FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	9
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Khayal Tamer I					2. Issuer Name and Ticker or Trading Symbol TransMedics Group, Inc. [TMDX]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specify					
(Last) (First) (Middle) C/O TRANSMEDICS GROUP, INC. 200 MINUTEMAN ROAD				08/	3. Date of Earliest Transaction (Month/Day/Year) 08/23/2022 4. If Amendment, Date of Original Filed (Month/Day/Year)							6	Chief Commercial Officer					
ER M	A 01810			_ 4. 1	ч. п Ашенишен, расе от Опунат Filed (Monthippay/rear)								Line) X Form filed by One Reporting Person Form filed by More than One Reportin Person				rson	
(St	ate) ((Zip)																
		le I - N			_				d, D	_			1					
1. Title of Security (Instr. 3)		Date		Exect if any	Execution Date, f any		3. Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4 a		(A) or 3, 4 and 5	Securitie Beneficia Owned F Reported	ecurities eneficially bwned Following eported		Direct Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount	(A) or (D)	Price	Transact (Instr. 3 a	Transaction(s) (Instr. 3 and 4)					
ommon Stock 08/23		08/23/2	.022			M ⁽¹⁾		8,024	A	\$2.21	9,3	24 D		D				
Stock		08/23/2		3/23/2022				S ⁽¹⁾		8,024	D	\$50.04	2) 1,3	1,300				
Common Stock		08/23/2	2022	2		S ⁽¹⁾		7,486	D	\$50.04 ⁽⁾	3) 27,	27,290		I	By the Khayal Family 2021 Irrevocable Trust			
Common Stock 08/2		08/24/2	2022	122			S ⁽¹⁾		2,514	D	\$50.18 ⁽	4) 24,	24,776			By the Khayal Family 2021 Irrevocable Trust		
Common Stock 08/24/20			2022	22			M ⁽¹⁾		1,976	A	\$2.21	3,2	3,276		D			
Common Stock 08/24/20.			022	22		S ⁽¹⁾		1,976	D	\$50.22	5) 1,3	1,300		D				
	Т	able I																
Derivative Conversion Date Executive Conversion Date Executive Or Exercise (Month/Day/Year) If any		Execut	emed 4. tion Date, Transa Code (5. Number action of		6. Date	Exerc	cisable and	and 7. Title and Amount of Securities Underlying		8. Price of Derivative Security (Instr. 5)	derivat Securit Benefic Owned Followi Report Transa	derivative Securities Beneficially Owned		Beneficial Ownership ect (Instr. 4)		
				Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	or						
\$2.21	08/23/2022			M ⁽¹⁾			8,024	(6)	06/22/2027	Common Stock	8,024	\$0.00	23,	027	D		
\$2.21	08/24/2022			M ⁽¹⁾			1,976	(6)	06/22/2027	Common Stock	1,976	\$0.00	21,	051	D		
	(Fi NSMEDIC UTEMAN ER M (SI ecurity (Inst Stock Stock Stock Stock Stock Stock \$2.20	(First) NSMEDICS GROUP, INCOUTEMAN ROAD ER MA (State) Tab ecurity (Instr. 3) Stock Stock Stock Stock Stock Stock St	(First) (Middle) NSMEDICS GROUP, INC. UTEMAN ROAD ER MA 01810 (State) (Zip) Table I - N ecurity (Instr. 3) Stock Stock Stock Stock Table I Conversion of Exercise Price of Derivative Security \$2.21 08/23/2022	Carret C	Tamer I	Tamer I (First) (Middle) NSMEDICS GROUP, INC. UTEMAN ROAD Table I - Non-Derivative Security (Instr. 3) Table I - Non-Derivative Security (Instr. 3) Stock 08/23/2022 Stock 08/23/2022 Stock 08/23/2022 Stock 08/23/2022 Table II - Derivative Security (e.g., puts, calls Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls Security (Month/Day/Year) (Month/Day/Year) Trans. 3. Date of 08/23/2022 4. If Amer Security (Month/Day/Year) Stock 08/23/2022 Stock 08/23/2022 Table II - Derivative Security (e.g., puts, calls Security (Month/Day/Year) (Month/Day/Year) Stock 08/24/2022 Table II - Derivative Security (e.g., puts, calls Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Tamer I (First) (Middle) NSMEDICS GROUP, INC. UTEMAN ROAD Table I - Non-Derivative Securitic (Month/Day/Year) Stock 08/23/2022 Stock 08/23/2022 Stock 08/23/2022 Stock 08/23/2022 Stock 08/23/2022 Table II - Derivative Securitic (e.g., puts, calls, wa calls, wa calls, and core Execution Date (Month/Day/Year) Stock 08/24/2022 Table II - Derivative Securitic (e.g., puts, calls, wa	TransMedics Gi TransMedics Gi TransMedics Gi TransMedics Gi Stock Stock	Tamer I (First) (Middle) NSMEDICS GROUP, INC. JTEMAN ROAD Table I - Non-Derivative Securities Acquired Execution Date (Month/Day/Year) (Month/Day/Year) Stock 08/23/2022 Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt of Execution Date (Honth/Day/Year) Stock 08/24/2022 Table II - Derivative Securities Acquired Execution Date (e.g., puts, calls, warrants, opt of Derivative Security (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt of Execution Date (if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt of Derivative Security (Month/Day/Year) Code V (A) (D) Date Execution Securities Acquired (A) or Disposed of (I) (Instr. 3, 4 and 5) And 5) And 5) Derivative Securities Acquired (A) or Disposed of (I) (Instr. 3, 4 and 5) And 5) And 5) Derivative Securities Acquired (A) or Disposed of (I) (Instr. 3, 4 and 5) And 5) And 5) Detate Execution Securities Acquired (A) or Disposed of (I) (Instr. 3, 4 and 5) And 5) And 5) And 5) Detate Exercities Acquired (A) or Disposed of (I) (Instr. 3, 4 and 5) And	Tamer TransMedics Group, Inc. Short Sh	Tanset Tans Tans	TransMedics Group, Inc. TMDX	TransMedics Group, Inc.	TransMedics Group, Inc. TMDX	TransMedics Group, Inc. TMDX	TransMedics Group, Inc. TMDX	Control Cont	

Explanation of Responses:

- 1. The reported transactions were effected pursuant to a Rule 10b5-1 trading plan.
- 2. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from \$50.00 to \$50.16, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- 3. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from \$50.00 to \$50.23, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- 4. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from \$50.00 to \$50.72, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.
- 5. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from \$50.00 to \$50.72, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

6. The option is fully vested.

Remarks:

By: /s/ Stephen Gordon, Attorney-in-Fact

** Signature of Reporting Person

Date

08/25/2022

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.