

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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).

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*<br><u>Van Strydonck, Gerald E.</u><br><br>(Last) (First) (Middle)<br><u>C/O VACCINEX, INC.</u><br><u>1895 MOUNT HOPE AVENUE</u><br><br>(Street)<br><u>ROCHESTER NY 14620</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>VACCINEX, INC. [ VCNX ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |  |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>09/30/2019</u>         |   |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      |   |  |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person   |   |   |  |

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 |   |  |   |

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 |   |  |  |   |  |
| Stock Option (Right to Buy)                | \$10   |                                      |  |                                |   |  |     | (1)  | 03/06/2020      | Common Stock  | 4,500                                      | 4,500  | D   |  |
| Stock Option (Right to Buy)                | \$14.9   |                                      |  |                                |   |  |     | (1)  | 03/06/2023      | Common Stock  | 7,500                                      | 7,500  | D   |  |
| Stock Option (Right to Buy)                | \$13.6   |                                      |  |                                |   |  |     | (1)  | 09/15/2027      | Common Stock  | 6,396                                      | 6,396  | D   |  |
| Stock Option (Right to Buy)                | \$5.26   |                                      |  |                                |   |  |     | (1)  | 03/30/2029      | Common Stock  | 2,501                                      | 2,501  | D   |  |
| Stock Option (Right to Buy)                | \$7.78   |                                      |  |                                |   |  |     | 05/15/2020   | (2)             | Common Stock  | 7,718                                      | 7,718  | D   |  |
| Stock Option (Right to Buy)                | \$7.17   | 09/30/2019                           |  | A                              |   | 1,856  |     | 09/30/2019   | 09/27/2019      | Common Stock  | 1,856                                      | \$0.00 <sup>(3)</sup>  | 1,856   | D  |

Explanation of Responses:

- Exercisable in full as of the date of this report.
- Except as otherwise provided in the award notice, this option expires on May 14, 2029 or five years following retirement or cessation of services, whichever occurs first.
- Pursuant to the Issuer's Director Compensation Program, in a transaction exempt under Rule 16b-3, the reporting person elected to receive these options in lieu of \$8,750 for retainer and meeting fees during the third quarter of 2019. The number of options was calculated in accordance with the Black-Scholes valuation model and all of such options are immediately exercisable.

Remarks:

/s/ Scott E. Royer, Attorney-in-Fact for Gerald E. Van Strydonck 10/04/2019

\*\* 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.

