

**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

| 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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|  |  |  |
|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Kovacs Shane William Charles</u><br><br>(Last) (First) (Middle)<br><u>C/O OLEMA PHARMACEUTICALS, INC.</u><br><u>780 BRANNAN ST</u><br><br>(Street)<br><u>SAN FRANCISCO CA 94103</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Olema Pharmaceuticals, Inc. [ OLMA ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>CH. OPERATING &amp; FINANCIAL OFF.</b> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>12/09/2024</u>                      |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |  |

**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                    | 12/09/2024                           |  | A                              |   | 68,250 <sup>(1)</sup>   | A          | \$0                   | 578,708   | D  |   |
| Common Stock                    | 12/10/2024                           |  | S <sup>(2)</sup>               |   | 16,803  | D          | \$9.37 <sup>(3)</sup> | 561,905   | D  |   |
| Common Stock                    | 12/11/2024                           |  | S <sup>(2)</sup>               |   | 17,950  | D          | \$8.66 <sup>(4)</sup> | 543,955   | D  |   |
| Common Stock                    | 12/11/2024                           |  | S <sup>(2)</sup>               |   | 406   | D          | \$9.39 <sup>(5)</sup> | 543,549   | 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 November 11, 2022, the Reporting Person was granted certain performance restricted stock units ("PRSUs") for 105,000 shares, which were subject to vesting upon certification by the Compensation Committee of the Company's achievement of two different performance milestones. 35% of the award previously vested on November 20, 2023. On December 9, 2024, the Compensation Committee certified that the remaining 65% of the award vested based on achievement of certain performance criteria.
- The sale reported on this Form 4 represents shares required to be sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of PRSUs. The sale occurred automatically to satisfy the tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the Reporting Person.
- The weighted average sale price for the transaction reported was \$9.37, and the range of prices was between \$8.87 and \$9.67. Upon request from the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- The weighted average sale price for the transaction reported was \$8.66, and the range of prices was between \$8.22 and \$9.21. Upon request from the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.
- The weighted average sale price for the transaction reported was \$9.39, and the range of prices was between \$9.31 and \$9.74. Upon request from the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price will be provided.

/s/ Shane Kovacs 12/11/2024  
 \*\* 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.