SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 <sup>*</sup><br>Alexandria Venture Investments,<br>LLC                               | 2. Date of Event<br>Requiring State<br>(Month/Day/Yea<br>05/08/2019 | ment               | 3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NextCure, Inc.</u> [ NXTC ]                  |  |                                    |  |   |  |
|--|---|--------------------|--|--|------------------------------------|--|---|--|
| (Last) (First) (Middle)  |   |                    | 4. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director X 10% Owner |  |                                    | 5. If Amendment, Date of Original Filed (Month/Day/Year) |   |  |
| 385 E. COLORADO BLVD., SUITE 299   |   |                    | Officer (give title below)   | Other (spe<br>below)                   | cify 6. I                          | ndividual or Joint<br>plicable Line)                     | /Group Filing (Check  |  |
| (Street)<br>PASADENA CA 91101  |   |                    |  |  |                                    |  | y One Reporting Person<br>y More than One<br>erson          |  |
| (City) (State) (Zip)   |   |                    |  |  |                                    |  |   |  |
| Table I - Non-Derivative Securities Beneficially Owned   |   |                    |  |  |                                    |  |   |  |
| 1. Title of Security (Instr. 4)  |   |                    | . Amount of Securities<br>Beneficially Owned (Instr. 4)<br>or Indirect (I)<br>(Instr. 5)           |  | t (D) (Inst                        | (D) (Instr. 5)   |   |  |
| Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities) |   |                    |  |  |                                    |  |   |  |
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)      |                    | 3. Title and Amount of Securit<br>Underlying Derivative Securit                                    |  | 4.<br>Conversion<br>or Exercise    | cise Form:   | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |  |
|  | Date<br>Exercisable   | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares | Price of<br>Derivative<br>Security | Direct (D)<br>or Indirect<br>(I) (Instr. 5)              |   |  |
| Series A-1 Preferred Stock   | (1)   | (2)                | Common Stock   | 27,819                                 | (1)                                | D  |   |  |
| Series A-2 Preferred Stock   | (1)   | (2)                | Common Stock   | 46,366                                 | (1)                                | D  |   |  |
| Series A-3 Preferred Stock   | (1)   | (2)                | Common Stock   | 45,523                                 | (1)                                | D  |   |  |
| Series B-1 Preferred Stock   | (1)   | (2)                | Common Stock   | 78,285                                 | (1)                                | D  |   |  |

Explanation of Responses:

1. The preferred stock is convertible into the Issuer's common stock at a ratio of 8.0338 shares of preferred stock to 1 share of common stock at the holder's election and has no expiration date. The preferred stock will automatically convert into common stock upon the closing of the Issuer's initial public offering, for no additional consideration.

2. Not applicable **Remarks:** 

By: ALEXANDRIA REAL ESTATE EQUITIES, INC., a Maryland corporation, managing member By: /s/ Dean A. Shigenaga Chief Financial Officer \*\* Signature of Reporting Person

05/08/2019

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 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.