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

## **SCHEDULE 13G**

#### Under the Securities Exchange Act of 1934 (Amendment No. )\*

# **ORIC** Pharmaceuticals, Inc.

(Name of Issuer)

Common stock, \$0.0001 par value per share

(Title of Class of Securities)

68622P109

(CUSIP Number)

#### January 22, 2024

(Date of Event Which Requires Filing of this Statement)

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

- $\Box$  Rule 13d-1(b)
- $\boxtimes$  Rule 13d-1(c)
- $\Box$  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).

1.	Names of Reporting Persons			
	Venrock Healthcare Capital Partners III, L.P.			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) ⊠ (1)	) (b) 🗆		
3.	SEC Use Only			
4.	Citizenship or Place of Organization			
	Delaware	e		
		5. Sole Voting Power 0		
Number Shares Benefic	ially	6. Shared Voting Power 4,428,385 (2)		
Owned Each Reportin Person	ng	<ul><li>7. Sole Dispositive Power</li><li>0</li></ul>		
1 013011	with	8. Shared Dispositive Power		
9.     Aggregate Amount Beneficially Owned by Each Reporting Person		te Amount Beneficially Owned by Each Reporting Person		
	4,428,385 (2)			
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11. Percent of Class Represented by Amount in Row (9)		of Class Represented by Amount in Row (9)		
	6.6% (3)			
12.	12. Type of Reporting Person (See Instructions)			
	PN			

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons			
	VHCP Co-Investment Holdings III, LLC			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) $\boxtimes$ (1) (b) $\square$			
3.	SEC Use Only			
4.	Citizenship or Place of Organization			
	Delaware			
	5. Sole Voting Power 0			
Number Shares Benefic	ally $4.428.385(2)$			
Owned Each Reportin Person	7. Sole Dispositive Power			
101001	8. Shared Dispositive Power 4,428,385 (2)			
9. Aggregate Amount Beneficially Owned by Each Reporting Person				
	4,428,385 (2)			
10.				
11.	11. Percent of Class Represented by Amount in Row (9)			
	6.6% (3)			
12.	12. Type of Reporting Person (See Instructions)			
	00			

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons				
	Venrock Healthcare Capital Partners EG, L.P.				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)				
	(a) ⊠ (1	) (b) [			
3.	SEC Use	e Only			
4.	Citizenship or Place of Organization				
	Delawar	e			
		5.	Sole Voting Power 0		
Number Shares Benefic		6.	Shared Voting Power 4,428,385 (2)		
Owned Each Reporti	ng	7.	Sole Dispositive Power 0		
Person	With	8.	Shared Dispositive Power 4,428,385 (2)		
9.	Aggrega	te Amou	nt Beneficially Owned by Each Reporting Person		
	4,428,38	5 (2)			
10.					
11.	Percent of Class Represented by Amount in Row (9)				
	6.6% (3)				
12.	Type of	Reportin	g Person (See Instructions)		
	PN				

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons				
	VHCP Management III, LLC				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)				
	(a) ⊠ (1)	(b) 🗆			
3.	SEC Use (	SEC Use Only			
4.	Citizenship or Place of Organization				
	Delaware				
	5. Sole Voting Power 0				
Number Shares Benefic Owned	ially	6. Shared Voting Power 4,428,385 (2)			
Each Reportin Person	ng	<ul> <li>7. Sole Dispositive Power</li> <li>0</li> </ul>			
1 013011	with	8. Shared Dispositive Power			
9. Aggregate Amount Beneficially Owned by Each Reporting Person		4,428,385 (2) Amount Beneficially Owned by Each Reporting Person			
	4,428,385 (2)				
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)				
11.	11. Percent of Class Represented by Amount in Row (9)				
	6.6% (3)				
12.	Type of Re	porting Person (See Instructions)			
	00				

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons			
	VHCP Management EG, LLC			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) $\boxtimes$ (1) (b) $\square$			
3.	SEC Use Only			
4.	Citizenship or Place of Organization			
	Delaware			
	5. Sole Voting Power 0			
Number Shares Benefic Owned	ially $4428385(2)$			
Each Reportin Person	7. Sole Dispositive Power			
1 croon	8. Shared Dispositive Power 4,428,385 (2)			
9.     Aggregate Amount Beneficially Owned by Each Reporting Person				
	4,428,385 (2)			
10.				
11.	Percent of Class Represented by Amount in Row (9)			
	6.6% (3)			
12.	Type of Reporting Person (See Instructions)			
	00			

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons			
	Shah, Nimish			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) ⊠ (1)	(b) 🗆		
3.	SEC Use Only			
4.	Citizenship or Place of Organization			
	United St	es		
	5. Sole Voting Power			
Number	r of 👘	0       6. Shared Voting Power		
Shares	: a 11- a			
Benefic Owned		4,428,385 (2)		
Each Reportin	ng	7. Sole Dispositive Power		
Person		0		
		8. Shared Dispositive Power		
		4,428,385 (2)		
9.	Aggregat	Amount Beneficially Owned by Each Reporting Person		
	4,428,385 (2)			
10.	. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11.	Percent of Class Represented by Amount in Row (9)			
	6.6% (3)			
12.	Type of R	porting Person (See Instructions)		
	IN			

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

1.	Names of Reporting Persons			
	Koh, Bong			
2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a) ⊠ (1)	) (b) [		
3.	SEC Use Only			
4.	Citizenship or Place of Organization			
	United S	tates		
5. Sole Voting Power			Sole Voting Power	
Number	rof		0	
Shares		6.	Shared Voting Power	
Benefic Owned			4,428,385 (2)	
Each	-	7.	Sole Dispositive Power	
Reportin Person	ng With		0	
		8.	Shared Dispositive Power	
			4,428,385 (2)	
9.	9. Aggregate Amount Beneficially Owned by Each Reporting Person		nt Beneficially Owned by Each Reporting Person	
	4,428,385 (2)			
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11.	11. Percent of Class Represented by Amount in Row (9)			
	6.6% (3)			
12.	Type of I	Reporting	g Person (See Instructions)	
	IN			

(2) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P.

Item 1.

Item 2.

(a)	Name of Issuer ORIC Pharmaceuticals, Inc.	
(b)	Address of Issuer's Principal Execu 240 E. Grand Ave, 2nd Floor South San Francisco, CA 94080	tive Offices
(a)	Name of Person Filing Venrock Healthcare Capital Partners VHCP Co-Investment Holdings III, Venrock Healthcare Capital Partners VHCP Management III, LLC VHCP Management EG, LLC Nimish Shah Bong Koh	LLC
(b)	Address of Principal Business Offic	e or, if none, Residence
	New York Office:	Palo Alto Office:
	7 Bryant Park	3340 Hillview Avenue
	23rd Floor	Palo Alto, CA 94304
	New York, NY 10018	
(c)	Citizenship All of the Venrock Entities were org	ganized in Delaware. The individuals are both United States citizens.

- (d) Title of Class of Securities Common Stock, \$0.0001 par value
- (e) CUSIP Number 68622P109
- Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: Not applicable

## Item 4. Ownership

(a) Amount beneficially owned:

4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)

## (b) Percent of class:

6.6% (2)
6.6% (2)
6.6% (2)
6.6% (2)
6.6% (2)
6.6% (2)
6.6% (2)

## (c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Venrock Healthcare Capital Partners III, L.P.	0
VHCP Co-Investment Holdings III, LLC	0
Venrock Healthcare Capital Partners EG, L.P.	0
VHCP Management III, LLC	0
VHCP Management EG, LLC	0
Nimish Shah	0
Bong Koh	0

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

4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)

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

Venrock Healthcare Capital Partners III, L.P.	0
VHCP Co-Investment Holdings III, LLC	0
Venrock Healthcare Capital Partners EG, L.P.	0
VHCP Management III, LLC	0
VHCP Management EG, LLC	0
Nimish Shah	0
Bong Koh	0

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

4,428,385(1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)
4,428,385 (1)

- (1) Consists of (i) 609,811 shares held by Venrock Healthcare Capital Partners III, L.P.; (ii) 61,002 shares held by VHCP Co-Investment Holdings III, LLC; and (iii) 3,757,572 shares held by Venrock Healthcare Capital Partners EG, L.P. VHCP Management III, LLC is the general partner of Venrock Healthcare Capital Partners III, L.P. and the manager of VHCP Co-Investment Holdings III, LLC. VHCP Management EG, LLC is the general partner of Venrock Healthcare Capital Partners EG, L.P. Messrs. Shah and Koh are the voting members of VHCP Management III, LLC and VHCP Management EG, LLC.
- (2) This percentage is calculated based upon 67,365,553 shares of Common Stock outstanding on January 23, 2024, as set forth in the Issuer's Registration Statement on Form S-3 filed with the SEC on January 26, 2024.

# 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 five percent of the class of securities, check the following  $\Box$ 

- Item 6. Ownership of More than Five Percent on Behalf of Another Person 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. Notice of Dissolution of Group

Not applicable

## Item 10. Certification

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 such 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.

Dated: February 1, 2024

## Venrock Healthcare Capital Partners III, L.P.

- By: VHCP Management III, LLC
- Its: General Partner
- By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

### VHCP Co-Investment Holdings III, LLC

- By: VHCP Management III, LLC
- Its: Manager
- By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

#### **VHCP Management III, LLC**

By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

## Nimish Shah

/s/ Sherman G. Souther Sherman G. Souther, Attorney-in-fact

#### Bong Koh

/s/ Sherman G. Souther Sherman G. Souther, Attorney-in-fact

#### Venrock Healthcare Capital Partners EG, L.P.

- By: VHCP Management EG, LLC
- Its: General Partner
- By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

## VHCP Management EG, LLC

By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

# EXHIBITS

- A: Joint Filing Agreement
- B: Power of Attorney for Nimish Shah
- C: Power of Attorney for Bong Koh

## EXHIBIT A

## JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Common Stock of ORIC Pharmaceuticals, Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to the agreement expressly authorizes each other party to file on its behalf any and all amendments to such statement. Each party to this agreement agrees that this joint filing agreement may be signed in counterparts.

In evidence whereof, the undersigned have caused this Agreement to be executed on their behalf this 1st day of February, 2024.

## Venrock Healthcare Capital Partners III, L.P.

- By: VHCP Management III, LLC
- Its: General Partner
- By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

#### VHCP Co-Investment Holdings III, LLC

By: VHCP Management III, LLC

- Its: Manager
- By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

#### **VHCP Management III, LLC**

By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

#### Nimish Shah

/s/ Sherman G. Souther Sherman G. Souther, Attorney-in-fact

#### **Bong Koh**

/s/ Sherman G. Souther Sherman G. Souther, Attorney-in-fact Venrock Healthcare Capital Partners EG, L.P.

- By: VHCP Management EG, LLC
- Its: General Partner
- By: /s/ Sherman G. Souther

Name: Sherman G. Souther Its: Authorized Signatory

#### **VHCP Management EG, LLC**

By: /s/ Sherman G. Souther Name: Sherman G. Souther Its: Authorized Signatory

## EXHIBIT B

## POWER OF ATTORNEY FOR NIMISH SHAH

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of David L. Stepp, Sherman G. Souther and Lisa D. Harris signing individually, the undersigned's true and lawful attorney-in fact and agent to:

- (i) prepare execute and file, for and on behalf of the undersigned, any and all documents and filings that are required or advisable to be made with the United States Securities and Exchange Commission, any stock exchange or similar authority, under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, including without limitation (a) any Joint Filing Agreement under Rule 13d-1(k) of the Exchange Act (or any successor provision thereunder), Schedule 13D and Schedule 13G (or any successor schedules or forms adopted under the Exchange Act ) and any amendments thereto in accordance with Section 13 of the Exchange Act and the rules thereunder, and (b) Forms 3, 4 and 5 and any amendments thereto in accordance with Section 16(a) of the Exchange Act and the rules thereunder; and
- (ii) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-infact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of undersigned, is not assuming, nor is Venrock assuming, any of the undersigned's responsibilities to comply with the Exchange Act, including without limitation Sections 13 and 16 of the Exchange Act.

This power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file any form or document with respect to the undersigned's holdings of and transactions in securities issued by a company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorney-in-fact, or (c) until such attorney-in-fact shall no longer be employed by VR Management, LLC (or its successor).

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of February, 2024.

/s/ Nimish Shah

#### EXHIBIT C

## POWER OF ATTORNEY FOR BONG KOH

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of David L. Stepp, Sherman G. Souther and Lisa D. Harris signing individually, the undersigned's true and lawful attorney-in fact and agent to:

- (i) prepare execute and file, for and on behalf of the undersigned, any and all documents and filings that are required or advisable to be made with the United States Securities and Exchange Commission, any stock exchange or similar authority, under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, including without limitation (a) any Joint Filing Agreement under Rule 13d-1(k) of the Exchange Act (or any successor provision thereunder), Schedule 13D and Schedule 13G (or any successor schedules or forms adopted under the Exchange Act ) and any amendments thereto in accordance with Section 13 of the Exchange Act and the rules thereunder, and (b) Forms 3, 4 and 5 and any amendments thereto in accordance with Section 16(a) of the Exchange Act and the rules thereunder; and
- (ii) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-infact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of undersigned, is not assuming, nor is Venrock assuming, any of the undersigned's responsibilities to comply with the Exchange Act, including without limitation Sections 13 and 16 of the Exchange Act.

This power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file any form or document with respect to the undersigned's holdings of and transactions in securities issued by a company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorney-in-fact, or (c) until such attorney-in-fact shall no longer be employed by VR Management, LLC (or its successor).

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of February, 2024.

/s/ Bong Koh