Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

STATEMENT	OF CHANG	GES IN BE	NEFICIAL	OWNERSHIP

OMB APPROVAL			
OMB Number:	3235-0287		
Estimated average burden			
hours per response:	0.5		

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) Absci Corp [ABSI] Bedrick Todd Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) X below) below) (Last) (First) (Middle) 02/01/2024 SVP. CAO C/O ABSCI CORPORATION 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 18105 SE MILL PLAIN BLVD Line) Form filed by One Reporting Person (Street) Form filed by More than One Reporting **VANCOUVER** WA 98683 Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership Form: Direct 2. Transaction 7. Nature 5. Amount of 1. Title of Security (Instr. 3) 3. Transaction **Execution Date** Securities of Indirect if any (Month/Day/Year) Beneficially Owned Following (Month/Day/Year) Code (Instr. 5) (D) or Indirect Beneficial 8) Ownership (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) (Instr. 3 and 4) Code ν Amount Price Common Stock 02/01/2024 20,570(1) A \$0 154,670 D Α

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed Execution Date. 6. Date Exercisable and Expiration Date 1. Title of 3. Transaction Date 5. Number 7. Title and Amount 8. Price of Derivative 9. Number of 11. Nature Conversion Derivative Transaction of Securities derivative Ownership of Indirect or Exercise Price of Security (Instr. 3) (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Derivative (Month/Day/Year) Underlying Derivative Security Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership Securities Acquired Derivative (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) Following Reported Security (I) (Instr. 4) Transaction(s) (Instr. 4) Amount Number Expiration (D) Shares Code (A) Exercisable Title Date Stock Option (right to \$4 4 02/01/2024 86,790 (2) 01/31/2034 86,790 \$<mark>0</mark> 86,790 D Stock

Explanation of Responses:

- 1. The shares reported in this transaction represent Restricted Stock Units ("RSUs") issued under the Absci Corporation 2021 Stock Option and Incentive Plan. Each RSU represents the contingent right to receive one share of the Issuer's Common Stock. The RSUs shall vest and be settled in three substantially equal annual installments with the first such annual installment vesting on February 1, 2025, subject to the Reporting Person's continuous service to the Issuer on each such date.
- 2. The shares subject to this option shall vest and become exercisable over a three year period, in substantially equal annual installments with the first such installment vesting on February 1, 2025, subject to the Reporting Person's continuous service to the Issuer on each such date

Remarks:

/s/ Todd Bedrick

02/05/2024

** 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.