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

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Y-mAbs Therapeutics, Inc. (Name of Issuer)

Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

<u>984241109</u>

(CUSIP Number)

<u>September 30, 2024</u>

(Date of Event Which Requires Filing of this statement)

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

| Page 1 of 9 Pages |
|--|
| 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). |
| * 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. |
| □ Rule 13d-1(d) |
| ⊠ Rule 13d-1(c) |
| □ Rule 13d-1(b) |
| |

CUSIP No. 984241109 Names of Reporting Persons Paradigm BioCapital Advisors LP 2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) X (b) SEC Use Only 3. 4. Citizenship or Place of Organization Delaware NUMBER OF 5. SOLE VOTING POWER 4,086,346 **SHARES** BENEFICIALLY 6. SHARED VOTING POWER 0 OWNED BY EACH REPORTING 7. SOLE DISPOSITIVE POWER 4,086,346 PERSON WITH: 0 8. SHARED DISPOSITIVE POWER 9. Aggregate Amount Beneficially Owned by Each Reporting Person 4,086,346 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) \square

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11.

12.

9.2%

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Percent of Class Represented by Amount in Row (9)

Type of Reporting Person (See Instructions)

CUSIP No. 984241109 Names of Reporting Persons Paradigm BioCapital Advisors GP LLC 2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) \times (b) SEC Use Only 3. 4. Citizenship or Place of Organization Delaware NUMBER OF 5. SOLE VOTING POWER 4,086,346 **SHARES** BENEFICIALLY 6. SHARED VOTING POWER 0 OWNED BY EACH REPORTING 7. SOLE DISPOSITIVE POWER 4,086,346 PERSON WITH: 0 8. SHARED DISPOSITIVE POWER 9. Aggregate Amount Beneficially Owned by Each Reporting Person 4,086,346

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Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) \square

Percent of Class Represented by Amount in Row (9)

Type of Reporting Person (See Instructions)

10.

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12.

9.2%

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CUSIP No. 984241109 Names of Reporting Persons Senai Asefaw, M.D. 2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) \times (b) SEC Use Only 3. 4. Citizenship or Place of Organization United States of America NUMBER OF 5. SOLE VOTING POWER 4,086,346 **SHARES** BENEFICIALLY 6. SHARED VOTING POWER 0 OWNED BY EACH REPORTING 7. SOLE DISPOSITIVE POWER 4,086,346 PERSON WITH: 0 8. SHARED DISPOSITIVE POWER 9. Aggregate Amount Beneficially Owned by Each Reporting Person 4,086,346 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) \square 11. Percent of Class Represented by Amount in Row (9)

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9.2%

IN

12.

Type of Reporting Person (See Instructions)

CUSIP No. 984241109 Names of Reporting Persons Paradigm BioCapital International Fund Ltd. 2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) \times (b) SEC Use Only 3. 4. Citizenship or Place of Organization Cayman Islands NUMBER OF 5. SOLE VOTING POWER 3,505,748 **SHARES** BENEFICIALLY 6. SHARED VOTING POWER 0 OWNED BY EACH REPORTING 7. SOLE DISPOSITIVE POWER 3,505,748 PERSON WITH: 0 8. SHARED DISPOSITIVE POWER 9. Aggregate Amount Beneficially Owned by Each Reporting Person 3,505,748 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) \square

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7.9%

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Percent of Class Represented by Amount in Row (9)

Type of Reporting Person (See Instructions)

| Item 1. | |
|---------|--|
| (a) | The name of the issuer is Y-mAbs Therapeutics, Inc. (the "Issuer"). |
| (b) | The principal executive offices of the Issuer are located at 230 Park Avenue, Suite 3350, New York, NY 10169. |
| Item 2. | |
| (a) | This Schedule 13G/A1 is filed by the following (the "Reporting Persons"): (1) Paradigm BioCapital Advisors LP (the "Adviser"); (2) Paradigm BioCapital Advisors GP LLC (the "Adviser GP"); (3) Senai Asefaw, M.D. ("Senai Asefaw"); and (4) Paradigm BioCapital International Fund Ltd. (the "Fund"). The Fund is a private investment vehicle. The Fund and one or more separately managed accounts managed by the Adviser (the "Account") directly beneficially own the Common Stock (as defined below) reported in this Statement. The Adviser is the investment manager of the Fund and the Account. The Adviser GP is the general partner of the Adviser. Senai Asefaw is the managing member of the Adviser GP. The Adviser, the Adviser GP and Senai Asefaw may be deemed to beneficially own the Common Stock directly beneficially owned by the Fund and the Account. Each Reporting Person disclaims beneficial ownership with respect to any Common Stock other than the Common Stock directly beneficially owned by such Reporting Person. |
| (b) | The principal business office of the Reporting Persons is 767 Third Avenue, 17 th Floor, New York, NY 10017. |
| (c) | For citizenship information see Item 4 of the cover page of each Reporting Person. |
| (d) | This statement relates to the Common Stock, \$0.0001 par value per share, of the Issuer (the "Common Stock"). |
| (e) | The CUSIP Number of the Common Stock is 984241109. |
| 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: |
| (a) | Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E); An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F); A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G); A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); |

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:

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U.S.C. 80a-3);

A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);

(k) \square Group, in accordance with §240.13d-1(b)(1)(ii)(K).

(j) 🗆

| See Items 5-9 and 11 on the cover page for each Reporting Person, and Item 2, which information is given as of the close of business on September 30, 2024, the Date of Event which requires the filing of this Schedule 13G/A1. |
|--|
| The percentages of beneficial ownership contained herein are based on 44,569,834 shares of Common Stock outstanding as of August 5, 2024, as reported by the Issuer in its Form 10-Q filed with the SEC on August 12, 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. |
| Not applicable. |
| Item 8. Identification and Classification of Members of the Group. |
| Not applicable. |
| Item 9. Notice of Dissolution of Group. |

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Item 4. Ownership.

Not applicable.

Item 10. Certification.

- (a) Not applicable.
- (b) Not applicable.
- 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, other than activities solely in connection with a nomination under §240.14a-11.

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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: November 14, 2024

Paradigm BioCapital Advisors LP Paradigm BioCapital Advisors GP LLC Paradigm BioCapital International Fund Ltd.

/s/ David K. Kim By:

Name: David K. Kim

Title: Authorized Signatory

/s/ Senai Asefaw, M.D. Senai Asefaw, M.D.

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