## FORM 5

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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	Washington, D.C. 205
Check this box if no longer subject to Section 16. Form 4 or Form 5	
obligations may continue. See	ANNUAL STATEMENT OF CHAN
Instruction 1(b).	OWNERCH

Vashington,	D.C	20549	
vasilington,	D.C.	20049	

## **ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL										
OMB Number:	OMB Number: 3235-0362									
Estimated average burden										
hours per response:	1.0									

Form 3 Holdings Reported.

X Form 4 Transactions Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Title of Security	/ (Instr. 3)	2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or Disp	osed 5	. Amount of	6.	7. Nature of		
·	·	Table I - Non-Deriv	ative Securiti	es Acquire	d, Disposed of, or Bene	ficially	Owned				
(City)	(State)	(Zip)									
201 BROOKLINE AVENUE, SUITE 601  (Street)  BOSTON MA 02215		02215				X	Form filed by N Form filed by N Person				
	LINE AVENUE,	, SUITE 001	4. If Amendmen	nt, Date of Orig	inal Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
		,									
(Last) (First) (Middle) C/O VERVE THERAPEUTICS, INC.		3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)				Officer (give titl below)		her (specify low)			
1. Name and Address of Reporting Person* ADELMAN BURT A		1		Trading Symbol Inc. [ VERV ]		5. Relationship of Reporting Person(s) to Issue (Check all applicable)  X Director 10% Owner					
24			or Section 30(h	i) of the Investi	ment Company Act of 1940						

1. Title of Security (Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr.	4. Securities Acc Of (D) (Instr. 3, 4		) or Disposed	5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
	(Month/Day/Year)   8) Amount		Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	11/07/2022		G <sup>(1)(2)</sup>	106,200	D	\$0	303,426	I	Burt A Adelman 2021 GRAT
Common Stock	11/07/2022		G <sup>(1)(2)</sup>	106,200	A	\$0	124,900	I	Burt A Adelman 2002 Trust
Common Stock	08/11/2023		G4 <sup>(1)</sup>	266,258	D	\$0	37,168	I	Burt A Adelman 2021 GRAT
Common Stock	08/11/2023		G4 <sup>(1)</sup>	266,258	A	\$0	391,158	I	Burt A Adelman 2002 Trust
Common Stock	09/18/2023		G4 <sup>(1)</sup>	37,168	D	\$0	0	I	Burt A Adelman 2021 GRAT
Common Stock	09/18/2023		G4 <sup>(1)</sup>	37,168	A	\$0	428,326	I	Burt A Adelman 2002 Trust

															7 <b>2</b> 11 a.s.
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 6. Date of Expira		· · ·				<u>,                                      </u>	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Own Form Direct or In-	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

## **Explanation of Responses:**

1. The transactions reported represent transfers of shares of common stock of the Company from the reporting person's grantor retained annuity trust, of which reporting person is a co-trustee, to reporting person's family trust, of which reporting person is a co-trustee, for estate planning purposes.

2. The transaction code should read "G5"

/s/ Andrew Ashe, as Attorney-02/09/2024 in-Fact for Burt Adelman

\*\* 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.