

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>George Gregory</u> _____ (Last) (First) (Middle) <u>LEVEL 38, 55 COLLINS STREET</u> _____ (Street) <u>MELBOURNE, C3 3000</u> _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/18/2026</u>	3. Issuer Name and Ticker or Trading Symbol <u>MESOBLAST LTD [MESO]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Ordinary Shares	5	D	
Ordinary Shares	5,644,192	I	Through G to the Fourth Investments, LLC, of which Dr. George is a manager
Ordinary Shares ⁽¹⁾	128,293,280	D	
Ordinary Shares ⁽¹⁾	80,000,000	I	Held by James George, who has granted power of attorney to Dr. George.
Ordinary Shares ⁽¹⁾	60,000,000	I	Held by Grant George, who has granted power of attorney to Dr. George.
Ordinary Shares ⁽¹⁾	4,154,100	I	Through G to the Fourth Investments, LLC, of which Dr. George is a manager

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants	03/18/2021	03/17/2028	Ordinary Shares	6,830,602	2.86	I	Through G to the Fourth Investments, LLC, of which Dr. George is a manager.
Warrants	11/11/2024	11/10/2028	ADS	200,000	9.06	D	
Warrants	12/17/2025	12/16/2029	Ordinary Shares or the # of ADS at holder election	1,600,000	2.5	D	
Options	05/10/2026	05/09/2032	Ordinary Shares	66,667	1.72	D	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options	05/10/2027	05/09/2032	Ordinary Shares	66,667	1.72	D	
Options	05/10/2028	05/09/2032	Ordinary Shares	66,666	1.72	D	

Explanation of Responses:

1. Such Ordinary Shares are represented by American Depositary Shares. Each ADS represents a beneficial interest in 10 ordinary shares.

Remarks:

All exercise prices for options and warrants are indicated as per above using "\$A" for Australian Dollars and "\$US" for US Dollars.

/s/ Gregory George

03/23/2026

** 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 5 (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.