

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).

1. Name and Address of Reporting Person* <u>PARMAR KUSH</u> (Last) (First) (Middle) <u>C/O VOR BIOPHARMA INC.</u> <u>100 CAMBRIDGEPARK DRIVE, SUITE 400</u> (Street) <u>CAMBRIDGE MA 02140</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vor Biopharma Inc. [VOR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/05/2021</u>	
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	02/09/2021		C		3,308,822	A	(1)	3,308,822	I	See footnote ⁽²⁾
Common Stock	02/09/2021		C		1,414,026	A	(1)	4,722,848	I	See footnote ⁽²⁾
Common Stock	02/09/2021		P		111,111	A	\$18	4,833,959	I	See footnote ⁽²⁾
Common Stock	02/09/2021		C		1,414,026	A	(1)	1,414,026	I	See footnote ⁽³⁾
Common Stock	02/09/2021		P		444,444	A	\$18	1,858,470	I	See footnote ⁽³⁾

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				
Stock Option (right to buy)	\$18	02/05/2021		A		16,900		(4)	02/04/2031	Common Stock	16,900	\$0.00	16,900	D	
Series A-2 Preferred Stock	(1)	02/09/2021		C		45,000,000		(1)	(1)	Common Stock	3,308,822	\$0.00	0	I	See footnote ⁽²⁾
Series B Preferred Stock	(1)	02/09/2021		C		19,230,768		(1)	(1)	Common Stock	1,414,026	\$0.00	0	I	See footnote ⁽²⁾
Series B Preferred Stock	(1)	02/09/2021		C		19,230,768		(1)	(1)	Common Stock	1,414,026	\$0.00	0	I	See footnote ⁽³⁾

Explanation of Responses:

- Each share of Series A-2 Preferred Stock and Series B Preferred Stock automatically converted into shares of Common Stock upon the closing of the Issuer's initial public offering for no additional consideration, on a 13.6 for-one basis, and had no expiration date.
- The shares are directly held by 5AM Ventures VI, L.P. 5AM Partners VI, LLC is the general partner of 5AM Ventures VI, L.P. The Reporting Person is a managing member of 5AM Partners VI, LLC, and may be deemed to share voting and dispositive power over the shares held by 5AM Ventures VI, L.P. The reporting person disclaims beneficial ownership of the reported securities, except to the extent of his pecuniary interest therein.
- The shares are directly held by 5AM Opportunities I, L.P. 5AM Opportunities I (GP), LLC is the general partner of 5AM Opportunities I, L.P. The Reporting Person is a managing member of 5AM Opportunities I (GP), LLC, and may be deemed to share voting and dispositive power over the shares held by 5AM Opportunities I, L.P. The reporting person disclaims beneficial ownership of the reported securities, except to the extent of his pecuniary interest therein.
- 1/36th of the shares underlying the option vest in equal monthly installments commencing on March 5, 2021, provided that the Reporting Person remains continuously engaged by the Issuer on each such vesting date.

Remarks:

/s/ Jason Minio, Attorney-in-Fact 02/09/2021

** 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.