SEC Form	4
----------	---

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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 Instruction 1(b).
--	--

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					0	JI Seci	(ion 30(n)			estment	Con	Ipany Act	01 194	0						
1. Name ar <u>Ray Su</u>		Reporting Person*					<sup>.</sup> Name <b>an</b> <u>nity, In</u>				ig Sy	/mbol				lationship o ck all applic Director	able)	g Pers	on(s) to Issu 10% Ow	
<u></u>															_	Officer	aive title		Other (s	-
(Last)	(5	irot)	(Middlo)			3. Date of Earliest Transaction (Month/Day/Year)							below)	give the		below)	peeny			
(Last) (First) (Middle)					111	11/01/2023								Chief I	egal, Co	mp &	Admin O	ff		
C/O VAXXINITY, INC.				H									C. Jadinidual en Jaint/Orana Filian (Oheel) Applicable							
505 ODYSSEY WAY				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	6. Individual or Joint/Group Filing (Check Applicable Line)							
P													X	X Form filed by One Reporting Person						
(Street)																Form fil	ed by Mor	e than	One Report	ing
MERRI	E E	L	32953													Person				Ū.
ISLAND	)					مارير	10b5-1	1(c)	\ Tr	ranca	cti	on Ind	icati	<u>n</u>						
					<b> '`</b>	uic	1000-	1(0)	,	ansa	Cit		icatio	511						
(City)	(S	state)	(Zip)													t, instruction	or written p	lan that	is intended to	satisfy
						the a	affirmative o	defens	se co	nditions c	of Ru	le 10b5-1(c	c). See I	Instruct	tion 10.					-
		Та	ble I - Nor	n-Doriv	ativ		curitio	ε Δ r	- au	irod C	)ier	n hazon	of or	Bon	oficially	Owned				
											1.21	1	•							
1. Title of Security (Instr. 3) 2. Trans Date				action 2A. Deemed Execution Date			3. 4. Securities Acquire Transaction Disposed Of (D) (Ins			quired (Instr.	(A) or . 3, 4 and 5)	Securities Fo				'. Nature of ndirect				
(Month/E			Day/\	Day/Year) if any (Month/Day/Ye			ar) 8)				-						Beneficial Dwnership			
				(montalized)/rec		"'  -	<del>,</del>			(4)		1	Reported				Instr. 4)			
									Code	v	Amount		A) or D)	Price	Transacti (Instr. 3 a					
			Table II -	Dorivo	tivo	. <u>Soo</u>	urition	A				, and of		onof		Junad		1		
							ls, warr									Jwneu				
4 7.41		a <del>-</del>				,	, 		ŕ	•	<i>.</i>				, 	0. 5	9. Numbe		40	44. N. 4
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution D		ansa	ction	5. Numbe Derivativ	e	6. Date Exercisable and 7. Title and Amo Expiration Date of Securities						Derivative		e	10. Ownership	11. Nature of Indirect	
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)	if any (Month/Day/		ode (l	Instr.	Securitie Acquired		(Mc	onth/Day	/Yea	r)	Under Deriva		ecurity	Security (Instr. 5)	Securitie Beneficia		Form: Direct (D)	Beneficial Ownership
(	Derivative		(	, [ ,			or Dispos	sed						3 and		(	Owned		or Indirect	(Instr. 4)
Security							of (D) (In 3, 4 and 5										Following Reported		(I) (Instr. 4)	
											Т				Amount		Transacti (Instr. 4)	ion(s)		
									Dat	to		xpiration		6	or Number		,			
				Ca	ode	v	(A)	(D)		ercisable		ate	Title		of Shares					
Employee											1									
Stock option	\$1.17	11/01/2023			A		425.000			(1)	1	1/01/2033	Class	A A	425,000	\$ <mark>0</mark>	425.0	00	D	

## Explanation of Responses:

(right to buy)

1. These options are subject to a four-year vesting schedule, with 25% vesting one year after the vesting commencement date of October 1, 2023 and the remainder vesting in equal quarterly installments, subject to the Reporting Person's continued service.

<u>/s/ Su</u>	mita	<u>Ray</u>		
			_	

Stock

04/29/2024

\*\* 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.