

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
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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* <u>Aghazadeh Behzad</u> <hr/> (Last) (First) (Middle) C/O AVORO CAPITAL ADVISORS LLC 110 GREENE STREET, SUITE 800 <hr/> (Street) NEW YORK NY 10012 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Aadi Bioscience, Inc. [ AADI ]</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) <input checked="" type="checkbox"/> Other (specify below) <p style="text-align: center;">See Remarks</p>
	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2025	
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			

**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
Pre-funded Warrant (right to buy)	\$0.0001	02/28/2025		A <sup>(1)</sup>		8,333,000		(2)	(2)	Common Stock	8,333,000	\$2.3999	8,333,000	I	See footnotes <sup>(3)(4)</sup>

1. Name and Address of Reporting Person\*  
Aghazadeh Behzad  


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 (Last) (First) (Middle)  
 C/O AVORO CAPITAL ADVISORS LLC  
 110 GREENE STREET, SUITE 800  


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 (Street)  
 NEW YORK NY 10012  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Avoro Capital Advisors LLC  


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 (Last) (First) (Middle)  
 110 GREENE STREET  
 SUITE 800  


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 (Street)  
 NEW YORK NY 10012  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Avoro Ventures LLC  


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 (Last) (First) (Middle)  
 110 GREEN STREET, SUITE 800  


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 (Street)  
 NEW YORK NY 10012  


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 (City) (State) (Zip)

(City) (State) (Zip)

**Explanation of Responses:**

1. The securities reported herein were acquired on behalf of accounts managed by Avoro Capital Advisors and Avoro Ventures (as defined below) directly from the Issuer in a private placement.
2. Subject to the terms and conditions set forth in the Pre-funded Warrant, the holder thereof may, at any time and from time to time on or after March 4, 2025, exercise the Pre-funded Warrant until it has been exercised in full. Pursuant to the terms of the Pre-Funded Warrant, the Reporting Persons cannot exercise any of the Pre-Funded Warrants to the extent the Reporting Persons would beneficially own, after any such exercise, more than 19.99% of the outstanding Common Stock (the "19.99% Blocker"). Consequently, at this time, the Reporting Persons are not able to exercise all the Pre-Funded Warrants due to the 19.99% Blocker.
3. This Form 4 is filed by Avoro Capital Advisors LLC, a Delaware limited liability company ("Avoro Capital Advisors"), Avoro Ventures LLC, a Delaware limited liability company ("Avoro Ventures") and Behzad Aghazadeh ("Dr. Aghazadeh", and together with Avoro Capital Advisors and Avoro Ventures, the "Reporting Persons"). Dr. Aghazadeh serves as the portfolio manager and controlling person of Avoro Capital Advisors and Avoro Ventures.
4. The filing of this statement shall not be deemed an admission that any Reporting Person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Act of 1934, as amended, or otherwise. Each of the Reporting Persons expressly disclaims beneficial ownership of the securities reported herein except to the extent of its or his pecuniary interest therein, if any.

**Remarks:**

Avoro Capital Advisors and Avoro Ventures may be deemed directors by deputization of the Issuer by virtue of the fact that Dr. Aghazadeh currently serves on the board of directors of the Issuer.

<u>Avoro Capital Advisors LLC,</u>	
<u>by: /s/ Scott Epstein, its Chief</u>	<u>03/04/2025</u>
<u>Operating Officer &amp; Chief</u>	
<u>Compliance Officer</u>	
<u>Avoro Ventures LLC, by: /s/</u>	
<u>Scott Epstein, its Chief</u>	<u>03/04/2025</u>
<u>Operating Officer &amp; Chief</u>	
<u>Compliance Officer</u>	
<u>/s/ Behzad Aghazadeh</u>	<u>03/04/2025</u>
** 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.**