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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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2024</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	02/12/2024		A		40,176 ⁽¹⁾	A	\$0.00	46,818	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					
Stock Option (right to buy)	\$23	02/12/2024		A		40,176		(2)	02/12/2034	Common Stock	\$0.00	40,176	D	

Explanation of Responses:

- On February 12, 2024, the Reporting Person was granted 40,176 restricted stock units ("RSUs"), which will be settled in shares of common stock, par value \$0.0001. 25% of the RSUs shall vest on each of the first, second, third and fourth anniversary beginning on February 12, 2025. Notwithstanding the foregoing, upon termination of the Reporting Person's Service by the Company without cause, provided that such termination occurs after the first Vesting Date, then a pro rata portion of the RSUs shall accelerate in an amount equal to the product of (x) the number of RSUs scheduled to vest on the next Vesting Date and (y) a fraction, the numerator of which is the number of completed months of service the Awardee worked since the most recent Vesting Date through the date of Awardees termination of Service and the denominator of which is 12. The RSUs, to the extent not accelerated in accordance with this paragraph shall be forfeited upon such Reporting Person's termination of service.
- The annual option award was made in accordance with the terms of the issuer's 2014 Equity Compensation Plan. 25% of the option vests on February 12, 2025, with the remaining 75% of the option vesting in equal monthly installments over a period of 36 months commencing on March 12, 2025.

Remarks:

/s/ Sean Moran

02/14/2024

** 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.