

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Calkins Daniel</u>  (Last) (First) (Middle) <u>C/O VERASTEM, INC.,</u> <u>117 KENDRICK ST., SUITE 500</u>  (Street) <u>NEEDHAM MA 02494</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/31/2022</u>	3. Issuer Name and Ticker or Trading Symbol <u>Verastem, Inc. [ VSTM ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President of Finance</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>99,837<sup>(1)(2)</sup></u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option (right to buy)</u>	<u>(3)</u>	<u>01/02/2029</u>	<u>Common Stock</u>	<u>7,583</u>	<u>3.61</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(4)</u>	<u>06/21/2029</u>	<u>Common Stock</u>	<u>10,000</u>	<u>1.81</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(5)</u>	<u>12/20/2029</u>	<u>Common Stock</u>	<u>20,000</u>	<u>1.33</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(6)</u>	<u>04/01/2030</u>	<u>Common Stock</u>	<u>10,000</u>	<u>2.48</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(7)</u>	<u>01/04/2031</u>	<u>Common Stock</u>	<u>9,000</u>	<u>2.2</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(8)</u>	<u>12/23/2031</u>	<u>Common Stock</u>	<u>22,500</u>	<u>2.31</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(9)</u>	<u>10/03/2032</u>	<u>Common Stock</u>	<u>52,500</u>	<u>0.87</u>	<u>D</u>	

**Explanation of Responses:**

1. Includes 51,688 restricted stock units ("RSUs"). Each RSU represents the right to receive one share of common stock upon vesting. The RSUs vest as follows: (i) 1,688 RSUs vest as to 11% of the underlying shares on January 4, 2023, and as to an additional 11% of such shares at the end of each successive three month period until January 4, 2025; (ii) 15,000 RSUs vest as to 25% of the underlying shares on December 23, 2022, and as to an additional 6.25% of the shares at the end of each successive three-month period until December 23, 2025; and (iii) 35,000 RSUs vest as to 25% of the underlying shares on September 19, 2023, and as to an additional 6.25% of the shares at the end of each successive three-month period thereafter until September 19, 2026.

2. In each case the number of shares vesting on each vesting date is rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest, and in each case provided that the Reporting Person continues to serve as an employee of other service provider to the Issuer on each such vesting date.

3. The options vested as to 20% of the shares on December 10, 2019 and vest as to an additional 5.0% at the end of each successive three-month period thereafter until December 10, 2023 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

4. The options vested as to 50% of the shares on June 21, 2020 and as to an additional 12.5% at the end of each successive three-month period thereafter until June 21, 2021 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

5. The options vested as to 25% of the shares on December 20, 2020 and vest as to an additional 6.25% at the end of each successive three-month period thereafter until December 20, 2023 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

6. The options vested as to 25% of the shares on March 9, 2021 and vest as to an additional 6.25% at the end of each successive three-month period thereafter until March 9, 2024 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

7. The options vested as to 25% of the shares on January 4, 2022 and vest as to an additional 6.25% at the end of each successive three-month period thereafter until January 4, 2025 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

8. The options vest as to 25% of the shares on December 23, 2022 and vest as to an additional 6.25% at the end of each successive three-month period thereafter until December 23, 2025 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

9. The options vest as to 25% of the shares on September 19, 2023 and vest as to an additional 6.25% at the end of each successive three-month period thereafter until September 19, 2026 (with the number of shares vesting on each vesting date rounded down to the nearest whole share, except with respect to the final vesting date on which all remaining unvested shares shall vest), provided that the Reporting Person continues to serve as an employee of or other service provider to the Issuer on each such vesting date.

**Remarks:**

Exhibit List Exhibit 24 -Power of Attorney

/s/ Daniel Calkins

11/08/2022

\*\* 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 5 (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.**

## Exhibit 24 to Form 3

## POWER OF ATTORNEY

I, Daniel Calkins, hereby authorize and designate each of Brian Stuglik, and Dan Paterson, signing singly, as my true and lawful attorney-in-fact to:

(1) execute for and on my behalf, in my capacity as an officer of Verastem, Inc. (the "Company"), Form ID and Forms 3, 4 and 5, in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on my behalf which may be necessary or desirable to complete and execute any such Form ID or Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the Securities and Exchange Commission, any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my best interest, or legally required of me, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

I hereby further grant to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitutes or revocation, hereby ratifying and confirming all that such attorney-in fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. I hereby acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until I am no longer required to file Form ID or Forms 3, 4 and 5 with respect to my holdings of and transactions in securities issued by the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be duly executed as of this 7th day of November, 2022.

/s/ Daniel Calkins

\_\_\_\_\_  
Daniel Calkins

---