

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

OMB APPROVAL	
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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>SCHADE CHRISTIAN S</u> (Last) (First) (Middle) 535 BOYLSTON STREET (Street) BOSTON MA 02116 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Aprea Therapeutics, Inc. [APRE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	02/25/2021		A		77,000 ⁽¹⁾	A	\$0	77,160	D	
Common Stock	02/25/2021		A		88,500 ⁽²⁾	A	\$0	176,660	D	
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								1,000 ⁽⁴⁾	I ⁽⁴⁾	By adult child ⁽⁴⁾
Common Stock								5,000	I	By spouse

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
Stock Option (right to Buy)	\$6	02/25/2021		A		329,000		(3)	02/25/2031	Common Stock	329,000	\$0	329,000	D	

Explanation of Responses:

- These shares represent restricted stock units which were granted on February 25, 2021, and which will vest and be settled in common stock as follows: (i) 25,666 shares on February 25, 2022, (ii) 25,667 shares on February 25, 2023 and (iii) 25,667 shares on February 25, 2024, subject to the reporting person's continued employment through and including the applicable vesting dates and subject to acceleration under certain conditions.
- These shares represent restricted stock units which were granted on February 25, 2021, and which will vest and be settled in common stock as follows: (i) 29,500 shares on August 25, 2021, (ii) 29,500 shares on February 25, 2022 and (iii) 29,500 shares on August 25, 2022, subject to the reporting person's continued employment through and including the applicable vesting dates and subject to acceleration under certain conditions.
- Twenty-five percent of these options vest on February 25, 2022, with the remaining options vesting ratably over the following 36 months, subject to the reporting person's continued employment through and including the applicable vesting date and subject to acceleration under certain conditions.
- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, or for any other purpose.

/s/ Scott M. Coiante, attorney-in-fact 03/01/2021

** 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.