

OMB APPROVAL	
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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(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Bohen Sean</u>  (Last) (First) (Middle) C/O OLEMA PHARMACEUTICALS, INC. 512 2ND STREET, 4TH FLOOR  (Street) SAN FRANCISCO CA 94107  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Olema Pharmaceuticals, Inc. [ OLMA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 09/19/2020	
	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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/23/2020		M		51,649	A	\$4.824	51,649	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	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$4.824	09/19/2020		A		82,931		(1)	09/18/2030	Common Stock	82,931	\$0.00	82,931	D	
Stock Option (Right to Buy)	\$4.824	09/19/2020		A		1,027,965		(2)	09/18/2030	Common Stock	1,027,965	\$0.00	1,027,965	D	
Stock Option (Right to Buy)	\$4.824	09/23/2020		M			51,649	(2)	09/18/2030	Common Stock	51,649	\$0.00	976,316	D	
Stock Option (Right to Buy)	\$19	11/18/2020		A		538,020		(3)	11/17/2030	Common Stock	538,020	\$0.00	538,020	D	

**Explanation of Responses:**

- 20,732 of the shares subject to the option vest on September 1, 2021 and 20,733 of the shares subject to the option vest on January 1 of each of 2022, 2023 and 2024, subject to the Reporting Person's continuous service on each applicable vesting date.
- (A) 256,992 of the shares subject to the option vest on September 1, 2021, (B) 2,411 of the shares subject to the option vest on January 1, 2022 and 2,410 of the shares subject to the option vest on January 1 of each of 2023 and 2024 and (C) 23,143 of the shares subject to the option vest on the 1st day of each month (other than on September 1, 2021 and each of January 1, 2022, 2023 and 2024) following September 1, 2021, plus an additional 23 shares on September 1, 2024. Subject to, in each case of (A) - (C) above, the Reporting Person's continuous service on each applicable vesting date. The stock option is early exercisable.
- 25% of the shares subject to the option vest on November 18, 2021 and 1/48 of the total number of shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through each applicable vesting date.

**Remarks:**

/s/ John B. Moriarty, Jr. 11/19/2020

Attorney-in-Fact

\*\* 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.**