

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> (Last) (First) (Middle) C/O VACCINEX, INC. 1895 MOUNT HOPE AVENUE (Street) ROCHESTER NY 14620 (City) (State) (Zip)	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
	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2023	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
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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

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								12,116	D	
Common Stock								14,214	I	By Jeremy C. Zauderer Trust ⁽¹⁾
Common Stock								14,145	I	By Jordan M. Zauderer Trust ⁽¹⁾
Common Stock	10/03/2023		P		500,000	A	\$1	979,599 ⁽²⁾	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Common Stock	10/03/2023		P		5,000	A	\$0.93 ⁽³⁾	17,116	D	
Common Stock	10/04/2023		P		5,000	A	\$0.973 ⁽⁴⁾	22,116	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
Warrant (Right to Buy)	\$1	10/03/2023		P		500,000		10/03/2023	10/03/2028	Common Stock	500,000	\$1	500,000	I	By Vaccinex (Rochester), L.L.C. ⁽²⁾
Stock Option (Right to Buy)	\$223.5							(5)	03/31/2024	Common Stock	172		172	D	
Stock Option (Right to Buy)	\$223.5							(5)	06/30/2024	Common Stock	172		172	D	
Stock Option (Right to Buy)	\$106.5							(5)	12/23/2025	Common Stock	221		221	D	
Stock Option (Right to Buy)	\$64.35							(5)	03/14/2024	Common Stock	1,333		1,333	D	
Stock Option (Right to Buy)	\$100.2							(6)	02/24/2025	Common Stock	1,893		1,893	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)	\$43.95							(7)	04/02/2031	Common Stock	933		933	D	
Stock Option (Right to Buy)	\$19.35							(8)	04/01/2032	Common Stock	1,866		1,866	D	
Stock Option (Right to Buy)	\$6.59							(9)	03/30/2028	Common Stock	3,733		3,733	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.
- The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.9265 to \$0.9399, inclusive. Mr. Zauderer undertakes to provide Vaccinex, Inc., any security holder of Vaccinex, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.9501 to \$0.9898, inclusive. Mr. Zauderer undertakes to provide Vaccinex, Inc., any security holder of Vaccinex, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- Exercisable in full as of the date of this report.
- This option was granted under the Company's 2018 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vests one-fourth on each of the first four anniversaries of the February 25, 2020 grant date.
- This option was granted under the Company's 2018 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vests one-fourth on each of the first four anniversaries of the April 2, 2021 grant date.
- This option was granted under the Company's 2018 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vests one-fourth on each of the first four anniversaries of the April 1, 2022 grant date.
- This option was granted under the Company's 2018 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vests one-fourth on each of the first four anniversaries of the March 31, 2023 grant date.

Remarks:

On September 25, 2023, Vaccinex, Inc. effected a 1-for-15 reverse stock split (the "Reverse Stock Split"). The figures in this Form 4 reflect the Reverse Stock Split.

/s/ Scott E. Royer, Attorney-in-Fact for Maurice Zauderer 10/05/2023
Vaccinex (Rochester) L.L.C.,
By: /s/ Maurice Zauderer, President 10/05/2023

** 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.