

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person <u>Zauderer Maurice</u>			2. Issuer Name and Ticker or Trading Symbol <u>VACCINEX, INC. [VCNX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/28/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
C/O VACCINEX, INC. 1895 MOUNT HOPE AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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.		
(Street)	(City)	(State)	(Zip)					
ROCHESTER	NY		14620					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								1,580	D	
Common Stock								1,016	I	By Jeremy C. Zauderer Trust ⁽¹⁾
Common Stock								1,011	I	By Jordan M. Zauderer Trust ⁽¹⁾
Common Stock	03/28/2024		A		38,610 ⁽²⁾	A	\$7.77	138,138 ⁽²⁾	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrant (Right to Buy)	\$7.64	03/28/2024		A		38,610		03/28/2024	03/28/2029	Common Stock	38,610	\$7.77	38,610	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Warrant (Right to Buy)	\$14							02/08/2024	02/08/2029	Common Stock	29,556		29,556	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Warrant (Right to Buy)	\$32.76							11/02/2023	11/02/2028	Common Stock	9,768		9,768	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Warrant (Right to Buy)	\$14							10/03/2023	10/03/2028	Common Stock	35,714		35,714	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Stock Option (Right to Buy)	\$3,129							(3)	03/31/2024	Common Stock	12		12	D	
Stock Option (Right to Buy)	\$3,129							(3)	06/30/2024	Common Stock	12		12	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$1,491							(3)	12/23/2025	Common Stock	15		15	D	
Stock Option (Right to Buy)	\$1,402.8							(3)	02/24/2025	Common Stock	135		135	D	
Stock Option (Right to Buy)	\$615.3							(4)	04/02/2031	Common Stock	66		66	D	
Stock Option (Right to Buy)	\$270.9							(5)	04/01/2032	Common Stock	133		133	D	
Stock Option (Right to Buy)	\$92.26							(6)	03/30/2028	Common Stock	266		266	D	
Stock Option (Right to Buy)	\$9.15							(7)	03/20/2029	Common Stock	1,877		1,877	D	

1. Name and Address of Reporting Person*

Zauderer Maurice

(Last) (First) (Middle)

C/O VACCINEX, INC.

1895 MOUNT HOPE AVENUE

(Street)

ROCHESTER NY 14620

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Vaccinex (Rochester), L.L.C.

(Last) (First) (Middle)

44 WOODLAND ROAD

(Street)

PITTSFORD NY 14534

(City) (State) (Zip)

Explanation of Responses:

- Dr. Zauderer exercises voting control over shares held by this trust and disclaims beneficial ownership over these shares except to the extent of his pecuniary interest therein.
- Dr. Zauderer is the president and a majority owner of Vaccinex (Rochester), L.L.C. and disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- Exercisable in full as of the date of this report.
- This option vests one-fourth on each of the first four anniversaries of the April 2, 2021 grant date, except as otherwise provided in the award notice.
- This option vests one-fourth on each of the first four anniversaries of the April 1, 2022 grant date, except as otherwise provided in the award notice.
- This option vests one-fourth on each of the first four anniversaries of the March 31, 2023 grant date, except as otherwise provided in the award notice.
- This option vests one-fourth on each of the first four anniversaries of the March 20, 2024 grant date, except as otherwise provided in the award notice.

/s/ Maurice Zauderer

04/01/2024

** 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.