

OMB APPROVAL	
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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

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>Kim Na Yeon</u> (Last) (First) (Middle) <u>C/O NEUROBO PHARMACEUTICALS, INC.</u> <u>200 BERKELEY STREET, OFFICE 19TH FLOOR</u> (Street) <u>BOSTON MA 02116</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NeuroBo Pharmaceuticals, Inc. [NRBO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/27/2023</u>	
	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	07/27/2023		A		87,500 ⁽¹⁾ ₍₂₎	A	\$0	88,959 ⁽³⁾	D	
Common Stock	07/27/2023		A		12,500 ⁽¹⁾ ₍₄₎	A	\$0	101,459	D	
Common Stock								4,671	I	Held by E&Investment Inc. ⁽⁵⁾
Common Stock								96,351 ⁽³⁾	I	Held by The E&Healthcare Investment Fund II ⁽⁵⁾
Common Stock								37,373 ⁽³⁾	I	Held by The E&Healthcare Investment Fund No. 6 ⁽⁵⁾
Common Stock								62,159 ⁽³⁾	I	Held by The E&Healthcare Investment Fund No. 7 ⁽⁵⁾

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)					

Explanation of Responses:

- Represents a grant of restricted stock units ("RSUs") issued to the reporting person under the Issuer's 2022 Equity Incentive Plan.
- 50% of the RSUs vested immediately, and the remainder will vest in two equal installments on each subsequent anniversary of the date of grant, subject to continuing service.
- The share amount has been adjusted to reflect the reverse stock split effective on September 12, 2022 whereby each thirty shares issued and outstanding prior to the split were combined and converted into one share of common stock.
- Vests on the earlier of July 27, 2024 or the day prior to the Issuer's next annual meeting of stockholders occurring after the grant date, subject to continuing service.
- Ms. Kim is the Chief Executive Officer of E&Investment, Inc., which is the sole general partner of The E&Healthcare Investment Fund II, The E&Healthcare Investment Fund No. 6 and The E&Investment Healthcare Fund No. 7, and as such, has voting and investment control over the shares held by E&Investment and its affiliated funds. The reporting person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.

/s/ Phillip D. Torrence, by
Power of Attorney

07/28/2023

** 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.