FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

1. Name and Address of Reporting Person* <u>Abrahmsen Lars B.</u>						2. Issuer Name and Ticker or Trading Symbol Aprea Therapeutics, Inc. [APRE]									eck all applic Directo	ector		10% Ov	vner	
(Last) 535 BOY	(FI LSTON ST	•	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/25/2021] ;	below)		cienti	Other (s below) fic Office	·	
(Street) BOSTON (City)			02116 (Zip)		4. 1	If Ame	mendment, Date of Original Filed (Month/Day/Year)							Line) K Form f	or Joint/Group Filing (Check Applicable rm filed by One Reporting Person rm filed by More than One Reporting rson				
		Tab	le I - Non	-Deriv	/ativ	e Se	curities	s Ac	quired,	Dis	posed o	f, or	Bene	eficiall	y Owned					
Date					action Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		Transaction Code (Instr.			Securities Acquired (A) sposed Of (D) (Instr. 3,			5. Amou Securitie Benefici Owned F Reporte	es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount		(A) or (D)	Price	Transaci (Instr. 3	tion(s)			(
Common Stock 02				02/2	5/202	/2021		A		19,000	19,000 ⁽¹⁾ A		\$0	19	9,000		D			
	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 D if any (Month/Day)	Date,	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Yea		•	of Sec Under Deriva	7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	0 N 0	lumber						
Stock Option (right to Buy)	\$6	02/25/2021			A		82,000		(2)	C	02/25/2031	Comm		32,000	\$0	82,000	0	D		

Explanation of Responses:

- 1. 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) 6,333 shares on February 25, 2022, (ii) 6,333 shares on February 25, 2023 and (iii) 6,334 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.
- 2. 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

/s/ Scott M. Coiante, attorney-

in-fact

** Signature of Reporting Person Date

03/01/2021

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.