(Last)

(First)

(Middle)

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

	Washington, D.C. 2

20549

wasiiiigtofi, D.C. 20049	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-028	

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruc	ction 1(b).			F					nvestment C			934		<u>L</u>		
		Reporting Person							ker or Trading tics, Inc.			(Ch	Relationship eck all appli X Directo	,	rson(s) to Iss	
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 06/13/2023								(give title	Other (s		
860 WAS	SHINGTO	N STREET, 3RE	FLOOR		4. 1	f Am	endment, D	ate c	of Original File	d (Month/Da	y/Year)	6. Ir		Joint/Group Filin	g (Check Ap	plicable
(Street)	ORK N	Y	10014											iled by One Rep iled by More tha n	-	
(City)	(5	state)	(Zip)		R	ule	10b5-1	(c)	Transac	tion Ind	ication					
									cate that a trans defense conditi					n or written plan tl	nat is intended	i to
		Ta	ble I - Nor	ı-Deri	ivativ	e Se	curities	Ac	quired, Di	sposed o	f, or Be	neficiall	y Owned	1		
1. Title of	Security (Ins	tr. 3)		Date	nsaction h/Day/Ye		2A. Deeme Execution if any (Month/Day	Date,	3. Transaction Code (Instr 8)	n Dispose	ities Acquir d Of (D) (Ins	ed (A) or str. 3, 4 and	Benefici Owned I	es Fori ally (D) ( Following (I) (I	m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
									Code V	Amount	(A) o (D)	r Price	Reporte Transac (Instr. 3	tion(s)		(Instr. 4)
									uired, Disp , options,				Owned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate,	4. Transac Code (li 8)	ction	5. Numbe Derivative Securities Acquired or Dispos of (D) (Ins 3, 4 and 5	r of e G (A) ed tr.	6. Date Exerc Expiration Da (Month/Day/)	cisable and	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	d of s g e Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Non- Qualified Stock Option (right to buy)	\$2.66	06/13/2023			A		35,000 <sup>(1)</sup>		(1)	06/13/2033	Common Stock	35,000	\$0.00	35,000	I	See Footnotes <sup>(1)</sup> (2)(3)(4)(5)(6) (7)
Non- Qualified Stock Option (right to buy)	\$2.66	06/13/2023			A		35,000 <sup>(1)</sup>		(1)	06/13/2033	Common Stock	35,000	\$0.00	35,000	I	See Footnotes <sup>(1)</sup> (3)(4)(5)(6)(7) (8)
		Reporting Person ADVISORS									•					
(Last) 860 WAS	SHINGTO	(First) N STREET, 3RE	(Midd	le)												
(Street) NEW Y	ORK	NY	1001	4												
(City)		(State)	(Zip)													
1. Name ai 667, L.		Reporting Person	k													
(Last) 860 WAS	SHINGTO	(First) N STREET, 3RD	(Midd	le)												
(Street) NEW YO	ORK	NY	1001	4		_										
(City)		(State)	(Zip)													
	nd Address of R FELIX	Reporting Person	k													

860 WASHINGT	ON STREET, 3R	D FLOOR	
(Street) NEW YORK	NY	10014	
(City)	(State)	(Zip)	
1. Name and Addres		n <sup>*</sup>	
(Last) 860 WASHINGT	(First) TON STREET, 3R	(Middle) D FLOOR	
(Street) NEW YORK	NY	10014	
(City)	(State)	(Zip)	
(Last)	s of Reporting Perso Advisors (GP) I (First) CON STREET, 3R	(Middle)	
(Street) NEW YORK	NY	10014	
(City)	(State)	(Zip)	
1. Name and Address Baker Brother	s of Reporting Perso		
(Last)	(First)	(Middle)	
860 WASHINGT	(First) TON STREET, 3R	, ,	
860 WASHINGT (Street) NEW YORK		, ,	

### Explanation of Responses:

- 1. Includes 35,000 non-qualified stock options ("Stock Options") exercisable solely into common stock ("Common Stock") of TScan Therapeutics, Inc. (the "Issuer") granted by the Issuer to Dr. Stephen Biggar, a full-time employee of Baker Bros. Advisors LP (the "Adviser") on June 13, 2023, in his capacity as a director of the Issuer, pursuant to the Issuer's Amended 2021 Equity Incentive Plan (the "Incentive Plan"). The Stock Options have a strike price of \$2.66 and vest in full upon the earlier of the first anniversary of the grant date or the Issuer's 2024 annual meeting subject to Dr. Biggar's continued service on the board of directors of the Issuer (the "Board"). The Stock Options expire on June 13, 2033. Dr. Biggar serves on the Board as a representative of Baker Brothers Life Sciences, L.P. ("Life Sciences") and 667, L.P. ("667", and together with Life Sciences, the "Funds") and their affiliates.
- 2. 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 Stock Options reported in column 9 of Table II held for the benefit of 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 (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.
- 3. Pursuant to the policies of the Adviser, Dr. Biggar does not have a right to any of the Issuer's securities issued as compensation for his service on the Board and the Funds are entitled to an indirect proportionate pecuniary interest in the securities. The Funds each own an indirect proportionate pecuniary interest in the Stock Options. Solely as a result of their ownership interest in (i) the general partners of the Funds and (ii) the Funds, Felix J. Baker and Julian C. Baker may be deemed to have an indirect pecuniary interest in the Stock Options and any Common Stock acquired upon the exercise of Stock Options (i.e. no direct pecuniary interest).
- 4. Pursuant to agreements between Dr. Biggar and the Adviser and the policies of the Adviser, the Adviser has voting and dispositive power over the Stock Options and any Common Stock acquired as a result of the exercise of the Stock Options.
- 5. The acquisition of Stock Options reported on this form represents a single grant to Dr. Biggar of 35,000 Stock Options on Table II. This grant of 35,000 Stock Options for Dr. Biggar is reported for each of the Funds as each has an indirect pecuniary interest in such securities.
- 6. 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 directly by the Funds or for the benefit of the Funds. The Adviser GP is the Adviser's sole general partner. Julian C. Baker and Felix J. Baker are managing members of the Adviser has complete and unlimited discretion and authority with respect to the investment and voting power of the securities held directly by the Funds of for the benefit of the Funds. The general partners of the Funds have relinquished to the Adviser all discretion and authority with respect to the investment and voting power of the securities held directly by the Funds of for the benefit of the Funds.
- 7. Julian C. Baker, Felix J. Baker, the Adviser GP and the Adviser disclaim beneficial ownership of the securities held directly by the Funds or for the benefit of 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.
- 8. 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, Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in the Stock Options reported in column 9 of Table II held for the benefit of Life Sciences, a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital, L.P., a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital (GP), LLC, due to their interest in Life Sciences and Baker Brothers Life Sciences Capital, L.P.s right to receive an allocation of a portion of the profits from 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

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, Title:
President /s/ Scott L. Lessing
/s/ Felix J. Baker

06/15/2023

/s/ Julian C. Baker 06/15/2023

By: Baker Bros. Advisors (GP)
LLC, Name: Scott L. Lessing.
Title: President /s/ Scott L.
Lessing
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

L.P., GP to Baker Brothers Life Sciences, L.P., Name: Scott L. Lessing, Title: President /s/

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.