## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C	20549
vvasiliigton,	D.C.	20343

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Instructi	ion 1(b).				Filed p	orSo	nt to S	Section 16(a 30(h) of the	a) of the S	ecuri	ties Exchar	nge Ad	ot of 19	34					
1. Name and		Reporting Person*				. Issue	r Nam	ne <b>and</b> Tick erapeuti	er or Trad	ling S	ymbol	01 19	40		elationship eck all appli Direct	cable)	ng Perso	, ,	
(Last) (First) (Middle) C/O ACCESS INDUSTRIES, INC. 40 WEST 57TH STREET, 28TH FL					3. Date of Earliest Transaction (Month/Day/Year)  08/12/2021  Officer (give title below)  below)  Other (specify below)														
(Street) NEW YO			10019		4.	. If Am	endm	ent, Date o	f Original	Filed	(Month/Day	y/Year	·)		Form	filed by Or	ie Repoi	rting Persor	nlicable Line) n ting Person
(City)	(Si	tate)	(Zip)																
1 Title of C	a avvita / Umate		able I - No	_		_		rities Ac	quired	, Dis	1					unt of	e o	marahin	7. Nature of
1. Title of Security (Instr. 3)  2. Transa Date (Month/I				Day/Year)		Execution Date, if any (Month/Day/Year)		action (Instr.	4. Securit Disposed	Of (D	(Instr	(A) or . 3, 4 and 5)		es ially Owned ng	Form (D) o	mership : Direct r Indirect str. 4)	Indirect Beneficial Ownership (Instr. 4)		
									Code	٧	Amount		(A) or (D)	Price	Transac (Instr. 3	tion(s)	_		(111511.4)
Common				_	3/12/20 3/12/20				C <sup>(1)</sup>		4,209,4		A	\$0.00	<del>-                                    </del>	09,400	-	D <sup>(2)</sup>	
			Table II -	Der	ivativ	re Se					osed of	, or I	 Bene	ficially (					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	ate,	4. Transa Code ( 8)	action	5. N Deri Sec Acq or D	umber of ivative urities uired (A) bisposed of (Instr. 3, 4 5)	T .	Exerci on Dat	sable and te	7. Ti Sec Deri	tle and urities	Amount of Underlying Security		deriva Securi Benefi Owned Follow Report	ties cially I ving ted	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficia Ownersh tt (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title		Amount or Number of Shares		Transa (Instr.	ection(s) 4)		
Series A Redeemable Convertible Preferred Stock	(1)	08/12/2021			C <sup>(1)</sup>			3,568,375	(1)		(1)		nmon ock	3,568,37	5 \$0.00		0	D <sup>(2)</sup>	
Series B Redeemable Convertible Preferred Stock	(1)	08/12/2021			C <sup>(1)</sup>			641,025	(1)		(1)		nmon ock	641,025	\$0.00		0	D <sup>(2)</sup>	
1. Name and		Reporting Person*	,					,							,	,		•	•
(Last)	ESS INDU	(First) STRIES, INC. REET, 28TH FL	(Middl	e)															
(Street) NEW YO	)RK	NY	10019	9															
(City)		(State)	(Zip)																
		Reporting Person* S Holdings LI	<u>.C</u>																
1		(First) STRIES, INC. REET, 28TH FL	(Middl	e)															
(Street) NEW YO	)RK	NY	10019	9															
(City)		(State)	(Zip)																
1		Reporting Person*	JAGEME	NT:	LLC	:													

(Middle)

(First)

C/O ACCESS INDUSTRIES, INC.

(Last)

40 WEST 57TH STREET, 28TH FLOOR								
(Street) NEW YORK	NY	10019						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  Blavatnik Len								
(Last) (First) (Middle) C/O ACCESS INDUSTRIES, INC. 40 WEST 57TH STREET, 28TH FL								
(Street) NEW YORK	NY	10019						
(City)	(State)	(Zip)						

#### **Explanation of Responses:**

- 1. Each share of Series A Redeemable Convertible Preferred Stock and Series B Redeemable Convertible Preferred Stock was automatically converted into one share of common stock upon the completion of Eliem Therapeutics, Inc.'s (the "Issuer") initial public offering and had no expiration date.
- 2. The securities reported are held directly by AI ETI LLC and may be deemed to be beneficially owned by Access Industries Holdings LLC ("AIH"), Access Industries Management, LLC ("AIM") and Len Blavatnik because AIH indirectly controls all of the outstanding voting interests in AI ETI LLC, AIM controls AIH and Mr. Blavatnik controls AIM and holds a majority of the outstanding voting interests in AIH. AIH, AIM and Mr. Blavatnik each disclaims beneficial ownership of these securities, except to the extent of its or his pecuniary interest therein, and this form shall not be construed as an admission that any such reporting person is the beneficial owner of any of the securities reported on this form.
- 3. Represents securities purchased in the Issuer's initial public offering.

## Remarks:

/s/ Alejandro Moreno for AI ETI LLC

s/ Alejandro Moreno for Access Industries Holdings LLC
/s/ Alejandro Moreno for Access Industries Management, LLC
/s/ Alejandro Moreno as
Attorney-in-Fact for Mr. 08/16/2021
Blavatnik
\*\* 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.