

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 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* <u>BEN-MAIMON CAROLE</u> (Last) (First) (Middle) C/O LARIMAR THERAPEUTICS, INC THREE BALA PLAZA EAST, SUITE 506 (Street) BALA PA 19004 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Larimar Therapeutics, Inc. [LRMR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 01/22/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	01/22/2025		A		91,000 ⁽¹⁾	A	\$0.00	387,208	D	
Common Stock								12,248	I	By Trust ⁽²⁾
Common Stock								12,249	I	By Trust ⁽³⁾
Common Stock								12,249	I	By Trust ⁽⁴⁾

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					
Stock Option (Right to Buy)	\$3.46	01/22/2025		A		546,000		(5)	01/22/2035	Common Stock	546,000	546,000	D	

Explanation of Responses:

- 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.
- 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.
- 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.
- 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.
- The option vests 25% on January 22, 2026, with the remaining 75% vesting in equal monthly installments on the last day of each of the 36 calendar months immediately following such date, subject to the Reporting Person's continued service with the Issuer through the applicable vesting date.

/s/ Jennifer Johansson,
Attorney-in-fact

01/24/2025

** 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.