SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

☐ 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*

Catalio Capital Management, LP

(Last) (First) (Middle)

512 W. 22ND STREET

5TH FLOOR

(Street)

NEW YORK NY 10011

(City) (State) (Zip)

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

Iambic Therapeutics, Inc. [IAM]

Foreign Trading Symbol

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

10/16/2026

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)

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	10/16/2026		C		1,995,749	A	(1)(2)(3)	1,995,749	I	See footnote(4)
Common Stock	10/16/2026		C		1,458,290	A	(5)	1,458,290	I	See footnote(6)
Common Stock	10/16/2026		C		742,546	A	(7)	742,546	I	See footnote(8)

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				
Series A Convertible Preferred Stock	(1)	10/16/2026		C			1,141,878	(1)	(1)	Common Stock	1,141,878	$0	0	I	See foonote(4)
Series B Convertible Preferred Stock	(2)	10/16/2026		C			731,187	(2)	(2)	Common Stock	731,187	$0	0	I	See footnote(4)
Series B-3 Convertible Preferred Stock	(3)	10/16/2026		C			122,684	(3)	(3)	Common Stock	122,684	$0	0	I	See footnote(4)
Series B-4 Convertible Preferred Stock	(5)	10/16/2026		C			1,458,290	(5)	(5)	Common Stock	1,458,290	$0	0	I	See footnote(6)
Convertible Promissory Notes	(7)	10/16/2026		C			742,546	10/16/2026	08/14/2028	Common Stock	742,546	$0	0	I	See footnote(8)

1. Name and Address of Reporting Person*

Catalio Capital Management, LP

(Last) (First) (Middle)

512 W. 22ND STREET

5TH FLOOR

(Street)

NEW YORK NY 10011

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Catalio Nexus Fund III, LP

(Last)	(First)	(Middle)
512 W. 22ND STREET 5TH FLOOR		
(Street)		
NEW YORK	NY	10011
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Catalio Access Fund VIII, LLC

(Last)	(First)	(Middle)
512 W. 22ND STREET 5TH FLOOR		
(Street)		
NEW YORK	NY	10011
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Catalio BH SPV, LLC

(Last)	(First)	(Middle)
512 W. 22ND STREET, 5TH FLOOR		
(Street)		
NEW YORK	NY	10011
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Petrocheilos George C

(Last)	(First)	(Middle)
512 W. 22ND STREET 5TH FLOOR		
(Street)		
NEW YORK	NY	10011
(City)	(State)	(Zip)

Explanation of Responses:

1. Each share of Series A Convertible Preferred Stock automatically converted into Common Stock on a one-to-one basis immediately prior to the completion of the Issuer's initial public offering of Common Stock and had no expiration date.

2. Each share of Series B Convertible Preferred Stock automatically converted into Common Stock on a one-to-one basis immediately prior to the completion of the Issuer's initial public offering of Common Stock and had no expiration date.

3. Each share of Series B-3 Convertible Preferred Stock automatically converted into Common Stock on a one-to-one basis immediately prior to the completion of the Issuer's initial public offering of Common Stock and had no expiration date.

4. The shares are held of record by Catalio Nexus Fund III, LP, or Catalio Nexus. Catalio Capital Management, LP, or Catalio Capital Mgmt, a registered investment adviser, is the investment manager for Catalio Nexus. R. Jacob Vogelstein and George C. Petrocheilos are managing partners of Catalio Capital Mgmt. Messrs. Vogelstein and Petrocheilos share voting and dispositive power with respect to the shares held by Catalio Nexus. Catalio Capital Mgmt, Mr. Vogelstein and Mr. Petrocheilos each disclaim beneficial ownership of any of the reported securities, except to the extent of their pecuniary interest therein, if any.

5. Each share of Series B-4 Convertible Preferred Stock automatically converted into Common Stock on a one-to-one basis immediately prior to the completion of the Issuer's initial public offering of Common Stock and had no expiration date.

6. The shares are held of record by Catalio Access Fund VIII, LLC, or Catalio Access. Catalio Capital Mgmt provides investment management services for Catalio Access. R. Jacob Vogelstein and George C. Petrocheilos are managing partners of Catalio Capital Mgmt. Messrs. Vogelstein and Petrocheilos share voting and dispositive power with respect to the shares held by Catalio Access. Catalio Capital Mgmt, Mr. Voglestein and Mr. Petrocheilos each disclaim beneficial ownership of any of the reported securities, except to the extent of their pecuniary interest therein, if any.

7. The conversion price was equal to 85% of the Issuer's initial public offering price of $16.00 per share (reflecting a 15% discount).

8. The shares are held of record by Catalio BH SPV, LLC, or Catalio SPV. Catalio Capital Mgmt is the investment manager for Catalio SPV. R. Jacob Vogelstein and George C. Petrocheilos are managing partners of Catalio Capital Mgmt. Messrs. Vogelstein and Petrocheilos share voting and dispositive power with respect to the shares held by Catalio SPV. Catalio Capital Mgmt, Mr. Vogelstein and Mr. Petrocheilos each disclaim beneficial ownership of any of the reported securities, except to the extent of their pecuniary interest therein, if any.

Remarks:

The Reporting Persons' beneficial ownership has fallen below ten percent. As a result, the Reporting Persons are no longer subject to Section 16 in connection with its transactions in the equity securities of the Issuer and therefore will no longer report any such transactions on Form 4 or Form 5.

/s/ Olga Maltseva, Chief Compliance Officer of Catalio Capital Management, LP	10/19/2026
/s/ Olga Maltseva, Chief Compliance Officer of Catalio Capital Management, LP, Manager of Catalio Nexus Fund III, LP	10/19/2026
/s/ Olga Maltseva, Chief Compliance Officer of Catalio Capital Management, LP, Manager of Catalio Access Fund VIII, LLC	10/19/2026

/s/ Olga Maltseva, Chief Compliance Officer of Catalio Capital Management, LP, Manager of Catalio Access Fund VIII, LLC	10/19/2026
/s/ George C. Petrocheilos, individually	10/19/2026
** 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.