FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

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

(First)

110 GREENE STREET, SUITE 800

(Middle)

(Last)

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

					or Se	ection	n 30(h)	of the	Investment (Company A	t of 1940							
1		Reporting Person*	•						ker or Tradin					lationship k all appli		g Per	son(s) to Is	suer
Aghazadeh Behzad					Aadi Bioscience, Inc. [AADI]								V			V	10% O	wner
(Lot) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year)									Officer below)	(give title	V	Other (specify
(Last) (First) (Middle) C/O AVORO CAPITAL ADVISORS LLC					06/12/2024								See remarks					
110 GREENE STREET, SUITE 800				ŀ	If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable					
				_									Line) Form filed by One Reporting Person					
(Street) NEW YORK NY 10012												Form filed by More than One Reporting Person						
(City) (State) (Zip)				Rul	e 1	0b5-	1(c)) Transa	ction In	dication								
				Check this box to indicate that a transaction was made pursuant to a									rt instructio	n or written	nlan th	at is intende	ed to	
									defense cond						0	piair ti		
		Tak	ole I - Non-De	riva	tive	Sec	uritie	s Ac	quired, D	isposed	of, or Be	nefic	ially	Owned	ı			
1. Title of	Security (Ins	tr. 3)		ansac	ction		A. Deem		3.	4. Secu	rities Acqui	red (A)	or	5. Amou			vnership	7. Natur
Date (Month/Da					Day/Year)		Execution Date, if any (Month/Day/Year)		Code (Instr. 5)		ea Of (D) (In:	d Of (D) (Instr. 3, 4			Beneficially		n: Direct r Indirect istr. 4)	of Indire Benefici Ownersi
									Code	Amoun	(A) o	r Pri	ice	Reported Transact	d tion(s)	'''	·	(Instr. 4)
											(D)			(Instr. 3	and 4)			
		•	Table II - Deri (e.g						uired, Dis s, options					Owned				
1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date,	4. Tra	Transaction Code (Instr.		r. Derivative Securities		6. Date Exer		7. Title and Amor of Securities Underlying Derivative Secur		B. Price of Derivative	e derivative Securities Beneficially		10. Ownership	11. Na	
Security (Instr. 3)	or Exercise Price of		if any (Month/Day/Year						(Month/Day/Year)				Derivativ			ecurity nstr. 5)	Form: Direct (D)	
Derivative Security							Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				(Instr. 3 a	(Instr. 3 and 4)			Owned Following Reported	J	or Indirect (I) (Instr. 4	
															Transaction(s)			
				\vdash		\dashv	-,	T .			+	Amo	unt		(
										L		or Numl	ber					
				c _o	ode V		(A)	(D)	Date Exercisable	Expiration Date	Title	of Share	es					
Stock Option (right to	\$1.7	06/12/2024		A	4		45,832		(1)	06/12/203	Common Stock	45,8	32	\$0	45,832 ⁽²	2)(3)	D	
buy)						4												
1		Reporting Person*	•															
Aghaz	adeh Beh	<u>zad</u> 				-												
(Last)		(First)	(Middle)															
l .		TAL ADVISOR																
110 GRI	EENE STRI	EET, SUITE 800)															
(Street)																		
NEW YORK NY 10012				_														
(City)		(State)	(Zip)															
		Reporting Person*																
Avoro	Capital A	dvisors LLC																
(Last)		(First)	(Middle)															
	EENE STRI	EET, SUITE 800																
						_												
(Street)																		
NEW Y	ORK	NY	10012															
(City) (State) (Zip)																		
1		Reporting Person*	•															
Avoro	Ventures	<u>LLC</u>																
ı — —						- 1												

(Street) NEW YORK	NY	10012	
(City)	(State)	(Zip)	

Explanation of Responses:

- 1. Subject to the Reporting Person continuing to be a Service Provider (as defined in the Issuer's 2021 Equity Incentive Plan) through such applicable date, one hundred percent (100%) of the shares subject to the option shall vest on the earlier of (i) the one (1) year anniversary of the Date of Grant or (ii) the day immediately prior to the next annual meeting of stockholders following the Date of Grant. "Date of Grant" shall mean June 12, 2024.
- 2. This Form 4 is filed by Avoro Capital Advisors LLC, a Delaware limited liability company ("Avoro Capital Advisors"), Avoro Ventures LLC, a Delaware limited liability company ("Avoro Ventures") and Behzad Aghazadeh ("Dr. Aghazadeh", and together with Avoro Capital Advisors and Avoro Ventures, the "Reporting Persons"). Dr. Aghazadeh serves as the portfolio manager and controlling person of Avoro Capital Advisors and Avoro Ventures LLC.
- 3. The filing of this statement shall not be deemed an admission that any Reporting Person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Act of 1934, as amended, or otherwise. Each of the Reporting Persons expressly disclaims beneficial ownership of the securities reported herein except to the extent of its or his pecuniary interest therein.

Remarks:

Avoro Capital Advisors and Avoro Ventures may be deemed directors by deputization of the Issuer by virtue of the fact that Dr. Aghazadeh currently serves on the board of directors of the Issuer.

/s/ Stephen Rodin, as Attorneyin-Fact 06/14/2024

** 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.