FORM 3

BIOTECHNOLOGY VALUE FUND L P

(Middle)

(First)

44 MONTGOMERY STREET

(Last)

(Street)

40TH FL

# UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

### **OMB APPROVAL** 3235-

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OMB Number:

#### hours per response: 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 3. Issuer Name and Ticker or Trading Symbol 2. Date of Event 1. Name and Address of Reporting Person\* Requiring Statement Verastem, Inc. [ VSTM ] **BVF PARTNERS L P/IL** (Month/Day/Year) 01/25/2022 4. Relationship of Reporting Person(s) to 5. If Amendment, Date of Original (Last) (First) (Middle) Filed (Month/Day/Year) **44 MONTGOMERY STREET** (Check all applicable) Director X 10% Owner 40TH FL 6. Individual or Joint/Group Filing Officer (give Other (specify (Check Applicable Line) title below) below) Form filed by One Reporting (Street) Person **SAN** Form filed by More than One FRANCISCO CA 94104 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security (Instr. 4) 2. Amount of Securities 3. Ownership 4. Nature of Indirect Beneficial Beneficially Owned (Instr. Form: Direct Ownership (Instr. 5) (D) or Indirect (I) (Instr. 5) 10,753,294 Common Stock(1)  $D^{(2)}$ Common Stock(1)  $D^{(3)}$ 7,883,287 Common Stock(1) 994,353 **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 3. Title and Amount of Securities 6. Nature of **Expiration Date Underlying Derivative Security** Conversion Ownership **Indirect Beneficial** (Month/Day/Year) (Instr. 4) or Exercise Form: Ownership (Instr. Direct (D) Price of Amount Derivative or Indirect or Security (I) (Instr. 5) Number **Expiration** Date of Title Shares Exercisable Date 1. Name and Address of Reporting Person\* **BVF PARTNERS L P/IL** (Middle) (Last) (First) 44 MONTGOMERY STREET 40TH FL (Street) **SAN** CA 94104 **FRANCISCO** (City) (State) (Zip) 1. Name and Address of Reporting Person\*

(City)	(State)	(Zip)
1. Name and Addro		Person*
BVF I GP L		
(Last)	(First)	(Middle)
44 MONTGON	MERY ST., 407	TH FLOOR
(Street)		
SAN FRANCISCO	CA	94104
(City)	(State)	(Zip)
1. Name and Addre		
		ALUE FUND II
(Last)	(First)	(Middle)
44 MONTGON	MERY STREE	Γ
40TH FL		
(Street)		
FRANCISCO	CA	94104
(City)	(State)	(Zip)
1. Name and Addr	ess of Reporting	Person <sup>*</sup>
BVF II GP I	<u>LC</u>	
-		(Middle)
(Last)	(First)	(wildule)
(Last) 44 MONTGON	, ,	, ,
	,	, ,
44 MONTGON  (Street) SAN	,	, ,
44 MONTGON (Street)	MERY ST., 407	TH FLOOR
(Street) SAN FRANCISCO (City)	CA (State)	94104 (Zip)
(Street) SAN FRANCISCO (City)  1. Name and Addre	CA  (State)  ess of Reporting	94104 (Zip)
(Street) SAN FRANCISCO (City)  1. Name and Address Biotechnology	CA  (State) ess of Reporting	94104 (Zip) Person* ading Fund OS LP
(Street) SAN FRANCISCO (City)  1. Name and Addre	CA  (State) ess of Reporting gy Value Tr  (First)	94104  (Zip)  Person* ading Fund OS LP  (Middle)
(Street) SAN FRANCISCO (City)  1. Name and Addred Biotechnology (Last) P.O. BOX 309	CA  (State) ess of Reporting gy Value Tr  (First)	94104  (Zip)  Person* ading Fund OS LP  (Middle)
(Street) SAN FRANCISCO (City)  1. Name and Addre Biotechnolog (Last)	CA  (State) ess of Reporting gy Value Tr  (First) UGLAND HO	94104  (Zip)  Person* ading Fund OS LP  (Middle)  USE
(Street) SAN FRANCISCO (City)  1. Name and Addre Biotechnolog (Last) P.O. BOX 309	CA  (State) ess of Reporting gy Value Tr  (First)	94104  (Zip)  Person* ading Fund OS LP  (Middle)
(Street) SAN FRANCISCO (City)  1. Name and Addre Biotechnolog (Last) P.O. BOX 309 (Street) GRAND	CA  (State) ess of Reporting gy Value Tr  (First) UGLAND HO	94104  (Zip)  Person* ading Fund OS LP  (Middle)  USE
(Street) SAN FRANCISCO (City)  1. Name and Addre Biotechnolog (Last) P.O. BOX 309 (Street) GRAND CAYMAN (City)  1. Name and Addre	CA  (State) ess of Reporting gy Value Tr  (First) UGLAND HO  E9  (State) ess of Reporting	94104  (Zip)  Person* ading Fund OS LP  (Middle)  USE  KY1-1104  (Zip)
(Street) SAN FRANCISCO (City)  1. Name and Addred Biotechnology (Last) P.O. BOX 309 (Street) GRAND CAYMAN (City)	CA  (State) ess of Reporting gy Value Tr  (First) UGLAND HO  E9  (State) ess of Reporting	94104  (Zip)  Person* ading Fund OS LP  (Middle)  USE  KY1-1104  (Zip)
(Street) SAN FRANCISCO (City)  1. Name and Addre Biotechnolog (Last) P.O. BOX 309 (Street) GRAND CAYMAN (City)  1. Name and Addre	CA  (State) ess of Reporting gy Value Tr  (First) UGLAND HO  E9  (State) ess of Reporting	94104  (Zip)  Person* ading Fund OS LP  (Middle)  USE  KY1-1104  (Zip)

GRAND CAYMAN	E9	KY1-1104		
(City)	(State)	(Zip)		
1. Name and Address of Reporting Person*  BVF GP HOLDINGS LLC				
(Last) 44 MONTGOM	(First) ERY ST., 40TH F	(Middle) FLOOR		
(Street) SAN FRANCISCO	CA	94104		
(City)	(State)	(Zip)		
Name and Address of Reporting Person*     BVF INC/IL				
(Last) 44 MONTGOM 40TH FL	(First) ERY STREET	(Middle)		
(Street) SAN FRANCISCO	CA	94104		
(City)	(State)	(Zip)		
1. Name and Address of Reporting Person*  LAMPERT MARK N				
(Last) 44 MONTGOM 40TH FL	(First) ERY STREET	(Middle)		
(Street) SAN FRANCISCO	CA	94104		
(City)	(State)	(Zip)		

### **Explanation of Responses:**

- 1. This Form 3 is filed jointly by Biotechnology Value Fund, L.P. ("BVF"), Biotechnology Value Fund II, L.P. ("BVF2"), Biotechnology Value Trading Fund OS LP ("Trading Fund OS"), BVF Partners OS Ltd. ("Partners OS"), BVF I GP LLC ("BVF GP"), BVF II GP LLC ("BVF2 GP"), BVF GP Holdings LLC ("BVF GPH"), BVF Partners L.P. ("Partners"), BVF Inc. and Mark N. Lampert (collectively, the "Reporting Persons"). Each of the Reporting Persons is a member of a Section 13(d) group. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.
- 2. Securities owned directly by BVF. As the general partner of BVF, BVF GP may be deemed to beneficially own the securities owned directly by BVF. As the sole member of BVF GP, BVF GPH may be deemed to beneficially own securities owned directly by BVF. As the investment manager of BVF, Partners may be deemed to beneficially own the securities owned directly by BVF. As the investment adviser and general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by BVF. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by BVF.
- 3. Securities owned directly by BVF2. As the general partner of BVF2, BVF2 GP may be deemed to beneficially own the securities owned directly by BVF2. As the sole member of BVF2 GP, BVF GPH may be deemed to beneficially own securities owned directly by BVF2. As the investment manager of BVF2, Partners may be deemed to beneficially own the securities owned directly by BVF2. As the investment adviser and general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by BVF2. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by BVF2.
- 4. Securities owned directly by Trading Fund OS. As the general partner of Trading Fund OS, Partners OS may be deemed to beneficially own the securities owned directly by Trading Fund OS. As the investment manager of Trading Fund OS and the sole member of Partners OS, Partners may be deemed to beneficially own the securities owned directly by Trading Fund OS. As the investment adviser and general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by Trading Fund OS. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by Trading Fund OS.

BVF Partners L.P., By:
BVF Inc., its general
partner, By: /s/ Mark N.
Lampert, President
Biotechnology Value
Fund, L.P., By: BVF I GP
LLC, its general partner,
By: /s/ Mark N. Lampert,
Chief Executive Officer

BVF I GP LLC, By: /s/ Mark N. Lampert, Chief 02/07/2022 Executive Officer Biotechnology Value Fund II, L.P., By: BVF II GP 02/07/2022 LLC, its general partner, By: /s/ Mark N. Lampert, **Chief Executive Officer** BVF II GP LLC, By: /s/ Mark N. Lampert, Chief 02/07/2022 **Executive Officer** BVF Partners OS Ltd., By: BVF Partners L.P., its sole member, By: BVF Inc., its 02/07/2022 general partner, By: /s/ Mark N. Lampert, **President** Biotechnology Value Trading Fund OS LP, By: BVF Partners L.P., its investment manager, BVF 02/07/2022 Inc., its general partner, By: /s/ Mark N. Lampert, **President** BVF GP Holdings LLC, By: /s/ Mark N. Lampert, 02/07/2022 **Chief Executive Officer** 02/07/2022 Lampert, President /s/ Mark N. Lampert 02/07/2022

BVF Inc., By: /s/ Mark N.

\*\* Signature of Reporting Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).