

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>ITRI LORETTA M</u>			2. Issuer Name and Ticker or Trading Symbol <u>Aadi Bioscience, Inc. [ AADI ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <u>CHIEF MEDICAL OFFICER</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O AADI BIOSCIENCE, INC. 17383 SUNSET BOULEVARD, SUITE A250			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) PACIFIC PALISADES CA 90272			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
(City)	(State)	(Zip)						

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				

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)	\$1.92	03/01/2024		A		76,813		(1)	03/01/2034	Common Stock	76,813	\$0	76,813	D	
Stock option (right to buy)	\$1.92	03/01/2024		A		60,000		(2)	03/01/2034	Common Stock	60,000	\$0	60,000	D	
Restricted Stock Units	(3)	03/01/2024		A		30,000		(4)	(4)	Common Stock	30,000	\$0	30,000	D	

Explanation of Responses:

- One hundred percent (100%) of the shares subject to the option shall be fully vested on the Grant Date, subject to such Reporting Person continuing to be a Service Provider (as defined in the Issuer's 2021 Equity Incentive Plan) through the Grant Date. "Grant Date" shall mean March 1, 2024. This option comprises a portion of the Reporting Person's bonus for 2023 performance.
- Subject to the Reporting Person continuing to be a Service Provider (as defined in the Issuer's 2021 Equity Incentive Plan) through each applicable date, twenty five percent (25%) of the shares subject to the option shall vest on the one-year anniversary of the Vesting Commencement Date and 1/48th of the total shares subject to the option shall vest every month thereafter such that all shares subject to the option shall be fully vested on the four-year anniversary of the Vesting Commencement Date. "Vesting Commencement Date" shall mean March 1, 2024.
- Each restricted stock unit ("RSU") represents a contingent right to receive one share of Aadi Bioscience, Inc. Common Stock.
- Subject to the Reporting Person continuing to be a Service Provider (as defined in the Issuer's 2021 Equity Incentive Plan) through each applicable date, twenty five percent (25%) of the shares subject to the award shall vest on the one-year anniversary of the Vesting Commencement Date, and twenty five percent (25%) of the shares subject to the award shall vest each of the next three Vesting Commencement Date anniversaries thereafter. "Vesting Commencement Date" shall mean March 1, 2024.

/s/ Stephen Rodin, as Attorney-in-Fact 03/04/2024

\*\* 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.