FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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

| 1. Name and Addre Blackman Sa | 1 0 | Person [*] | 2. Issuer Name and Ticker or Trading Symbol Day One Biopharmaceuticals, Inc. [DAWN] | (Check | tionship of Reporting Pe all applicable) Director Officer (give title | rson(s) to Issuer 10% Owner Other (specify |
|------------------------------------|-----------------------|-----------------------|---|------------------------|---|--|
| (Last) 395 OYSTER P | (First) OINT BLVD, | (Middle) SUITE 217 | 3. Date of Earliest Transaction (Month/Day/Year) 08/15/2022 | - X | below) Chief Medical (| below) |
| (Street) SOUTH SAN FRANCISCO | СА | 94080 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | ridual or Joint/Group Fili Form filed by One Re Form filed by More that Person | porting Person |
| (City) | (State) | (Zip) | rivative Securities Acquired Disposed of or Benefi | cially | | |

| 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) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
|---------------------------------|--|---|---|--|---------------------------|---|---------|---|---|---|--|--|--|
| | | | Code V | | Amount (A) or (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | |
| Common Stock | 08/15/2022 | | М | | 3,561 | A | \$0.00 | 1,300,279 | D | | | | |
| Common Stock | 08/16/2022 | | S | | 941 ⁽¹⁾ | D | \$24.31 | 1,299,338 | D | | | | |
| Common Stock | | | | | | | | 1,000,000 | Ι | See Footnote ⁽²⁾ | | | |

| Table II - Derivative Securities Acquired | , Disposed of, or Beneficially Owned |
|---|--------------------------------------|
| (e.g. puts calls warrants opt | ons, convertible securities) |

| (e.g., puts, cans, 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. Transa Code (8) | | of | | 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 | | | | |
| Restricted Stock Units | (3) | 08/15/2022 | | М | | | 3,561 | (4) | 01/17/2032 | Common Stock | 3,561 | \$0.00 | 15,439 | D | |

Explanation of Responses:

1. Represents the number of shares required to be sold by the Reporting Person to cover tax withholding obligations in connection with the settlement of restricted stock units ("RSUs").

2. The Reporting Person is the sole manager, and has shared voting and dispositive power with his wife as members. The Reporting Person continues to report beneficial ownership of all of the Issuer's Common Stock held by the 2021 Blackman Family LLC but disclaims beneficial ownership except to the extent of his and his wife's pecuniary interest therein.

3. Each RSU represents a contingent right to receive one share of the Issuer's Common Stock upon settlement.

4. The RSUs will vest as to 1/12 of the total award in quarterly installments on February 15th, May 15th, August 15th, and November 15th, subject to the Reporting Person's continued service to the Issuer on each vesting date.

Remarks:

/s/ Charles N. York II, Attorney-in-Fact

08/17/2022

** 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.