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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Moran Sean F.</u> _____ (Last) (First) (Middle) <u>C/O CORBUS PHARMACEUTICALS HOLDINGS, INC</u> <u>500 RIVER RIDGE DRIVE</u> _____ (Street) <u>NORWOOD MA 02062</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Corbus Pharmaceuticals Holdings, Inc. [CRBP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner Officer (give title below) _____ Other (specify below) _____ <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/14/2024</u>	
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, par value \$0.0001 per share	06/14/2024		M		1,567	A	\$30	50,172 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/14/2024		S ⁽²⁾		1,567	D	\$49.8738 ⁽³⁾	48,605 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/14/2024		M		7,788	A	\$4.26	56,393 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/14/2024		S ⁽²⁾		7,788	D	\$49.8738 ⁽³⁾	48,605 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/17/2024		M		6,730	A	\$14.1	55,335 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/17/2024		S ⁽²⁾		6,730	D	\$46.774 ⁽⁴⁾	48,605 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/18/2024		M		1,958	A	\$30	50,563 ⁽¹⁾	D	
Common Stock, par value \$0.0001 per share	06/18/2024		S ⁽²⁾		1,958	D	\$42.1242 ⁽⁵⁾	48,605 ⁽¹⁾	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					
Options to purchase common stock ⁽⁶⁾	\$30	06/14/2024		M			1,567	⁽⁶⁾	10/22/2024	Common Stock	\$0	1,958	D	
Options to purchase common stock ⁽⁷⁾	\$4.26	06/14/2024		M			7,788		02/13/2024 02/13/2033	Common Stock	\$0	23,367	D	
Options to purchase common stock ⁽⁸⁾	\$14.1	06/17/2024		M			6,730		02/01/2023 02/01/2032	Common Stock	\$0	11,217	D	
Options to purchase common stock ⁽⁶⁾	\$30	06/18/2024		M			1,958	⁽⁶⁾	10/22/2024	Common Stock	\$0	0	D	

Explanation of Responses:

- This amount includes 40,176 restricted stock units ("RSUs"), which vest 25% on each of the first, second, third and fourth anniversary beginning on February 12, 2025.
- This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 15, 2024.
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$48.26 to \$52.525 per share, inclusive. The reporting person undertakes to provide to Corbus Pharmaceuticals Holdings, Inc., any security holder of Corbus Pharmaceuticals Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44.88 to \$49.47 per share, inclusive. The reporting person undertakes to provide to Corbus Pharmaceuticals Holdings, Inc., any security holder of Corbus Pharmaceuticals Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

5. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.10 to \$43.59 per share, inclusive. The reporting person undertakes to provide to Corbus Pharmaceuticals Holdings, Inc., any security holder of Corbus Pharmaceuticals Holdings, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

6. The option award was made in accordance with the terms of the issuer's 2014 Equity Compensation Plan and is fully vested.

7. The annual option award was made in accordance with the terms of the issuer's 2014 Equity Compensation Plan. 25% of the option vested on February 13, 2024, with the remaining 75% of the option vesting in equal monthly installments over a period of 36 months commencing on March 13, 2024.

8. The annual option award was made in accordance with the terms of the issuer's 2014 Equity Compensation Plan. 25% of the option vested on February 1, 2023, with the remaining 75% of the option vesting in equal monthly installments over a period of 36 months commencing on March 2, 2023.

/s/Sean Moran

06/18/2024

** 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.