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
   McGarry Martha E
   (Last)  (First)  (Middle)
   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)
   6/9/2023

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   X Director
   __ 10% Owner
   _____ Officer (give title below)
   _____ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   ___ Form filed by More than One Reporting Person

7. 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>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of 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>A</td>
<td>10086</td>
<td>(A)</td>
<td>10086</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></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>McGarry Martha E</td>
<td>Director</td>
</tr>
<tr>
<td>C/O ORGANON &amp; CO.</td>
<td>10% Owner</td>
</tr>
<tr>
<td>30 HUDSON STREET, FLOOR 33</td>
<td>Officer</td>
</tr>
<tr>
<td>JERSEY CITY, NJ 07302</td>
<td>Other</td>
</tr>
</tbody>
</table>

Signatures

/s/ Tarnetta V. Jones, as Attorney-in-Fact for Martha E. McGarry

Date 6/13/2023

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.