## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	DC	20549
wasinigton,	D.C.	20040

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL
OMB Number:	3235-0287
Estimated average bure	den
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*  Zauderer Maurice						VACCINEX, INC. [ VCNX ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) C/O VACCINEX, INC. 1895 MOUNT HOPE AVENUE						Date of /27/20		st Tra	nsactior	n (Mon	nth/Day/Year)		X Officer (give title Other (specify below)  President and CEO							
Street) ROCHESTER NY 14620					- 4. li	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting						
(City)	(S	tate)	(Zip)											Persor	1					
		Tab	le I -	Non-Deri	vative	e Sec	uriti	es A	cquir	ed, D	Disposed (	of, or Be	eneficial	ly Owned	t					
,,,,,			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		ate,			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	٧	Amount	(A) or (D)	Price	Transactio (Instr. 3 an	n(s) d 4)					
Common	Stock													177,7	48	D	)			
Common	Stock													213,2	09	I		By Jeremy C. Zauderer Trust <sup>(1)</sup>		
Common	Stock													212,161 I				By Jordan M. Zauderer Trust <sup>(1)</sup>		
Common Stock 01/27/20:				022	2			P		1,801,801	<sup>2)</sup> A	\$1.11	2,899,554 <sup>(2)</sup>		I		By Vaccinex (Rochester), L.L.C. <sup>(2)</sup>			
		Т	able								sposed of s, converti			Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. De Execu	(e.g.,		calls	5. Nu of Deriv Secu Acqu (A) o Disp of (D	rrant umber vative urities uired or osed ) r. 3, 4	s, opt	e Exer	cisable and		d Amount ies g	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securii Benefii Owned Follow Report Transa (Instr. 4	tive ties cially I ing ted action(s)	10. Owner Form: Direct or Indi (I) (Insi	(D) Beneficial Ownership rect (Instr. 4)		
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	umber vative urities uired or osed ) r. 3, 4	6. Date	tions e Exerc ation D h/Day/	e, CONVERTI	7. Title an of Securit Underlyin Derivative (Instr. 3 a	d Amount ies g security and 4)  Amount or Number of	8. Price of Derivative Security	derivat Securit Benefic Owned Follow Report Transa	tive ties cially I ing ted action(s)	Owner Form: Direct or Indi	ship of Indirect Beneficial (D) Ownership rect (Instr. 4)		
Derivative Security (Instr. 3)  Stock Option (Right to	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	rrant umber vative urities uired or osed ) r. 3, 4	6. Date Expira (Monti	e Exerc ation D h/Day/	cisable and ate Year)	7. Title an of Securit Underlyin Derivative	d Amount ies g security and 4)  Amount or Number	8. Price of Derivative Security	derivat Securit Benefic Owned Follow Report Transa (Instr. 4	tive ties cially I ing ted action(s)	Owner Form: Direct or Indi	ship of Indirect Beneficial Ownership (Instr. 4)		
Stock Option (Right to Buy) Stock Option (Right to	Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	umber vative urities uired or osed ) r. 3, 4	6. Date Expira (Monti	e Exertions e Exertion D hh/Day/	Expiration	7. Title an of Securit Underlyin Derivative (Instr. 3 a	d Amount ies g security and 4)  Amount or Number of Shares	8. Price of Derivative Security	derivat Securit Benefi Owned Follow Report Transa (Instr. 4	tive ties cially l ing cition(s) 4)	Owner Form: Direct or Indi (I) (Inst	ship of Indirect Beneficial Ownership (Instr. 4)		
Stock Option (Right to Buy) Stock Option (Right to Buy) Stock Option (Right to Buy)	Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	umber vative urities uired or osed ) r. 3, 4	6. Date Expira (Monti	tions e e Exerrition D hh/Day/	Expiration Date	7. Title an of Securit Underlyin Derivative (Instr. 3 a)  Title  Common Stock	Amount or Number of Shares	8. Price of Derivative Security	derivat Securii Benefii Owned Follow Report Transa (Instr. 4	tive tites cially I ring led cition(s) 4)	Owner Form: Direct or Indi (I) (Insi	ship of Indirect Beneficial Ownership (Instr. 4)		
Stock Option (Right to Buy)	Conversion or Exercise Price of Derivative Security  \$14.9	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	umber vative urities uired or osed ) r. 3, 4	Bate Exerci	tions e Exerrition D hh/Day/	Expiration Date  03/31/2024	7. Title an of Securit Underlyin Derivative (Instr. 3 a)  Title  Common Stock  Common	Amount or Number of Shares	8. Price of Derivative Security	derivat Securit Benefic Owned Follow Report Transa (Instr. 4	tive tities cially in ing led ciction(s) 4)	Owner Form: Direct or Indi (I) (Inst	ship Dendirect Beneficial Ownership (Instr. 4)		
Derivative Security	Conversion or Exercise Price of Derivative Security  \$14.9  \$7.1	3. Transaction Date	3A. De Execu	(e.g.,   eemed ution Date,	4. Transa Code (	action (Instr.	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	umber vative urities uired or osed ) r. 3, 4	Date Exerci	tions e Exercition D hh/Day/'	Expiration Date 06/30/2024 12/23/2025	7. Title an of Securit Underlyin Derivative (Instr. 3 at Title  Common Stock  Common Stock  Common Stock	Amount or Number of Shares 2,589 3,325	8. Price of Derivative Security	derivat Securit Benefic Owned Follow Report Transa (Instr. 4	tive tities cially I in the ci	Owner Form: Direct or Indi (i) (Insi	ship Dendirect Beneficial Ownership (Instr. 4)		

## Explanation of Responses:

- 1. 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.
- 2. 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.

3. Exercisable in full as of the date of this report.

- 4. 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 15, 2019 grant date.
- 5. 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.
- 6. 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.

/s/ Scott E. Royer, Attorney-in-Fact for Maurice Zauderer
\*\* 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.