

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Kathiresan Sekar</u>  (Last) (First) (Middle) C/O VERVE THERAPEUTICS, INC. 201 BROOKLINE AVENUE, SUITE 601  (Street) BOSTON MA 02215  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Verve Therapeutics, Inc. [ VERV ]</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) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 01/08/2025	
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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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
Stock Option (right to buy)	\$6.01	01/08/2025		A		488,000		(1)	01/07/2035	Common Stock	488,000	\$0	488,000	D	
Restricted Stock Units	(2)	01/08/2025		A		120,000		(3)	(3)	Common Stock	120,000	\$0	120,000	D	
Stock Option (right to buy)	\$6.01	01/08/2025		A		150,000		(4)	01/07/2035	Common Stock	150,000	\$0	150,000	D	

**Explanation of Responses:**

- The option was granted on January 8, 2025. 25% of the shares underlying the option will vest on January 8, 2026, and the remainder are scheduled to vest in equal monthly installments thereafter until January 8, 2029.
- Each restricted stock unit represents a contingent right to receive one share of common stock.
- On January 8, 2025, the reporting person was granted restricted stock units, vesting in three equal annual installments, beginning on April 1, 2026, and the remaining two installments vesting on April 1, 2027 and April 1, 2028.
- The option was granted on January 8, 2025. 100% of the shares underlying the option will vest immediately if and when the last quoted trading price per share of the Company's common stock on the Nasdaq Global Select Market is equal to or greater than \$20.00 for at least 15 consecutive trading days on or prior to the second anniversary of the grant date.

/s/ Andrew Ashe, as Attorney-in-Fact for Sekar Kathiresan 01/10/2025

\*\* 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.