

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>Morningside Venture Investments Ltd</u>  (Last) (First) (Middle) C/O THC MANAGEMENT SERVICES S.A.M. 3-5 AVENUE DES CITRONNIERS  (Street) MONACO O9 MC 98000  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GreenLight Biosciences Holdings, PBC [ GRNA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/02/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year) 02/04/2022		

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	02/02/2022		C		12,857,931	A	(1)	12,857,931	D <sup>(2)</sup>	
Common Stock	02/02/2022		P		1,000,000	A	(1)	13,857,931	D <sup>(2)(3)</sup>	

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
Class A Common Stock	(1)	02/02/2022		C			12,857,931	(1)	(1)	Common Stock	12,857,931	\$0.00 <sup>(4)</sup>	0	D <sup>(2)</sup>	
Class A Common Stock	(1)	02/02/2022		C			1,000,000	(1)	(1)	Common Stock	1,000,000	\$10	0	D <sup>(2)(3)</sup>	

1. Name and Address of Reporting Person* <u>Morningside Venture Investments Ltd</u>  (Last) (First) (Middle) C/O THC MANAGEMENT SERVICES S.A.M. 3-5 AVENUE DES CITRONNIERS  (Street) MONACO O9 MC 98000  (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>MVIL, LLC</u>  (Last) (First) (Middle) C/O 22ND FLOOR, HANG LUNG CENTRE 2-20 PATERSON ST.  (Street) CAUSEWAY BAY, HONG KONG K3  (City) (State) (Zip)
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Explanation of Responses:

- In connection with the closing of the Issuer's business combination transaction, all Class A Common Stock converted into the same number of shares of the Issuer's Common Stock without payment or further consideration. The Class A Common Stock had no expiration date.
- Frances Anne Elizabeth Richard, Jill Marie Franklin, Peter Stuart Allenby Edwards and Cheung Ka Ho are the directors of Morningside Venture Investments Limited ("Morningside") and share voting and dispositive power with respect to the securities held by Morningside and MVIL, LLC ("MVIL LLC"), Morningside's wholly-owned subsidiary. Cheng Yee Wing Betty and Wong See Wai are the managers of MVIL LLC and share voting and dispositive power with respect to the securities held by MVIL LLC. Ms. Richard, Ms. Franklin, Mr. Edwards and Mr. Cheung each disclaim beneficial ownership of the securities owned by Morningside and MVIL LLC. Ms. Cheng and Mr. Wong each disclaim ownership of the securities owned by MVIL LLC.
- Represent shares held by MVIL LLC.
- Represent shares of Class A Common Stock received in exchange for shares of GreenLight BioSciences, Inc. ("Greenlight") in connection with the business combination transaction of the Issuer. This amendment corrects the number of shares of Class A Common Stock received by Morningside upon conversion of Greenlight shares into Class A Common Stock of the Issuer. The previous number of 12,858,188 has been revised to 12,857,936.

**Remarks:**

The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16a-3(j) under the Securities Exchange Act of 1934.

<u>/s/ Frances Anne Elizabeth Richard, for Morningside Venture Investments Limited</u>	<u>03/17/2022</u>
<u>/s/ Cheng Yee Wing Betty for MVIL, LLC</u>	<u>03/17/2022</u>
** 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.**

JOINT FILING AGREEMENT

The undersigned, MVIL, LLC is jointly filing the attached Form 4 with MORNINGSIDE VENTURE INVESTMENTS LIMITED with respect to the beneficial ownership of securities of GreenLight Biosciences Holdings, PBC.

For and on behalf of

MVIL, LLC

By: /s/ Cheng Yee Wing Betty

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Cheng Yee Wing Betty, Manager