

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL | |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Address of Reporting Person* <u>5AM Ventures IV, L.P.</u> (Last) (First) (Middle) <u>501 2ND STREET, SUITE 350</u> (Street) <u>SAN FRANCISCO CA 94107</u> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) <u>10/02/2019</u> | 3. Issuer Name and Ticker or Trading Symbol <u>Aprea Therapeutics, Inc. [APRE]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 12,163 | I ⁽²⁾⁽⁴⁾ | See footnote ⁽²⁾⁽⁴⁾ |
| Common Stock | 507 | I ⁽³⁾⁽⁴⁾ | See footnote ⁽³⁾⁽⁴⁾ |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series B Convertible Preferred Stock | (1) | (1) | Common Stock | 1,913,910 | (1) | I ⁽²⁾⁽⁴⁾ | See footnotes ⁽²⁾⁽⁴⁾ |
| Series B Convertible Preferred Stock | (1) | (1) | Common Stock | 79,746 | (1) | I ⁽³⁾⁽⁴⁾ | See footnotes ⁽³⁾⁽⁴⁾ |
| Series C Convertible Preferred Stock | (1) | (1) | Common Stock | 492,475 | (1) | I ⁽²⁾⁽⁴⁾ | See footnotes ⁽²⁾⁽⁴⁾ |
| Series C Convertible Preferred Stock | (1) | (1) | Common Stock | 20,519 | (1) | I ⁽³⁾⁽⁴⁾ | See footnotes ⁽³⁾⁽⁴⁾ |

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| 1. Name and Address of Reporting Person* <u>5AM Ventures IV, L.P.</u> (Last) (First) (Middle) <u>501 2ND STREET, SUITE 350</u> (Street) <u>SAN FRANCISCO CA 94107</u> (City) (State) (Zip) |
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| 1. Name and Address of Reporting Person* <u>5AM Co-Investors IV, L.P.</u> (Last) (First) (Middle) <u>501 2ND STREET, SUITE 350</u> (Street) <u>SAN FRANCISCO CA 94107</u> (City) (State) (Zip) |
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| 1. Name and Address of Reporting Person* <u>5AM Partners IV, LLC</u> (Last) (First) (Middle) <u>501 2ND STREET, SUITE 350</u> |
|--|

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

DIEKMAN JOHN D

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Schwab Andrew J.

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

Explanation of Responses:

1. These shares of Series B Convertible Preferred Stock and Series C Convertible Preferred Stock (collectively, "Preferred Stock") will automatically be converted into shares of the Issuer's Common Stock ("Common Stock"), on a 1-for-1 basis, immediately prior to the completion of the Issuer's initial public offering. The Preferred Stock has no expiration date.
2. Shares are held directly by 5AM Ventures IV, L.P.
3. Shares are held directly by 5AM Co-Investors IV, L.P.
4. 5AM Partners IV, LLC is the sole general partner of each of 5AM Ventures IV, L.P. and 5AM Co-Investors IV, L.P. (collectively, the "5AM Funds"). Dr. John D. Diekman, Andrew J. Schwab and Dr. Scott M. Rocklage are managing members of 5AM Partners IV, LLC and may be deemed to have shared voting and investment power over the shares beneficially owned by the 5AM Funds. Each of 5AM Partners IV, LLC, Dr. Diekman, Mr. Schwab and Dr. Rocklage disclaims beneficial ownership of the shares of Common Stock and Preferred Stock held directly by the 5AM Funds, except to the extent of its or his pecuniary interest therein.

5AM VENTURES IV, L.P. By:
5AM Partners IV, LLC, its
General Partner By: /s/ Scott 10/02/2019
M. Rocklage Managing
Member
5AM CO-INVESTORS IV,
L.P. By: 5AM Partners IV,
LLC, its General Partner By: 10/02/2019
/s/ Scott M. Rocklage
Managing Member
5AM PARTNERS IV, LLC By:
/s/ Scott M. Rocklage 10/02/2019
Managing Member
/s/ John D. Diekman 10/02/2019
/s/ Andrew J. Schwab 10/02/2019

** 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 5 (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.