

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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>Sebree Terri B</u> _____ (Last) (First) (Middle) <u>C/O ZYNERBA PHARMACEUTICALS, INC.</u> <u>80 W. LANCASTER AVENUE, SUITE 300</u> _____ (Street) <u>DEVON</u> <u>PA</u> <u>19333</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Zynerba Pharmaceuticals, Inc. [ ZYNE ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President</b></p>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>07/18/2022</u>					
			4. 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 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	07/18/2022		A		30,000	A	(1)	376,146	D	
Common Stock	07/19/2022		S		8,281(2)	D	\$1.1	367,865	D	

**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					

**Explanation of Responses:**

- On July 18, 2022, the Compensation Committee of the Board of Directors of the Company determined that performance-vesting criteria were met with regard to 30,000 performance-based restricted stock awards granted in a prior year.
- This transaction represents shares required to be sold by the Reporting Person to satisfy tax obligations and certain equity plan administrator fees in connection with the vesting of shares of restricted stock. This sale was mandated by the equity plan administrator and does not represent a discretionary trade by the Reporting Person.

/s/ Albert P. Parker, Attorney-in-Fact      07/20/2022  
 \*\* 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.

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Know all by these presents that I, P. Parker as the undersigned's true and lawful

- 1) execute for and on behalf of and/or director of Zynerba Inc. in accordance with Section 1601 thereunder;
- 2) do and perform any and all acts necessary or desirable to (A) complete and execute any agreements with the United States exchange or similar authority;
- 3) take any other action of any kind in the opinion of such attorney required by, the undersigned attorney-in-fact on behalf of Zynerba Inc. in such form and shall contain the name and approve in such attorney-in-

The undersigned hereby grants, do and perform any and every act and thing

exercise of any of the rights and powers here  
undersigned might or could do if personally  
ratifying and confirming all that such attorney  
shall lawfully do or cause to be done by virtue  
herein granted.

The undersigned acknowledged  
capacity at the request of the undersigned, as  
undersigned's responsibilities to comply with

This Power of Attorney shall  
longer required to file Forms 3, 4 and 5 with  
securities issued by the Company, unless earlier  
to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF,  
be executed as of this 19<sup>th</sup> day of July, 2022.

