SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 [*] MacBeath Gavin	2. Date of Requiring (Month/Da 07/15/20	Statement ay/Year)	3. Issuer Name and Ticker or Trading Symbol <u>TScan Therapeutics, Inc.</u> [TCRX]						
(Last) (First) (Middle) C/O TSCAN THERAPEUTICS, INC			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)			
830 WINTER STREET	_		Director X Officer (give title below)		10% Owner Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting		
(Street) WALTHAM MA 02451	_		Chief Scientifi	c Officer			Person	by More than One	
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or In (I) (Instr	Direct Owners ndirect		ture of Indire ership (Instr. !		
Voting Common Stock			44,767	E)				
Table II - Derivative Securities Beneficially Owned(e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)	
Employee Stock Option (right to buy)	(1)	01/23/2029	Voting Common Stock	35,302	1.97		D		
Employee Stock Option (right to buy)	(2)	12/17/2029	Voting Common Stock	52,575	2.46	5	D		
Employee Stock Option (right to buy)	(3)	01/26/2031	Voting Common Stock	166,577	5.82	2	D		

Explanation of Responses:

1. The shares originally subject to this option vested over 4 years of service following December 3, 2018, with 25% vesting upon completion of 1 year of continuous service to the Issuer and the balance vesting in 36 equal monthly installments thereafter. In addition, all of the shares subject to this option shall vest and become fully exercisable upon a Change of Control (as defined in the option agreement).

2. The shares originally subject to this option vested over 4 years of service following December 5, 2019, with 25% vesting upon completion of 1 year of continuous service to the Issuer and the balance vesting in 36 equal monthly installments thereafter.

3. The shares subject to this option vest over 4 years of service following January 25, 2021, with 25% vesting upon completion of 1 year of continuous service to the Issuer and the balance vesting in 36 equal monthly installments thereafter.

Remarks:

/s/ Gavin MacBeath

Date

07/15/2021

** 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 5 (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.