SEC Form 4

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

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

BEN-MAIMON CAROLE

(Last) (First) (Middle)

C/O LARIMAR THERAPEUTICS, INC.

THREE BALA PLAZA EAST, SUITE 506

(Street)

BALA CYNWYD PA 19004

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Larimar Therapeutics, Inc. [LRMR]

Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)

11/11/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director ☐ 10% Owner

☑ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)

☑ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

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	Amount	(A) or (D)	Price			
Common Stock	11/11/2026		P		18,050(1)	A	$2.7675(2)	386,326	D	
Common Stock								31,155	I	By Trust(3)
Common Stock								31,155	I	By Trust(4)
Common Stock								31,156	I	By Trust(5)
Common Stock								31,156	I	By Trust(6)
Common Stock								31,156	I	By Trust(7)

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	Amount or Number of Shares				

Explanation of Responses:

1. Each share is represented by a restricted stock unit ("RSU"). Each RSU represents a contingent right to receive one share of the Issuer's Common Stock upon settlement.

2. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $2.765 to $2.77, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth herein.

3. Represents shares held by the Irrevocable Deed of Trust of Carole S. Ben-Maimon for the Benefit of Meadow Lainey Ben-Maimon ("Meadow Trust"), of which the Reporting Person serves as trustee. The Reporting Person disclaims Section 16 beneficial ownership of the shares held by the Meadow Trust except to the extent of her pecuniary interest therein, if any, and this report shall not be deemed to be an admission that she has beneficial ownership of such shares for Section 16 or any other purpose.

4. Represents shares held by the Irrevocable Deed of Trust of Carole S. Ben-Maimon for the Benefit of Olivia Liat Stein ("Olivia Trust"), of which the Reporting Person serves as trustee. The Reporting Person disclaims Section 16 beneficial ownership of the shares held by the Olivia Trust except to the extent of her pecuniary interest therein, if any, and this report shall not be deemed to be an admission that she has beneficial ownership of such shares for Section 16 or any other purpose.

5. Represents shares held by the Irrevocable Deed of Trust of Carole S. Ben-Maimon for the Benefit of Ella Bar Stein ("Ella Trust"), of which the Reporting Person serves as trustee. The Reporting Person disclaims Section 16 beneficial ownership of the shares held by the Ella Trust except to the extent of her pecuniary interest therein, if any, and this report shall not be deemed to be an admission that she has beneficial ownership of such shares for Section 16 or any other purpose.

6. Represents shares held by the Irrevocable Deed of Trust of Carole S. Ben-Maimon for the Benefit of Romi Aleeza Stein ("Romi Trust"), of which the Reporting Person serves as trustee. The Reporting Person disclaims Section 16 beneficial ownership of the shares held by the Romi Trust except to the extent of her pecuniary interest therein, if any, and this report shall not be deemed to be an admission that she has beneficial ownership of such shares for Section 16 or any other purpose.

7. Represents shares held by the Irrevocable Deed of Trust of Carole S. Ben-Maimon for the Benefit of Matzi Mark Ben-Maimon ("Matzi Trust"), of which the Reporting Person serves as trustee. The

Reporting Person disclaims Section 16 beneficial ownership of the shares held by the Matzi Trust except to the extent of her pecuniary interest therein, if any, and this report shall not be deemed to be an admission that she has beneficial ownership of such shares for Section 16 or any other purpose.

/s/ Jennifer Johansson, Attorney-in-fact	11/12/2026
** 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.