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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Address of Reporting Person

Gayle Helene D

(First) (Middle) (Last)

C/O ORGANON & CO., 30 HUDSON STREET, FLOOR 33

JERSEY CITY, NJ 07302

2. Issuer Name and Ticker or Trading Symbol

Organon & Co. [ OGN ]

3. Date of Earliest Transaction (MM/DD/YYYY)

6/9/2023

4. If Amendment, Date Original Filed (MM/DD/YYYY)

6. Individual or Joint/Group Filing

X Form filed by One Reporting Person

Rule 10b5-1(c) Transaction Indication

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Amount(s) of Securities Acquired or Disposed of (A) or Disposed of (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phantom Stock</td>
<td>6/9/2023</td>
<td>(1) 10086</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>(2)</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>(3)</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Trans. Date</th>
<th>Amount(s) of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Exercisable Date</th>
<th>Expiration Date</th>
<th>Title of Underlying Security</th>
<th>Number of Shares</th>
<th>Price of Derivative Security</th>
<th>Amended Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phantom Stock</td>
<td>6/9/2023</td>
<td>(1) 10086</td>
<td></td>
<td></td>
<td>Common Stock</td>
<td>10086</td>
<td>$19.83</td>
<td>25285 (2)</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Each phantom stock unit is an economic equivalent of one share of Organon & Co. ("Organon") common stock, or 1-for-1.

(2) Phantom stock units are granted under the Organon Non-Employee Director Savings Plan (the "Plan") and are payable in cash upon settlement after the reporting person's termination of service as a director pursuant to the terms of the Plan.

(3) Holdings include phantom stock acquired in dividend reinvestment transactions on June 16, 2022, September 15, 2022, December 15, 2022 and March 16, 2023.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gayle Helene D</td>
<td>X</td>
</tr>
</tbody>
</table>

Signatures

/s/ Tarnetta V. Jones, as Attorney-in-Fact for Helene D. Gayle 6/13/2023

Signature of Reporting Person

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).

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 control number.