
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Homology Medicines, Inc.

(Name of Issuer)

Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

438083107

(CUSIP Number)

03/04/2024

(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)

SCHEDULE 13G

CUSIP No. 438083107

Names of Reporting Persons

1

ADAR1 Partners, LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Number of Shares 5 Sole Voting Power

Beneficially Owned by Each Reporting Person With: 0.00
Shared Voting Power
6
3,120,824.00
Sole Dispositive Power
7
0.00
Shared Dispositive Power
8
3,120,824.00

Aggregate Amount Beneficially Owned by Each Reporting Person

3,120,824.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

5.4 %

Type of Reporting Person (See Instructions)

PN

SCHEDULE 13G

CUSIP No. 438083107

Names of Reporting Persons

ADAR1 Capital Management, LLC

Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

Sec Use Only

Citizenship or Place of Organization

TEXAS

Sole Voting Power

0.00

Shared Voting Power

3,120,824.00

Sole Dispositive Power

0.00

Shared Dispositive Power

3,120,824.00

Aggregate Amount Beneficially Owned by Each Reporting Person

3,120,824.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

5.4 %

Type of Reporting Person (See Instructions)

12

OO

Comment for Type of Reporting Person: ADAR1 Capital Management, LLC acts as an investment adviser to, and manages investment and trading accounts of, ADAR1 Partners, LP. ADAR1 Capital Management, LLC may be deemed to indirectly beneficially own securities held by ADAR1 Partners, LP.

SCHEDULE 13G

CUSIP No. 438083107

Names of Reporting Persons

1

ADAR1 Capital Management GP, LLC

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of
Shares

Shared Voting Power

Beneficially
Owned by

6

3,120,824.00

Each
Reporting

7

Sole Dispositive Power

Person

0.00

With:

Shared Dispositive

8

Power

3,120,824.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

3,120,824.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

5.4 %

Type of Reporting Person (See Instructions)

12

OO

Comment for Type of Reporting Person: ADAR1 Capital Management GP, LLC acts as the general partner of ADAR1 Partners, LP. ADAR1 Capital Management GP, LLC may be deemed to indirectly beneficially own securities held by ADAR1 Partners, LP.

SCHEDULE 13G

CUSIP No. 438083107

Names of Reporting Persons

Daniel Schneeberger

Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

Sec Use Only

Citizenship or Place of Organization

SWITZERLAND

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

Shared Voting Power

6

3,120,824.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

3,120,824.00

Aggregate Amount Beneficially Owned by Each Reporting Person

3,120,824.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

5.4 %

Type of Reporting Person (See Instructions)

IN

Comment for Type of Reporting Person: ADAR1 Capital Management, LLC acts as an investment adviser to, and manages investment and trading accounts of, ADAR1 Partners, LP. ADAR1 Capital Management GP, LLC acts as the general partner of ADAR1 Partners, LP. Mr. Schneeberger is the Manager of ADAR1 Capital Management, LLC and ADAR1 Capital Management GP, LLC. Mr. Schneeberger may be deemed to indirectly beneficially own securities held by ADAR1 Partners, LP.

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Homology Medicines, Inc.

Address of issuer's principal executive offices:

(b)

ONE PATRIOTS PARK, BEDFORD, MASSACHUSETTS, 01730

Item 2.

(a)

Name of person filing:

This Schedule is being filed on behalf of each of the following persons (each, a "Reporting Person" and collectively, the "Reporting Persons") i) ADAR1 Partners, LP ("ADAR1 Fund"); ii) ADAR1 Capital Management, LLC ("ADAR1 Capital Management"); iii) ADAR1 Capital Management GP, LLC ("ADAR1 General Partner"); and iv) Daniel Schneeberger ("Mr. Schneeberger") This Schedule relates to shares of common stock of the Issuer, par value \$0.0001 per share ("Shares"), directly held by ADAR1 Fund. ADAR1 Capital Management acts as an investment

adviser to, and manages investment and trading accounts of, ADAR1 Fund. ADAR1 General Partner acts as the general partner of ADAR1 Fund. ADAR1 Capital Management and ADAR1 General Partner may be deemed to indirectly beneficially own securities held by ADAR1 Fund. Mr. Schneeberger is the Manager of ADAR1 Capital Management and ADAR1 General Partner. Mr. Schneeberger may be deemed to indirectly beneficially own securities held by ADAR1 Fund. Each Reporting Person declares that neither the filing of this Schedule nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, (i) acting (or has agreed or is agreeing to act) with any other person as a partnership, limited partnership, syndicate, or other group for the purpose of acquiring, holding, or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or (ii) a member of any syndicate or group with respect to the Issuer or any securities of the Issuer.

Address or principal business office or, if none, residence:

- (b) The address of the principal business office of each of the Reporting Persons is 3503 Wild Cherry Drive, Building 9, Austin, Texas 78738.

Citizenship:

- (c) i) ADAR1 Fund is a Delaware limited partnership; ii) ADAR1 Capital Management is a Texas limited liability company; iii) ADAR1 General Partner is a Texas limited liability company; and iv) Mr. Schneeberger is a citizen of Switzerland.

Title of class of securities:

- (d) Common Stock, \$0.0001 par value per share

CUSIP No.:

- (e) 438083107

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (j) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) As of the date hereof, each of the Reporting Persons may be deemed to be the beneficial owner of 3,120,824 Shares.
Percent of class:

- (b) As of the date hereof, each of the Reporting Persons may be deemed to be the beneficial owner of approximately 5.4% of the Shares outstanding, based on 58,133,540 Shares outstanding as of March 1, 2024, as reported in the Issuer's Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 12, 2024. %

- (c) Number of shares as to which the person has:

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

0

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

3,120,824

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

0

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

3,120,824

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

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

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

Not Applicable

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

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

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, other than activities solely in connection with a nomination under § 240.14a-11.

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.

ADAR1 Partners, LP

Signature: Daniel Schneeberger

Name/Title: Manager of ADAR1 Capital Management GP, LLC, the General Partner of ADAR1 Partners, LP

Date: 03/14/2024

ADAR1 Capital Management, LLC

Signature: Daniel Schneeberger

Name/Title: Manager of ADAR1 Capital Management, LLC

Date: 03/14/2024

ADAR1 Capital Management GP, LLC

Signature: Daniel Schneeberger

Name/Title: Manager of ADAR1 Capital Management GP, LLC

Date: 03/14/2024

Daniel Schneeberger

Signature: Daniel Schneeberger

Name/Title: self

Date: 03/14/2024

EXHIBIT A

JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G with respect to the shares of common stock, par value \$0.0001 per share, of Homology Medicines, Inc. dated as of March 14, 2024 is, and any amendments thereto signed by each of the undersigned shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

ADAR1 PARTNERS, LP

By: /s/ Daniel Schneeberger
Name: Daniel Schneeberger
Title: Manager of ADAR1 Capital Management GP, LLC, the
General Partner of ADAR1 Partners, LP

ADAR1 CAPITAL MANAGEMENT, LLC

By: /s/ Daniel Schneeberger
Name: Daniel Schneeberger
Title: Manager of ADAR1 Capital Management, LLC

ADAR1 CAPITAL MANAGEMENT GP, LLC

By: /s/ Daniel Schneeberger
Name: Daniel Schneeberger
Title: Manager of ADAR1 Capital Management GP, LLC

Daniel Schneeberger

By: /s/ Daniel Schneeberger