controls Artal International Management and, accordingly, may be deemed to beneficially own the Shares that Artal International Management may be deemed to beneficially own. Westend, as the parent company of Artal Group, controls Artal Group and, accordingly, may be deemed to beneficially own the Shares that Artal Group may be deemed to beneficially own. The Stichting, as the majority stockholder of Westend, controls Westend and, accordingly, may be deemed to beneficially own the Shares that the Stichting may be deemed to beneficially own. Mr. Wittouck, as the sole member of the board of the Stichting, controls the Stichting and, accordingly, may be deemed to beneficially own.

Effective as of February 9, 2022, in connection with an internal reorganization, Artal Treasury ceased to be the managing member of Invus PE Advisors, and the Geneva branch of Artal International, the sole stockholder of Artal Treasury, became the managing member of Invus PE Advisors and, accordingly, may be deemed to beneficially own the Shares that Invus PE Advisors may be deemed to beneficially own. Effective as of such date, Artal Treasury is no longer deemed to beneficially own the Shares that Invus PE Advisors may be deemed to beneficially own.

(b) Percent of class:

Each of the Reporting Persons may be deemed to be the beneficial owner of the percentage of Shares listed on such Reporting Person's cover page. Calculations of the percentage of Shares beneficially owned assume 36,961,618 Shares outstanding as of November 1, 2021 according to the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 4, 2021.

(c) As of December 31, 2021, number of shares as to which the person has:

Invus Public Equities, Invus PE Advisors, Artal Treasury, Artal International, Artal International Management, Artal Group, Westend, The Stichting and Mr. Wittouck:

(i) Sole power to vote or to direct the vote:

1,585,049

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

1,585,049

(iv) Shared power to dispose or to direct the disposition of:

0

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\boxtimes$ .

#### Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

This Item 6 is not applicable.

## Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

This Item 7 is not applicable.

#### Item 8. Identification and Classification of Members of the Group.

This Item 8 is not applicable.

#### Item 9. Notice of Dissolution of Group.

This Item 9 is not applicable.

#### Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the Issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

### INVUS PUBLIC EQUITIES, L.P.

By: INVUS PUBLIC EQUITIES ADVISORS, LLC, its

general partner

By: /s/ Raymond Debbane

Name: Raymond Debbane

Title: President

#### INVUS PUBLIC EQUITIES ADVISORS, LLC

By: /s/ Raymond Debbane

Name: Raymond Debbane

Title: President

#### ARTAL TREASURY LIMITED

By: /s/ Keith Le Poidevin

Name: Keith Le Poidevin

Title: Director

#### ARTAL INTERNATIONAL S.C.A.

By: ARTAL INTERNATIONAL MANAGEMENT S.A.,

its managing partner

By: /s/ Anne Goffard

Name: Anne Goffard
Title: Managing Director

#### ARTAL INTERNATIONAL MANAGEMENT S.A.

By: /s/ Anne Goffard

Name: Anne Goffard Title: Managing Director

#### ARTAL GROUP S.A.

By: /s/ Anne Goffard

Name: Anne Goffard Title: Authorized Person

#### WESTEND S.A.

By: /s/ Anne Goffard
Name: Anne Goffard
Title: Managing Director

# STICHTING ADMINISTRATIEKANTOOR WESTEND

By: /s/ Amaury Wittouck

Name: Amaury Wittouck

Title: Sole Member of the Board

#### MR. AMAURY WITTOUCK

/s/ Amaury Wittouck

Dated: February 11, 2022