

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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>Tananbaum James B.</u> <hr/> (Last) (First) (Middle) 900 LARKSPUR LANDING CIRCLE SUITE 150 <hr/> (Street) LARKSPUR CA 94939 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/27/2024	3. Issuer Name and Ticker or Trading Symbol <u>ALUMIS INC.</u> [ALMS]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 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)
Common Stock	1,176,470	I	See Footnote ⁽¹⁾

**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			
Series Seed Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	1,944,577	(2)	I	See Footnote ⁽³⁾
Series Seed Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	194,459	(2)	I	See Footnote ⁽⁴⁾
Series A Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	1,122,994	(2)	I	See Footnote ⁽³⁾
Series A Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	481,283	(2)	I	See Footnote ⁽⁵⁾
Series B-1 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	560,076	(2)	I	See Footnote ⁽³⁾
Series B-1 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	560,076	(2)	I	See Footnote ⁽⁵⁾
Series B-1 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	967,567	(2)	I	See Footnote ⁽⁶⁾
Series B-2 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	622,344	(2)	I	See Footnote ⁽³⁾
Series B-2 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	311,172	(2)	I	See Footnote ⁽⁵⁾
Series B-2 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	311,172	(2)	I	See Footnote ⁽⁷⁾
Series B-2 Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	311,172	(2)	I	See Footnote ⁽⁶⁾

**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			
Series C Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	1,022,398	(2)	I	See Footnote ⁽³⁾
Series C Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	681,598	(2)	I	See Footnote ⁽⁵⁾
Series C Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	1,703,998	(2)	I	See Footnote ⁽⁷⁾
Series C Redeemable Convertible Preferred Stock	(2)	(2)	Common Stock	681,598	(2)	I	See Footnote ⁽⁶⁾

Explanation of Responses:

- The shares are held of record by Foresite Labs Affiliates 2021, LLC ("Labs Affiliates"). Foresite Labs, LLC ("Labs") is the managing member of Labs Affiliates and may be deemed to have sole voting and dispositive power over such shares. James B. Tananbaum ("Tananbaum"), a manager of Labs, may be deemed to share voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and disclaims beneficial ownership of the shares held by Labs Affiliates, except to the extent of such person's pecuniary interest in such securities.
- Each share of Series Seed Redeemable Convertible Preferred Stock, Series A Redeemable Convertible Preferred Stock, Series B-1 Redeemable Convertible Preferred Stock, Series B-2 Redeemable Convertible Preferred Stock and Series C Redeemable Convertible Preferred Stock has no expiration date and will automatically convert into one share of Common Stock immediately prior to the closing of the Issuer's initial public offering of its Common Stock.
- The shares are held of record by Foresite Capital Fund V, L.P. ("Fund V"). Foresite Capital Management V, LLC ("FCM V") is the general partner of Fund V and may be deemed to have sole voting and dispositive power over such shares. Tananbaum, the managing member of FCM V, may be deemed to have sole voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and disclaims beneficial ownership of the shares held by Fund V, except to the extent of such person's pecuniary interest in such securities.
- The shares are held of record by Labs Co-Invest V, LLC ("Labs Co-Invest"). FCM V is the managing member of Labs Co-Invest and may be deemed to have sole voting and dispositive power over such shares. Tananbaum, the managing member of FCM V, may be deemed to have sole voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and disclaims beneficial ownership of the shares held by Labs Co-Invest, except to the extent of such person's pecuniary interest in such securities.
- The shares are held of record by Foresite Capital Opportunity Fund V, L.P. ("Opportunity Fund V"). Foresite Capital Opportunity Management V, LLC ("FCOM V") is the general partner of Opportunity Fund V and may be deemed to have sole voting and dispositive power over such shares. Tananbaum, the managing member of FCOM V, may be deemed to have sole voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and disclaims beneficial ownership of the shares held by Opportunity Fund V, except to the extent of such person's pecuniary interest in such securities.
- The shares are held of record by Foresite Labs Fund I, L.P. ("Labs Fund I"). Foresite Labs Management I, LLC ("FLM I") is the general partner of Labs Fund I and may be deemed to have sole voting and dispositive power over such shares. Tananbaum, the managing member of FLM I, may be deemed to have sole voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and disclaims beneficial ownership of the shares held by Labs Fund I, except to the extent of such person's pecuniary interest in such securities.
- The shares are held of record by Foresite Capital Fund VI, L.P. ("Fund VI"). Foresite Capital Management VI, LLC ("FCM VI") is the general partner of Fund VI and may be deemed to have sole voting and dispositive power over such shares. Tananbaum, the managing member of FCM VI, may be deemed to have sole voting and dispositive power over such shares. Tananbaum disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and disclaims beneficial ownership of the shares held by Fund VI, except to the extent of such person's pecuniary interest in such securities.

Remarks:

This Form 3 is one of three Form 3s filed on the date hereof in respect of these shares. The Reporting Persons of the other Forms 3 are Fund V, Opportunity Fund V, Labs Co-Invest, Fund VI, Labs Fund I, Labs Affiliates, FCM V, FCOM V, FCM VI, FLM I and Labs.

/s/ James B. Tananbaum 06/27/2024

** 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 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.