FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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UIVID APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Check this box to indicate that a transaction was made pursuant to a

	sfy the affirmative ons of Rule 10b5- ction 10.			
1. Name and Addres Myles David		rson*	2. Issuer Name and Ticker or Trading Symbol Olema Pharmaceuticals, Inc. [ OLMA ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify below)
(Last) (First) (Middle) C/O OLEMA PHARMACEUTICALS, INC. 780 BRANNAN ST			3. Date of Earliest Transaction (Month/Day/Year) 12/09/2024	CH. DISCOV. & NON-CLIN DEV OFF
(Street) SAN FRANCISCO	CA	94103	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	12/09/2024		A		48,750(1)	A	\$ <mark>0</mark>	624,399(2)	D	
Common Stock	12/10/2024		S <sup>(3)</sup>		12,452	D	\$9.38(4)	611,947	D	
Common Stock	12/11/2024		S <sup>(3)</sup>		13,314	D	\$8.66(5)	598,633	D	
Common Stock	12/11/2024		S <sup>(3)</sup>		300	D	\$9.39(6)	598,333	D	
Common Stock								12,831	I	See Footnote <sup>(7)</sup>
Common Stock								154,846	I	See Footnote <sup>(8)</sup>

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed Execution Date 7. Title and Amount of 3. Transaction 5. Number 6. Date Exercisable and 8. Price of 9. Number of 11. Nature 10. Conversion Expiration Date Derivative Derivative Ownership of Indirect derivative Security (Instr. 3) if any (Month/Day/Year) or Exercise (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficial Price of 8) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership Acquired (A) or Disposed Derivative Derivative Owned or Indirect (I) (Instr. 4) (Instr. 4) Security (Instr. 3 and 4) Security Following Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount Numbe Expiration ν (A) (D) Title Code Exercisable Date **Shares**

## **Explanation of Responses:**

- 1. On November 11, 2022, the Reporting Person was granted certain performance restricted stock units ("PRSUs") for 75,000 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.
- 2. Includes 1,490 shares acquired under the Issuer's Employee Stock Purchase Plan on June 30, 2024.
- 3. 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.
- 4. The weighted average sale price for the transaction reported was \$9.38, and the range of prices was between \$8.89 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.
- 5. 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.
- 6. 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
- 7. The shares are held by The Myles Family Revocable Inter Vivos Trust, of which the Reporting Person is trustee
- 8. The shares are held by Myles Properties Inc., of which the Reporting Person is President.

/s/ Shane Kovacs, Attorney-in-12/11/2024

\*\* Signature of Reporting Person

Date

 $^{\star}$  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.