

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden 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* <u>Brewis Neil</u> (Last) (First) (Middle) C/O F-STAR THERAPEUTICS, INC. EDDEVA B920, BABRAHAM RESEARCH CAMPUS (Street) CAMBRIDGE X0 CB22 3AT (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>F-star Therapeutics, Inc. [FSTX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Scientific Officer
	3. Date of Earliest Transaction (Month/Day/Year) 11/20/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	11/20/2020		A		19,844 ⁽¹⁾	A	\$0.00	19,844	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 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)	\$0.08 ⁽²⁾	11/20/2020		A		6,307 ⁽³⁾		(4)	05/07/2029	Common Stock	6,307	\$0.00	6,307	D	
Stock Option (right to buy)	\$0.08 ⁽²⁾	11/20/2020		A		70,312 ⁽³⁾		(5)	07/01/2030	Common Stock	70,312	\$0.00	70,312	D	

Explanation of Responses:

- Represents shares of common stock of F-star Therapeutics, Inc. (formerly Spring Bank Pharmaceuticals, Inc.) (the "Issuer") issued by the Issuer in the share exchange transaction that was completed on November 20, 2020 pursuant to the Share Exchange Agreement, dated as of July 29, 2020, by and among the issuer, F-star Therapeutics Limited ("F-star") and the holders of F-star shares, options, RSUs, and notes convertible into F-star shares.
- The exercise price was originally in Pound Sterling and converted to U.S. Dollars using a conversion price of 0.844 according to Thomson Reuters.
- This option was issued in replacement of an option to purchase shares of F-star Therapeutics Limited.
- So long as Participant remains continuously a Service Provider 28% of the total number of Shares under Award shall vest on the first anniversary of the Vesting Commencement Date, May 7, 2019, and 2% of the total number of Shares under Award shall vest monthly thereafter
- Twenty-five per cent (25%) of the total number of Shares under Award shall vest on the first anniversary of the Vesting Commencement Date, July 1, 2020, and two and one twelfth per cent (2.083%) of the total number of Shares under Award shall vest monthly thereafter, provided in each case that the Participant remains a Service Provider continuously from the Vesting Commencement Date to the relevant date.

Remarks:

/s/ Darlene Deptula-Hicks,
Attorney-in-fact

11/24/2020

** 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.