Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

See

Footnote⁽⁶⁾ See

Footnote⁽⁷⁾

I

I

4,202,670

1,176,470

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

				0. 00											
1. Name and Address of Reporting Person* <u>Foresite Labs, LLC</u>				2. Issuer Name and Ticker or Trading Symbol ALUMIS INC. [ALMS]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director V 10% Owner				
(Last) (First) (Middle)			3. Date 07/01	of Earliest Transac /2024	ction (M	onth/E	Day/Year)		Officer (give title Other (specify below) below)						
601 CALIFORN SUITE 600				nendment, Date of	Original	Filed	(Month/Day/Yea		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person						
(Street)				Image: Second system Form filed by More than One Reporting Person Pule 10b5 1(c) Transaction Indication											
SAN FRANCISCO	CA	94108		Ch	Rule 10b5-1(c) Transaction Indication										
(City)	(State)	(Zip)			affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										
		Table I - N	on-Deriv	ative \$	Securities Acc	quired	, Dis	posed of, o	r Bene	ficially	Owned				
1. Title of Security	(Instr. 3)		2. Transa Date (Month/D		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (D			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 07/				/2024		C ⁽¹⁾		1,944,577	A	\$0.00	1,944,577	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		1,122,994	Α	\$0.00	3,067,571	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		560,076	Α	\$0.00	3,627,647	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		622,344	Α	\$0.00	4,249,991	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		1,022,398	Α	\$0.00	5,272,389	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		Р		312,500	Α	\$16	5,584,889	I	See Footnote ⁽²⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		194,459	A	\$0.00	194,459	I	See Footnote ⁽³⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		481,283	Α	\$0.00	481,283	I	See Footnote ⁽⁴⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		560,076	A	\$0.00	1,041,359	I	See Footnote ⁽⁴⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		311,172	A	\$0.00	1,352,531	I	See Footnote ⁽⁴⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		681,598	A	\$0.00	2,034,129	I	See Footnote ⁽⁴⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		967,567	A	\$0.00	967,567	I	See Footnote ⁽⁵⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		311,172	A	\$0.00	1,278,739	I	See Footnote ⁽⁵⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		681,598	A	\$0.00	1,960,337	I	See Footnote ⁽⁵⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		311,172	A	\$0.00	311,172	I	See Footnote ⁽⁶⁾		
Common Stock			07/01/	/2024		C ⁽¹⁾		1,703,998	Α	\$0.00	2,015,170	I	See Footnote ⁽⁶⁾		

Р

2,187,500

A

\$16

07/01/2024

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	37a Dfenid_ Der Execution Date, if any (e.g (Month/Day/Year)	i∳ativ Trans .cput	/e Se action (Sh,st≩a	Acq or D	tieserAcq ivative watsants uired (A) Disposed of (Instr. 3, 4	nrede Ensoiossednof, or The methematical in of Expiration Date (ดอนเอกรุงระดา vertib โรงออนไรเยอร์) (Instr. 3 and 4)		Stational Pice Diversion of the second secon	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)	
						and		Date	Expiration		Amount or Number of		Reported Transaction(s) (Instr. 4)	() (
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)	<u>¢</u> ode Transa Code 8)	V action (Instr.	Deri Sec Acq or D	uthead of variable of urities urities urities urities (A) Disposed of (Instr. 3, 4 5)	Late Expiration Expiration Date (Month/Day/Year)		Titlette and States to develop the 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)	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		(Instr. 4)		
Series Seed Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			1,944,577	(1)	(1)	Common Stock	1,944,577	\$0.00	0	I	See Footnote ⁽²⁾
Series Seed Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			194,459	(1)	(1)	Common Stock	194,459	\$0.00	0	I	See Footnote ⁽³⁾
Series A Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			1,122,994	(1)	(1)	Common Stock	1,122,994	\$0.00	0	Ι	See Footnote ⁽²⁾
Series A Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			481,283	(1)	(1)	Common Stock	481,283	\$0.00	0	Ι	See Footnote ⁽⁴⁾
Series B-1 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			560,076	(1)	(1)	Common Stock	560,076	\$0.00	0	Ι	See Footnote ⁽²⁾
Series B-1 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			560,076	(1)	(1)	Common Stock	560,076	\$0.00	0	Ι	See Footnote ⁽⁴⁾
Series B-1 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			967,567	(1)	(1)	Common Stock	967,567	\$0.00	0	I	See Footnote ⁽⁵⁾
Series B-2 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			622,344	(1)	(1)	Common Stock	622,344	\$0.00	0	I	See Footnote ⁽²⁾
Series B-2 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			311,172	(1)	(1)	Common Stock	311,172	\$0.00	0	I	See Footnote ⁽⁴⁾
Series B-2 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			311,172	(1)	(1)	Common Stock	311,172	\$0.00	0	I	See Footnote ⁽⁶⁾
Series B-2 Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			311,172	(1)	(1)	Common Stock	311,172	\$0.00	0	I	See Footnote ⁽⁵⁾
Series C Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			1,022,398	(1)	(1)	Common Stock	1,022,398	\$0.00	0	I	See Footnote ⁽²⁾
Series C Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			681,598	(1)	(1)	Common Stock	681,598	\$0.00	0	I	See Footnote ⁽⁴⁾
Series C Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			1,703,998	(1)	(1)	Common Stock	1,703,998	\$0.00	0	I	See Footnote ⁽⁶⁾
Series C Redeemable Convertible Preferred Stock	(1)	07/01/2024		C ⁽¹⁾			681,598	(1)	(1)	Common Stock	681,598	\$0.00	0	I	See Footnote ⁽⁵⁾
1. Name and Address of Reporting Person [*] Foresite Labs, LLC															
(Last) (First) (Middle) 601 CALIFORNIA STREET															

SUITE 600

(Street)									
SAN FRANCISCO	CA	94108							
,									
(City)	(State)	(Zip)							
1. Name and Address of	Reporting Person*								
Foresite Labs Affiliates 2021, LLC									
(Last)	(First)	(Middle)							
601 CALIFORNIA	STREET								
SUITE 600									
<i>y</i>									
(Street)									
SAN FRANCISCO	CA	94108							
(City)	(State)	(Zip)							

Explanation of Responses:

1. Immediately prior to the closing of the Issuer's initial public offering of its Common Stock, each share of Series Seed Redeemable Convertible Preferred Stock, Series A Redeemable Convertible Preferred Stock, Series B-1 Redeemable Convertible Preferred Stock and Series C Redeemable Convertible Preferred Stock automatically converted into one share of Common Stock and has no expiration date.

2. 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. James B. Tananbaum ("Tananbaum"), the managing member of FCM V, may be deemed to have sole voting and dispositive power over such shares. Each of the Reporting Persons 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, other than Fund V, disclaims beneficial ownership of the shares held by Fund V, except to the extent of such person's pecuniary interest in such securities.

3. 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. Each of the Reporting Persons disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and, other than Labs Co-Invest, disclaims beneficial ownership of the shares held by Labs Co-Invest, except to the extent of such person's pecuniary interest in such securities.

4. 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. Each of the Reporting Persons disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and, other than Opportunity Fund V, disclaims beneficial ownership of the shares held by Opportunity Fund V, except to the extent of such person's pecuniary interest in such securities.

5. 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. Each of the Reporting Persons disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and, other than Labs Fund I, disclaims beneficial ownership of the shares held by Labs Fund I, except to the extent of such persons preuniary interest in such securities.

6. 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. Each of the Reporting Persons disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and, other than Fund VI, disclaims beneficial ownership of the shares held by Fund VI, except to the extent of such person's pecuniary interest in such securities. 7. 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 share voting and dispositive power over such shares. Tananbaum, a manager of Labs, may be deemed to share voting and dispositive power over such shares. Tananbaum, a manager of Labs, may be deemed to have sole voting and dispositive power over such shares. Tananbaum, a manager of Labs, may be deemed to share voting and dispositive power over such shares. Each of the Reporting Persons disclaims the existence of a "group", as defined in Rule 13d-5 of the Exchange Act, and, other than Lab Affiliates, disclaims beneficial ownership of the shares held by Labs Affiliates, except to the extent of such persons' pecuniary interest in such securities.

Remarks:

This Form 4 is one of three Form 4s filed on the date hereof in respect of these transactions. The Reporting Persons for the other Form 4s are Tananbaum, Fund V, Opportunity Fund V, Labs Co-Invest, Fund VI, Labs Fund I, FCM V, FCM VI and FLM I.

 FORESITE LABS, LLC, By; /s/ James B. Tananbaum, Manager
 07/03/2024

 FORESITE LABS AFFILIATES
 2021, LLC, By; Foresite Labs,

 LLC, Its; Managing Member,
 07/03/2024

 By; /s/ James B. Tananbaum,
 07/03/2024

 Manager
 ** 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.