FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL										
OMB Number:	3235-0287									

	Check this box if no longer subject to
1	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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB AP	PROVAL								
OMB Number:	3235-0287								
Estimated average	Estimated average burden								
hours per respon	ise: 0.5								

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 1005-
defense conditions of Rule 10b5-1(c). See Instruction 10.

	nd Address on Zacha	f Reporting Person <sup>'</sup> <u>riah</u>	,					nd Tick	er or Tra	ading	Symbol			(Chec	k all app Direc	,	ng Per	10% O	wner	
	O ABSCI CORPORATION			3. Date of Earliest Transaction (Month/Day/Year) 10/12/2024									Officer (give title Other (specify below)  CFO / CBO							
18105 SE MILL PLAIN BLVD					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	UVER W	<b>Y</b> A 9	8683											7		filed by On		•		
(City)	(S	tate) (2	Zip)												Feise	)II				
		Table	I - Nor	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	Bene	ficiall	y Own	ed				
Date			2. Transac Date (Month/Da	Exec		Deemed ecution Date, ny onth/Day/Year)		Transaction		4. Securities Acquired (ADisposed Of (D) (Instr. 3, 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Code V		Amount	(A) (D)	or F	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	Stock			10/12/	2024				F		242(1)	D \$		\$4.07	363,734			D		
		Та									osed of, onvertib				Owne	d				
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/Yea		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 (Ins 3 and 4)		De Se (In	Price of rivative curity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Ownership Form:	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	ber						

## **Explanation of Responses:**

1. Represents the number of shares of Common Stock withheld by the Issuer to cover tax withholding obligations in connection with the vesting and settlement of restricted stock units.

## Remarks:

/s/ Shelby Walker, attorney-in-10/16/2024

fact

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.