

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Kummerfeld Keith C</u> <hr/> (Last) (First) (Middle) <u>C/O ARCTURUS THERAPEUTICS HOLDINGS INC.</u> <u>10628 SCIENCE CENTER DRIVE, SUITE 250</u> <hr/> (Street) <u>SAN DIEGO CA 92121</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Arcturus Therapeutics Holdings Inc. [ARCT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks		
3. Date of Earliest Transaction (Month/Day/Year) <u>07/14/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person					
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			
Common Stock	07/14/2023		M		4,500	A	\$9.04	5,450	D	
Common Stock	07/14/2023		M		1,437	A	\$4.99	6,887	D	
Common Stock	07/14/2023		M		1,031	A	\$14.12	7,918	D	
Common Stock	07/14/2023		S		6,968 ⁽¹⁾	D	\$35 ⁽²⁾	950	D	

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	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$9.04	07/14/2023		M		4,500		(3)	07/04/2028	Common Stock	4,500	\$0.00	21,000	D	
Employee Stock Option (right to buy)	\$4.99	07/14/2023		M		1,437		(3)	02/06/2029	Common Stock	1,437	\$0.00	7,126	D	
Employee Stock Option (right to buy)	\$14.12	07/14/2023		M		1,031		(3)	02/18/2030	Common Stock	1,031	\$0.00	7,938	D	

Explanation of Responses:

- Represents shares sold pursuant to the Reporting Person's written trading plan pursuant to Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- These shares were sold in multiple transactions, each at a price of \$35.00 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold by it on July 14, 2023.
- 25% of the shares underlying the options vest on the one year anniversary of the date of grant, with the remainder vesting in 36 successive equal monthly increments thereafter.

Remarks:

Senior Vice President of Finance (Principal Accounting Officer)

/s/ Ilan Katz, attorney-in-fact 07/18/2023

** 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.