SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

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OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Aguilar-Cordova Estuardo</u>	Requiring (Month/D	2. Date of Event Requiring Statement (Month/Day/Year) 07/26/2021 3. Issuer Name and Ticker or Trading Symbol Candel Therapeutics, Inc. [CADL]							
(Last) (First) (Middle) C/O CANDEL THERAPEUTICS,			4. Relationship of Repor Issuer (Check all applicable)	ting Person(s)	Person(s) to		5. If Amendment, Date of Original Filed (Month/Day/Year)		
INC. 117 KENDRICK ST., SUITE 450	_		X Director X Officer (give title below)	Other (below)	10% Owner Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
(Street) NEEDHAM MA 02494			Chief Scient	ific Officer				y More than One erson	
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Inst 4)	tr. Form: D (D) or Ir			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			853,786	I	D				
Common Stock			2,074,942	I			By Estuardo Aguilar-Cordova 2020 Irrevocable Trust ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
, , , ,	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of S Underlying Derivative S (Instr. 4)		4. Convers or Exerc Price of	ise Form	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivati Security	ive or Indirect			
Stock Option (Right to Buy)	(2)	08/17/2028	Common Stock	12,205	1.46	5	D		
Stock Option (Right to Buy)	(3)	11/12/2028	Common Stock	76,717	1.46	5	D		
Series B Preferred Stock	(4)	(4)	Common Stock	162,137 ⁽⁵⁾	(4)		D		

Explanation of Responses:

1. Shares held by the Estuardo Aguilar-Cordova 2020 Irrevocable Trust. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, if any.

2.25% of this option vested and became exercisable on January 1, 2019, with the remainder vesting in three substantially equal annual installments thereafter.

3. This option shall vest and become exercisable in four substantially equal annual installments, with the first installment vesting on October 13, 2018.

4. The Series B Preferred Stock has no expiration date.

5. Includes 32,399 shares held jointly with spouse.

Remarks:

<u>/s/ Estuardo Aguilar-</u>

<u>Cordova</u> ** Signature of Reporting Person 07/26/2021

Date

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

 \ast If the form is filed by more than one reporting person, see Instruction 5 (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.