FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

wasnington,	D.C.	20549	

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

1. Name and Address of Reporting Person\*

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

Socks D	d Address of David A	Phathom Pha	(Check all applicable)  X Director 10% Owner  Officer (give title Other (specify												
(Last) (First) (Middle) C/O PHATHOM PHARMACEUTICALS, INC. 100 CAMPUS DRIVE, SUITE 102				3. Date of Earliest Transaction (Month/Day/Year) 03/10/2021							Officer (give title Other (specify below) below)				
(Street) FLORHA PAK	AM NJ	0	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(Sta	ate) (2	Zip)												
Table I -			- Non-Derivat  2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities	s Acquire	of, or Benefici Acquired (A) or (D) (Instr. 3, 4 and 5)		5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
				Code V		Amount (A)		A) or Price		Reported Transaction(s) (Instr. 3 and 4)		(		(Instr. 4)	
Common S	Common Stock		03/10/2021		S <sup>(1)</sup>		2,425	D	\$48.3163 <sup>(2)</sup>		1,433,520		I	David Socks I 2013 Revoc Trust	
Common S	Stock		03/10/2021		S		7,844	D	\$49.02	203 <sup>(3)</sup>	1,42	5,676	I	Sc 20 R	avid A. ocks 013 evocable rust
Common S	Stock		03/10/2021		S		1,802	D	\$49.93	803 <sup>(4)</sup>	1,42	3,874	I	Sc 20 R	avid A. ocks 013 evocable rust
Common S	Stock		03/11/2021		S		41,698	D	\$47.18	309 <sup>(5)</sup>	1,38	2,176	I	Sc 20 R	avid A. ocks 013 evocable rust
Common S	Stock		03/11/2021		S		731	D	\$47.53	367 <sup>(6)</sup>	1,38	1,445	I	Sc 20 R	avid A. ocks 013 evocable rust
Common S	Stock		03/12/2021		S		500	D	\$46.	67	1,380,945		I		avid A. ocks 013 evocable rust
Common S	Stock		LL III Davidadi						D f			3.49	I		y 401(k) lan
		Ta	ble II - Derivativ e.g., put	e Securities A ts, calls, warra							Owne	d 			
Derivative Security (Instr. 3)	erivative Conversion Date E ecurity or Exercise (Month/Day/Year) if		Execution Date, if any	4. Transaction Code (Instr. 8) 5. Nur Of Deriv. Securi Acqui (A) or Dispo of (D) (Instr.	ative ities red	xpiration	Exercisable ai on Date Day/Year)	Am Se Un De Se	Title and nount of curities derlying rivative curity (Insand 4)	De Se (Ir	Price of erivative ecurity istr. 5)	9. Number derivative Securitie Beneficia Owned Followin Reported Transact (Instr. 4)	e Oversially Diagrams g (I) ion(s)	vnership rm: rect (D) Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownershi (Instr. 4)

		Tal	ole II - Derivat (e.g., pu	l .				options,	onvertib	e se	ı or	1 -	d		
	2. Conversion		3A. Deemed Execution Date,	Code Transa	etion	of	n( <b>D)</b> r	Expiration D	ate	7itletl Amou		8. Price of Derivative	9. Number of derivative		11. Nature
		(Month/Day/Year) Form 4 were effected	if any (Month/Day/Year) pursuant to a Rule 1	<b>Code</b> ( 005-1 ti			ative rities inted b	(Month/Day/ by the reporting		Unde Deriv	rlying	Security (Instr. 5)	Securities Beneficially Owned	Form: Direct (D) or Indirect	Beneficial Ownership . (Instr. 4)
Phathom Phashares sold a 3. The price Company, ar	armaceuticals, I at each separate reported in Col	umn 4 is a weighted a inc. (the "Company"), price within the rang umn 4 is a weighted a ler of the Company, o te.	, any security holder e set forth in this foo average price. These	of the Conote.	ompany zere solo	/, Dispe of (D) - (Instr d মুন্দুম	<b>osed</b> fo ) r.3,4 ⊧ktiple t	of the Securities  - transactions at p	s and Exchang	ge <b>Cand</b> from \$4	1 <b>4)</b> sion, up 48.53 to \$4	on request, fu 7.50. The repo	ll <b>Reported</b> on reg <b>Transaction(s)</b> - (Instr. 4) orting person und	garding the nun - ertakes to prov	nber of - ide the
Company, ar range set for 5. The price Company, ar	ny security hold th in this footno reported in Col	umn 4 is a weighted a ler of the Company, o	r the staff of the Secu average price. These	ırities ar shares w	nd Exch vere solo	ange C d in mu	ommis	ssion, upon requerans	est, full infor	mation from \$4	regandingti or Number 46,50 to \$4	he number of  7.49. The repo	shares sold at eac  orting person und	ch separate price ertakes to prov	e within the . ide the

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.50 to \$47.67. The reporting person undertakes to provide the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

## Remarks:

/s/ Larry Miller, Attorney-in-Fact for David A. Socks 03/12/2021

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.