# **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# **SCHEDULE 13G**

### (Amendment No. 1)\*

# Larimar Therapeutics, Inc.

(Name of Issuer)

Common Stock, \$0.001 par value (Title of Class of Securities)

# <u>517125100</u>

## (CUSIP Number)

## December 31, 2020 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

 $\boxtimes$  Rule 13d-1(c)

□ Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

P No. 5171	125100			13G	Page 2 of 10 Pages
1	NAME OF REP	ORTING PE	ERSONS		
	Moshe Arkin				
2		PPROPRIA	TE BOX IF A MEMBEI	R OF A GROUP (See instructions)	
	(a) 🗆				
	(b) 🗵				
3	SEC USE ONLY	r			
4	CITIZENSHIP C	OR PLACE	OF ORGANIZATION		
	Israel				
		5	SOLE VOTING PC	OWER	
NUMB	ER OF				
SHA		6	SHARED VOTING	POWER	
BENEFI OWNE					
EA	СН	7	SOLE DISPOSITIV	/E POWER	
REPOI PERSOI					
I EKSOI	• ••••	8	SHARED DISPOSI	TIVE POWER	
9	ACCRECATE A	MOUNT B	FNEFICIALLY OWNE	D BY EACH REPORTING PERSON	
5					
10	CHECK IF THE	AGGREGA	ATE AMOUNT IN ROV	V (9) EXCLUDES CERTAIN SHARES	(See instructions)
11	PERCENT OF C	LASS REP	RESENTED BY AMOU	JNT IN ROW 9	
	0.00%				
12		RTING PE	RSON (See instructions)		
			````		
	IN				

J <b>SIP No. 517</b> 1	125100			13G	Page 3 of 10 Pages
1	NAME OF REPO	ORTING PE	CRSONS		
	Sphera Funds Ma	nagement I	Ltd.		
2				R OF A GROUP (See instructions)	
3	SEC USE ONLY				
4	CITIZENSHIP O	R PLACE (	OF ORGANIZATION		
	Israel				
		5	SOLE VOTING P	OWER	
NUMB		6	SHARED VOTIN	G POWER	
SHA BENEFI					
OWNE EA		7	SOLE DISPOSITI	VE POWER	
REPOR	RTING				
PERSO	N WITH	8	SHARED DISPOS	SITIVE POWER	
9	AGGREGATE A	MOUNT B	ENEFICIALLY OWN	ED BY EACH REPORTING PERSON	
10	CHECK IF THE	AGGREGA	ATE AMOUNT IN RO	W (9) EXCLUDES CERTAIN SHARES	5 (See instructions)
11		LASS REP	RESENTED BY AMO	UNT IN ROW 9	
	0.00%				
12		RTING PEI	RSON (See instructions	3)	
	СО				

SIP No. 517	125100			13G	Page 4 of 10 Pages
1	NAME OF REPO	ORTING PE	ERSONS		
	Sphera Global He	althcare Gl	P Ltd.		
2	-			R OF A GROUP (See instructions)	
3	SEC USE ONLY				
4	CITIZENSHIP C	RPLACE	OF ORGANIZATION		
	Israel				
		5	SOLE VOTING P	OWER	
NUMB SHA		6	SHARED VOTIN	G POWER	
BENEFI	CIALLY				
OWNI EA		7	SOLE DISPOSITI	VE POWER	
REPOI	RTING				
PERSO	N WITH	8	SHARED DISPOS	SITIVE POWER	
9	AGGREGATE A	MOUNT B	ENEFICIALLY OWN	ED BY EACH REPORTING PERSON	
10	CHECK IF THE	AGGREGA	ATE AMOUNT IN RO	W (9) EXCLUDES CERTAIN SHARES	(See instructions)
11		LASS REP	RESENTED BY AMO	UNT IN ROW 9	
	0.00%				
12		RTING PEI	RSON (See instructions	i)	
	СО		•		
	0				

P No. 5171	25100			13G	Page 5 of 10 Pages
1	NAME OF REF	PORTING PE	CRSONS		
	Sphera Global H	Iealthcare M	anagement LP		
2	CHECK THE A (a) □ (b) ⊠	APPROPRIAT	TE BOX IF A MEMBER	OF A GROUP (See instructions)	
3	SEC USE ONL	Y			
4	CITIZENSHIP	OR PLACE	OF ORGANIZATION		
	Israel				
	•	5	SOLE VOTING POV	VER	
NUMB SHAI		6	SHARED VOTING F	POWER	
BENEFIC	CIALLY				
OWNE EAG		7	SOLE DISPOSITIVE	E POWER	
REPOF PERSON					
I LIGOI		8	SHARED DISPOSIT	IVE POWER	
9	AGGREGATE	AMOUNT B	ENEFICIALLY OWNED	BY EACH REPORTING PERSON	
10	CHECK IF THI	E AGGREGA	ATE AMOUNT IN ROW	(9) EXCLUDES CERTAIN SHARE	S (See instructions)
11	PERCENT OF	CLASS REP	RESENTED BY AMOUN	NT IN ROW 9	
	0.00%				
12	TYPE OF REPO	ORTING PEI	RSON (See instructions)		
	СО				

<b>Item 1.</b> (a)	Name of Issuer:
	Larimar Therapeutics, Inc.
(b)	Address of Issuer's Principal Executive Offices:
	Three Bala Plaza East, Suite 506, Bala Cynwyd, PA 19004
<b>Item 2.</b> (a)	Name of Person Filing:
	Moshe Arkin
	Sphera Funds Management Ltd.
	Sphera Global Healthcare GP Ltd.
	Sphera Global Healthcare Management LP
(b)	Address of Principal Business Office:
	Moshe Arkin – 6 Hachoshlim St., Herzelia, Israel
	Sphera Funds Management Ltd. – 21 Ha'arba'ah Street, Tel Aviv 64739, Israel
	Sphera Global Healthcare GP Ltd. – 21 Ha'arba'ah Street, Tel Aviv 64739, Israel
	Sphera Global Healthcare Management LP – 21 Ha'arba'ah Street, Tel Aviv 64739, Israel
(c)	<u>Citizenship</u> :
	Moshe Arkin – Israel
	Sphera Funds Management Ltd. – Israel
	Sphera Global Healthcare GP Ltd. – Israel
	Sphera Global Healthcare Management LP – Israel
(d)	Title of Class of Securities:
	Common Stock, \$0.001 par value
(e)	CUSIP Number:
	517125100
Item 3.	Not applicable.
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Item 4. <u>Ownership</u>
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(a) <u>Amount beneficially owned</u>:

See row 9 of cover page of each reporting person.

(b) <u>Percent of class</u>:

See row 11 of cover page of each reporting person

- (c) <u>Number of shares as to which such person has</u>:
  - (i) Sole power to vote or to direct the vote:

See row 5 of cover page of each reporting person

(ii) Shared power to vote or to direct the vote:

See row 6 of cover page of each reporting person and note in Item 4(a) above

(iii) Sole power to dispose or to direct the disposition of:

See row 7 of cover page of each reporting person

(iv) Shared power to dispose or to direct the disposition of:

See row 8 of cover page of each reporting person and note in Item 4(a) above

#### Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following  $\boxtimes$ .

Item 6. Ownership of More than Five Percent on Behalf of Another:

Not applicable.

 
 Item 7.
 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not applicable.

Item 8. Identification and Classification of Members of the Group:

Not applicable.

Item 9. <u>Notice of Dissolution of Group</u>:

Not applicable.

#### Item 10. <u>Certification</u>:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 10, 2021

#### **Moshe Arkin**

/s/ Moshe Arkin

By: Moshe Arkin

#### Sphera Funds Management Ltd.

/s/ Ori Goldfarb

By: Ori Goldfarb Title: Chief Executive Officer

#### Sphera Global Healthcare GP Ltd.

/s/ Ori Goldfarb

By: Ori Goldfarb Title: Chief Executive Officer

#### Sphera Global Healthcare Management LP

/s/ Doron Breen

By: Doron Breen Title: Managing Partner

## EXHIBIT NO. DESCRIPTION

Exhibit 1Joint Filing Agreement by and among the Reporting Persons, dated as of February 10, 2020 (incorporated herein by reference to<br/>Exhibit 1 to the Schedule 13G filed on February 11, 2020).