Stock Option (Right to Buy)

Stock

Stock Option (Right to Buy)

Stock Option (Right to Buy)

Option (Right to Buy)

\$8.84

\$8.84

07/01/2024

07/01/2024

07/01/2024

07/01/2024

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Check this box if no longer subject to

obligat	ions may contir tion 1(b).			Filed						es Exchange npany Act of		4		ll l	per resp	onse:	0.5
1. Name and Address of Reporting Person* <u>Bradley Mark Christopher</u>					2. Issuer Name and Ticker or Trading Symbol ALUMIS INC. [ALMS]								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last)	(F UMIS INC.	First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/27/2024								Officer (give title Other (specify below) below) Chief Development Officer				
280 EAST GRAND AVENUE				4. If An	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					
(Street) SOUTH SAN FRANCISCO CA 94080				Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the													
(City)	(\$	State)	(Zip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		7	Γable I - Noι	n-Deriva	ative S	Securit	ies Acq	uired,	Dis	posed of,	or Bene	eficially (Owned				
Title of Security (Instr. 3) Class A Common Stock			2. Transa Date (Month/D		Execut if any	2A. Deemed Execution Date, if any (Month/Day/Year)		ction Instr.	4. Securities Acquire Disposed Of (D) (Ins			5. Amount Securities Beneficiall Owned Fol	y	Form:	Direct Indirect	7. Nature of Indirect Beneficial Ownership	
					Ĺ			v	Amount	(A) or (D)	Price	ice Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A C	Common St	ock		07/01/	2024			D ⁽¹⁾		21,978	D	(1)	0			D	
Common Stock				07/01/2024				A ⁽¹⁾		21,978	A	(1)	21,978		D		
Class A Common Stock				07/01/2024						20,026	D	(1)	0				By GRAT ⁽²⁾
Common Stock				07/01/2024						20,026 A		(1)	20,026				By GRAT ⁽²⁾
Class A Common Stock				07/01/	07/01/2024					20,026	D	(1)	0				By GRAT ⁽³⁾
Common Stock				07/01/2024				A ⁽¹⁾		20,026	A	(1)	20,026		6 I		By GRAT ⁽³⁾
			Table II -							osed of, o			wned				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date ecurity or Exercise (Month/Day/Year) if		3A. Deemed Execution Date if any (Month/Day/Ye	Code	action (Instr.	Derivativ Securitie Acquired Dispose	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exerc ion Da /Day/Y			es g Security	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitic Benefici Owned Followir Reporte	ve es ially ng	f 10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial) Ownership ct (Instr. 4)
				Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		Transac (Instr. 4)	tion(s)		
Stock Option (Right to Buy)	\$16	06/27/2024		A		4,278		(4)		06/26/2034	Class A Common Stock	4,278	\$0	4,27	78	D	
Stock Option (Right to Buy)	\$16	07/01/2024		D ⁽¹⁾			4,278	(4)		06/26/2034	Class A Common Stock	4,278	\$0	0		D	
Stock Option (Right to Buy)	\$16	07/01/2024		A ⁽¹⁾		4,278		(4)		06/26/2034	Common Stock	4,278	\$0	4,27	78	D	
Stock Option (Right to Buy)	\$8.84	07/01/2024		D ⁽¹⁾			130,481	(5)		01/26/2032	Class A Common Stock	130,481	\$0	0		D	

 $A^{(1)}$

D⁽¹⁾

 $A^{(1)}$

D⁽¹⁾

130,481

128,342

128,342

12,834

Commor Stock

Class A

Common Stock

Commor Stock

Class A

Common Stock

130,481

128,342

128,342

12,834

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

130,481

0

128,342

0

D

D

D

D

01/26/2032

01/26/2032

01/26/2032

06/22/2033

(5)

(6)

(6)

(7)

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)	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	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	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Stock Option (Right to Buy)	\$8.84	07/01/2024		A ⁽¹⁾		12,834		(7)	06/22/2033	Common Stock	12,834	\$0	12,834	D	
Stock Option (Right to Buy)	\$8.84	07/01/2024		D ⁽¹⁾			23,093	(8)	10/08/2033	Class A Common Stock	23,093	\$0	0	D	
Stock Option (Right to Buy)	\$8.84	07/01/2024		A ⁽¹⁾		23,093		(8)	10/08/2033	Common Stock	23,093	\$0	23,093	D	
Stock Option (Right to Buy)	\$10.2	07/01/2024		D ⁽¹⁾			155,304	(9)	05/05/2034	Class A Common Stock	155,304	\$0	0	D	
Stock Option (Right to Buy)	\$10.2	07/01/2024		A ⁽¹⁾		155,304		(9)	05/05/2034	Common Stock	155,304	\$0	155,304	D	
Stock Option (Right to Buy)	\$13.33	07/01/2024		D ⁽¹⁾			53,475	(10)	06/05/2034	Class A Common Stock	53,475	\$0	0	D	
Stock Option (Right to Buy)	\$13.33	07/01/2024		A ⁽¹⁾		53,475		(10)	06/05/2034	Common Stock	53,475	\$0	53,475	D	

Explanation of Responses:

- 1. Pursuant to a reclassification exempt under Rule 16b-7 and Rule 16b-3, each share of Class A Common Stock was reclassified into one share of voting Common Stock.
- 2. Shares are owned directly by JB 2023 GRAT, for which Reporting Person serves as a trustee.
- 3. Shares are owned directly by MB 2023 GRAT, for which Reporting Person serves as a trustee.
- 4. 25% of the shares underlying this option vest on June 21, 2025, and the remaining shares vest in equal monthly installments thereafter over the following 36 months, subject to acceleration and the Reporting Person's continuous service to the Issuer on each such vesting date.
- 5. 25% of the shares underlying this option vested on January 27, 2023, and the remaining shares vest in equal monthly installments thereafter over the following 36 months, subject to acceleration and subject to the Reporting Person's continuous service to the Issuer on each such vesting date.
- 6.33% of the shares underlying this option vested on January 27, 2024, and the remaining shares vest in equal monthly installments thereafter over the following 48 months, subject to acceleration and subject to the Reporting Person's continuous service to the Issuer on each such vesting date.
- 7. 25% of the shares underlying this option vested on May 22, 2024, and the remaining shares vest in equal monthly installments thereafter over the following 36 months, subject to acceleration and subject to the Reporting Person's continuous service to the Issuer on each such vesting date.
- 8. 25% of the shares underlying this option vest on October 9, 2024, and the remaining shares vest in equal monthly installments thereafter over the following 36 months, subject to acceleration and subject to the Reporting Person's continuous service to the Issuer on each such vesting date.
- 9. The option vests in three equal installments, subject to the Issuer's satisfaction of certain performance criteria on each of May 6, 2028, May 6, 2029 and May 6, 2030, and subject to acceleration and the Reporting Person's continuous service to the Issuer on each such vesting date.
- 10. 25% of the shares underlying this option vest on June 6, 2025, and the remaining shares vest in equal monthly installments thereafter over the following 36 months, subject to acceleration and the Reporting Person's continuous service to the Issuer on each such vesting date.

/s/ Sara Klein, Attorney-in-Fact 07/01/2024

** 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.