# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# Schedule 13G

Under the Securities Exchange Act of 1934 (Amendment No. )\*

# Assembly Biosciences, Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share (Title of Class of Securities)

045396108 (CUSIP Number)

**December 22, 2020** (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

□ Rule 13d-1(c)
□ Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

1	NAMES OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY):				
	Muneer A. Satter				
2			PPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)		
	(a) 🗆 (l	b) [			
3	SEC USE ONLY				
4	CITIZENSE	IIP (	DR PLACE OF ORGANIZATION		
	United States of America				
		5	SOLE VOTING POWER		
NUMBER OF			2,227,500		
SHARES		6	SHARED VOTING POWER		
BENEFICIALLY OWNED BY			0		
EACH		7	SOLE DISPOSITIVE POWER		
REPORTING PERSON			2,227,500		
WITH		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,227,500				
10					
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	6.7% (a)				
12	2 TYPE OF REPORTING PERSON (See Instructions)				
	IN				

(a) All percentages calculated in this Schedule 13G are based upon 33,022,336 shares of common stock outstanding as of November 2, 2020, as disclosed in the Quarterly Report on Form 10-Q filed by Assembly Biosciences, Inc. with the Securities and Exchange Commission on November 5, 2020.

#### Item 1(a) Name of Issuer:

Assembly Biosciences, Inc.

## Item 1(b) Address of Issuer's Principal Executive Offices:

331 Oyster Point Blvd. South San Francisco, CA 94080

#### Item 2(a) Name of Person Filing:

This Schedule 13G is being filed by Muneer A. Satter (the "Reporting Person").

#### Item 2(b) Address of Principal Business Office or, if none, Residence:

Muneer A. Satter c/o Satter Management Co., L.P. 676 North Michigan Avenue, Suite 4000 Chicago, IL 60611

## Item 2(c) <u>Citizenship</u>:

The Reporting Person is a citizen of the United States of America.

#### Item 2(d) <u>Title of Class of Securities</u>:

Common Stock, par value \$0.001 per share (the "Common Stock").

#### Item 2(e) <u>CUSIP Number</u>:

045396108

#### Item 3 If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) 
  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) 
  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
- (f)  $\square$  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).

CUSIP No. 04	5396108	13G	Page 4 of 6 Pages
(g) □	A parent holding company or control person in accordance w	rith § 240.13d-1(b)(1)(ii)(G).	
(h) □	A savings associations as defined in Section 3(b) of the Fede	ral Deposit Insurance Act (12 U.S.C. 1813).	

(i) □ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of

1940 (15 U.S.C. 80a-3).

Non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J).

(k) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(K).

Not applicable.

#### Item 4 <u>Ownership</u>:

(j) 🗆

- (a) Amount beneficially owned: The Reporting Person beneficially owns an aggregate of 2,227,500 shares of Common Stock. The shares of Common Stock beneficially owned by the Reporting Person include (a) 1,800,000 shares that are held by Satter Medical Technology Partners, L.P. for which the Reporting Person has sole voting and dispositive power over all such shares; (b) 215,147 shares of Common Stock that are held by Muneer A. Satter Revocable Trust for which the Reporting Person serves as trustee and, in such capacity, has sole voting and dispositive power over all such shares; and (c) 212,353 shares of Common Stock that are held by various other trusts and other entities for which the Reporting Person serves as trustee, investment advisor or manager and, in such capacity, has sole voting and dispositive power over all such shares.
- (b) Percent of class: See Item 11 on the cover page hereto.
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: See Item 5 on the cover page hereto.
  - (ii) shared power to vote or to direct the vote: 0
  - (iii) sole power to dispose or to direct the disposition of: See Item 7 on the cover page hereto.
  - (iv) shared power to dispose or to direct the disposition of: 0

#### Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable.

# Item 6 Ownership of More Than Five Percent on Behalf of Another Person:

Not Applicable.

# Item 7 <u>Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding</u>

**Company**:

Not Applicable.

# Item 8 <u>Identification and Classification of Members of the Group:</u>

Not Applicable.

# Item 9 <u>Notice of Dissolution of Group</u>:

Not Applicable.

# Item 10 <u>Certification</u>:

Not Applicable.

**SIGNATURE** 

	After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true,
complete and	l correct.

Date: January 4, 2021

By: <u>/s/ Muneer A. Satter</u> Muneer A. Satter