(Last)

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								

Sectio	this box if no I In 16. Form 4 o ontinue. See In	onger subject to r Form 5 obligations istruction 1(b).			Filed p	oursuar or Sec	nt to Se	ction (h) of	16(a) of the In	of the S	Securitie	s Exc	hange Act Act of 1940	of 1934				11	mated average rs per respons		0.5	
1. Name and Address of Reporting Person [*] 2. Issued							ssuer Name and Ticker or Trading Symbol Scan <u>Therapeutics</u> , <u>Inc.</u> [TCRX]									5. Relationship of Reporting Person(s) to Is (Check all applicable) X Director 10				lssue 10% O		
							ate of Earliest Transaction (Month/Day/Year) 19/2024									Officer (give title Other (specify below) below)				specify		
860 WASHINGTON STREET 3PD FLOOP							ndment	, Date	e of Ori	iginal F	iled (Mo	onth/D	ay/Year)		e	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW YORK NY 10014						Form filed by One Reporting Person X Form filed by More than One Reporting Person Rule 10b5-1(c) Transaction Indication																
(City) (State) (Zip)						Check	k this bo	x to in	dicate 1	that a tra	ansactio	n was		ant to a co	ontract	, instruc	tion or	r written plan th	at is intended t	o satisfy	the	
			Table I - No	on-De	rivat	ive S	ecuri	ties	Acq	uired	, Disp	ose	d of, or	Benefi	ciall	y Ow	ned					
Date				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)			action (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a) or 4 and	ind 5) S E F		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owners Form: Dir or Indirec (Instr. 4)	ect (D)	7. Nature of Indirect Beneficial Ownership			
										Code	e V A		ount	nt (A) or Pri		e	(Instr. 3 and 4)				(Instr. 4)	
			Table II										of, or B ertible se			Own	ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code 8)		Deriv Secu Acqu Dispo) or (D)	Expir	te Exere ation D th/Day/		and	Securities	nd Amount of es Underlying ve Security		8. Price Derivat Securit (Instr. §	tive y 5)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Bene Own	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security			Code	v	(insu	. 3 , 4 an	(D)	Date Exerc	cisable	Expira Date	ation	Title	Amount Number Shares			Following Reported Transaction(s) (Instr. 4)					
Warrants to purchase Common Stock	\$0.0001	04/19/2024		Р		825,	968 ⁽¹⁾	(1))(2)	(1)	Common Stock	825,968		\$7.1299		4,018,678	I	I See Footnotes ⁽¹⁾ (4)(5)		
Warrants to purchase Common Stock	\$0.0001	04/19/2024		Р		8,851	,451 ⁽¹⁾		(1)(2)	(1)	Common Stock	8,851,	451	\$7.12	99	43,158,741	I	See Footnotes ⁽¹⁾⁽²⁾ (5)(6)		
		f Reporting Person																				
(Last) 860 WA	SHINGTO	(First) N STREET, 3RD	(Middle) D FLOOR																			
(Street) NEW Y	ORK	NY	10014																			
(City)		(State)	(Zip)																			
1. Name a <u>667, L</u>		f Reporting Person	•																			
(Last) 860 WA	SHINGTO	(First) N STREET, 3RD	(Middle) D FLOOR																			
(Street) NEW Y	ORK	NY	10014																			
(City)		(State)	(Zip)																			
		f Reporting Person [*] visors (<u>GP) L</u>																				
(Last) (First) (Middle) 860 WASHINGTON STREET, 3RD FLOOR																						
(Street) NEW Y	ORK	NY	10014																			
(City)		(State)	(Zip)																			
		f Reporting Person [*] Life Sciences																				

860 WASHINGT	ON STREET, 3RD	FLOOR	
(Street)			
NEW YORK	NY	10014	
(City)	(State)	(Zip)	
1. Name and Address <u>BAKER FELI</u>	s of Reporting Person [*] \underline{X}		
(Last)	(First)	(Middle)	
860 WASHINGT	ON STREET, 3RD	FLOOR	
(Street)			
NEW YORK	NY	10014	
(City)	(State)	(Zip)	
1. Name and Address <u>BAKER JULI</u>	of Reporting Person* \overline{AN}		
(Last)	(First)	(Middle)	
860 WASHINGT	ON STREET, 3RD	FLOOR	
(Street)			
NEW YORK	NY	10014	
(City)	(State)	(Zip)	

Explanation of Responses:

1. 667, LP, ("667") and Baker Brothers Life Sciences, L.P. ("Life Sciences", and together with 667, the "Funds") purchased 825,968 and 8,851,451 warrants to purchase common stock ("Common Stock") of TScan Therapeutics, Inc. (the "Issuer"), respectively, for \$7.1299 per share ("Prefunded Warrants") pursuant to an underwritten offering that closed on April 19, 2024. The Prefunded Warrants have no expiration date and are exercisable at an exercise price of \$0.0001 per share immediately at any time at the option of the holders on a 1-for-1 basis without consideration into Common Stock to the extent that after giving effect to such exercise the holders thereof, together with their affiliates and any members of a Section 13(d) group with such holders, would beneficially own, for purposes of Rule 13d-3 under the Securities Act of 1934, as amended, no more than 4.99% of the outstanding shares of Common Stock (the "Maximum Percentage") immediately prior to and following such exercise.

2. By written notice to the Issuer, the Funds may from time to time increase or decrease the Maximum Percentage applicable to that Fund to any other percentage not in excess of 19.99%. Any such increase will not be effective until the 61st day after such notice is delivered to the Issuer

3. After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Biotech Capital, L.P. and (ii) 667, Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in the securities reported in column 9 of Table II directly held by 667, a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital, GP), LLC, due to their interest in 667 and Baker Biotech Capital, L.P.'s right to receive an allocation of a portion of the profits from 667.

4. Baker Bros. Advisors LP (the "Adviser") serves as the investment adviser to the Funds. In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest in the securities held by the Funds. Baker Bros. Advisors (GP) LLC (the "Adviser GP") is the Adviser's sole general partner. Julian C. Baker and Felix J. Baker are managing members of the Adviser GP. The Adviser has complete and unlimited discretion and authority with respect to the investment and voting power of the securities held by the Funds. The general partners of the Funds relinquished to the Adviser all discretion and authority with respect to the investment and voting power of the securities held by the Funds.

5. Julian C. Baker, Felix J. Baker, the Adviser GP and the Adviser disclaim beneficial ownership of the securities held directly by the Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of Julian C. Baker, Felix J. Baker, the Adviser GP or the Adviser is a beneficial owner of such securities for purposes of Section 16 or any other purpose.

6. After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Brothers Life Sciences Capital L.P. and (ii) Life Sciences, Felix J. Baker and Julian C. Baker may be deemed to have an indirect percent of the solution of the soluti Life Sciences.

Remarks:

Dr. Stephen R. Biggar, a full-time employee of Baker Bros. Advisors LP, is a director of TScan Therapeutics, Inc. (the "Issuer"). By virtue of their representation on the board of directors of the Issuer, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the reporting persons are deemed directors by deputization of the Issuer

By: Baker Bros. Advisors LP, Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing	04/23/2024
Baker Bros. Advisors LP, Mgmt. Co. and Inv. Adviser to 667, L.P.,	
pursuant to authority granted by Baker Biotech Capital, L.P., GP to 667, L.P. Name: Scott L. Lessing, Tidue Dereident // Scott L.	04/23/2024
<u>Title: President /s/ Scott L.</u> Lessing	
/s/ Julian C. Baker	04/23/2024
/s/ Felix J. Baker	04/23/2024
By: Baker Bros. Advisors (GP) LLC, Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing	<u>04/23/2024</u>
Baker Bros. Advisors LP, Mgmt. Co. and Inv. Adviser to BAKER BROTHERS LIFE SCIENCES, L.P., pursuant to authority granted by Baker Brothers Life Sciences Capital, L.P., GP to Baker Brothers Life Sciences, L.P., Name: Scott L. Lessing, Title: President /s/	<u>04/23/2024</u>
** Signature of Reporting Person	Date

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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 Number.