

Carroll Pamela  
Form 3  
October 16, 2018

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Carroll Pamela

(Last)

(First)

(Middle)

2. Date of Event  
Requiring Statement  
(Month/Day/Year)

10/11/2018

3. Issuer Name **and** Ticker or Trading Symbol  
GENOCEA BIOSCIENCES, INC. [GNCA]

4. Relationship of Reporting  
Person(s) to Issuer

5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
SVP IMMUNO-ONCOLOGY

C/O GENOCEA  
BIOSCIENCES, INC.,Â 100  
ACORN PARK DRIVE, 5TH  
FLOOR

(Street)

CAMBRIDGE,Â MAÂ 02140

(City)

(State)

(Zip)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_X\_\_ Form filed by One Reporting  
Person  
\_\_\_\_ 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)

Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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### 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

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

## Edgar Filing: Carroll Pamela - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (1)	07/18/2026	Common Stock	60,000	\$ 4.31	D	Â
Stock Option (Right to Buy)	Â (2)	02/28/2027	Common Stock	20,000	\$ 4.67	D	Â
Stock Option (Right to Buy)	Â (3)	02/08/2028	Common Stock	70,000	\$ 0.98	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Carroll Pamela C/O GENOCEA BIOSCIENCES, INC. 100 ACORN PARK DRIVE, 5TH FLOOR CAMBRIDGE, MA 02140	Â	Â	Â SVP IMMUNO-ONCOLOGY	Â	

## Signatures

/s/ Pamela  
Carroll

10/16/2018

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The Stock Option will vest as to 1/4th of the Shares subject to the option on the first anniversary of the vesting start date (7/18/2016) and thereafter as to 1/48th of such Shares (rounded down to the nearest whole share except for the fourth anniversary of the vesting start date, with respect to which all remaining shares will vest) on each of the next 36 consecutive monthly anniversaries following the first anniversary of the vesting start date.

(2) The Stock Option will vest as to 1/4th of the Shares subject to the option on the first anniversary of the vesting start date (02/28/17) and thereafter as to 1/48th of such Shares (rounded down to the nearest whole share except for the fourth anniversary of the vesting start date, with respect to which all remaining shares will vest) on each of the next 36 consecutive monthly anniversaries following the first anniversary of the vesting start date.

(3) The Stock Option will vest as to 1/4th of the Shares subject to the option on the first anniversary of the vesting start date (02/08/2018) and thereafter as to 1/48th of such Shares (rounded down to the nearest whole share except for the fourth anniversary of the vesting start date, with respect to which all remaining shares will vest) on each of the next 36 consecutive monthly anniversaries following the first anniversary of the vesting start date.

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### Remarks:

ExhibitÂ ListÂ -Â ExhibitÂ 24Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.