

OMB APPROVAL	
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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).

1. Name and Address of Reporting Person* <u>Schuetz Thomas J.</u> (Last) (First) (Middle) <u>C/O COMPASS THERAPEUTICS, INC.</u> <u>80 GUEST ST., SUITE 601</u> (Street) <u>BOSTON MA 02135</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Compass Therapeutics, Inc. [CMPX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President of R&D</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/09/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/09/2024		A		637,500 ⁽¹⁾	A	\$1.93	6,615,348 ⁽²⁾	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)	\$1.93	01/09/2024		A		637,500		(3)	01/08/2034	Common Stock	637,500	\$0	637,500	D	

Explanation of Responses:

- Represents restricted stock units ("RSU") granted to the reporting person on January 9, 2024. Each RSU represents a contingent right to receive one share of common stock. The award is subject to service-based vesting conditions and vests in four equal annual installments, with the first installment vesting on January 9, 2025.
- 300,000 of the shares represents unvested restricted stock units ("RSU") granted on November 16, 2021. The award is subject to service-based vesting conditions and vests in four equal annual installments, with the first installment vested on November 15, 2022. 500,000 of the shares represents unvested restricted stock units ("RSU") granted on February 8, 2023. Each RSU represents a contingent right to receive one share of common stock. The award is subject to service-based vesting conditions and vests in four equal annual installments, with the first installment vested on February 8, 2024. 637,500 of the shares represents unvested restricted stock units ("RSU") granted on January 9, 2024. Each RSU represents a contingent right to receive one share of common stock. The award is subject to service-based vesting conditions and vests in four equal annual installments, with the first installment vested on January 9, 2025.
- The options vest over 48 substantially equal monthly installments starting February 9, 2024.

/s/ Thomas J. Schuetz

01/10/2024

** 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.