

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).

Check this box to indicate that a
transaction was made pursuant to a
contract, instruction or written plan
for the purchase or sale of equity
securities of the issuer that is
intended to satisfy the affirmative
defense conditions of Rule 10b5-
1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Cvijic Christine Mikail</u> (Last) (First) (Middle) <u>C/O NEUROGENE INC.</u> <u>535 W 24TH STREET, 5TH FLOOR</u> (Street) <u>NEW YORK NY 10011</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Neurogene Inc. [NGNE]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2026</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>President and CFO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
Common Stock	07/01/2026		S ⁽¹⁾		739	D	\$34.059 ⁽²⁾	92,901	D ⁽³⁾	
Common Stock	07/02/2026		S ⁽¹⁾		2,531	D	\$34.579 ⁽⁴⁾	90,370	D ⁽³⁾	
Common Stock	07/02/2026		S ⁽¹⁾		1,530	D	\$35.227 ⁽⁵⁾	88,840	D ⁽³⁾	

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)
						Date Exercisable	Expiration Date					
				Code	V	(A)	(D)	Title	Amount or Number of Shares			

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a 10b5-1 plan adopted by the reporting person on August 18, 2025. Shares sold were held jointly by the reporting person and her spouse, David Cvijic.
2. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.005 to \$34.095, inclusive. The reporting person undertakes to provide Neurogene Inc. (the "Company"), any securityholder of the Company, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
3. Includes (a) 10,635 restricted stock units granted on March 13, 2024 that will vest on March 13, 2027; (b) 13,533 restricted stock units granted on March 26, 2025, which will vest annually in equal installments on March 26, 2027 and March 26, 2028; and (c) 22,000 restricted stock units granted on February 20, 2026, which will vest annually in equal installments on February 20, 2027, February 20, 2028 and February 20, 2029. Of the remaining shares, following completion of all sales reported pursuant to this Form 4, 4,800 are held jointly by the reporting person and her spouse, David Cvijic.
4. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.05 to \$34.99, inclusive. The reporting person undertakes to provide the Company, any securityholder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
5. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.11 to \$35.255, inclusive. The reporting person undertakes to provide the Company, any securityholder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

/s/ Donna M. Cochener as
attorney-in-fact for Christine 07/02/2026
Mikail Cvijic

** 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.