

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* <u>Lynn Geoffrey</u> (Last) (First) (Middle) UNIT 6-10, ZEUS BUILDING RUTHERFORD AVENUE, HARWELL (Street) DIDCOT X0 OX11 0DF (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/17/2024	3. Issuer Name and Ticker or Trading Symbol <u>Barinthus Biotherapeutics plc. [BRNS]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Scientific Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 12/20/2024 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Ordinary Shares ⁽¹⁾	638,442	D	
Ordinary Shares ⁽¹⁾	2,197	I	By spouse

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 Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Share Option (Right to Buy)	(2)	03/08/2032	Ordinary Shares ⁽¹⁾ 174,500	11.12	D	
Share Option (Right to Buy)	(3)	01/03/2033	Ordinary Shares ⁽¹⁾ 23,384	2.4	D	
Share Option (Right to Buy)	(4)	01/02/2034	Ordinary Shares ⁽¹⁾ 24,207	3.7	D	
Share Option (Right to Buy)	(5)	12/01/2034	Ordinary Shares ⁽¹⁾ 200,000	0.98	D	

Explanation of Responses:

- The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- The shares underlying this option shall vest and become exercisable in three equal annual installments, with the first installment vested on January 3, 2023.
- The shares underlying this option shall vest and become exercisable in three equal annual installments, with the first installment vested on January 3, 2024.
- The shares underlying this option shall vest and become exercisable in three equal annual installments, with the first installment vesting on January 2, 2025.
- The shares underlying this option shall vest and become exercisable in three equal annual installments, with the first installment vesting on December 1, 2025.

Remarks:

This amendment to the Form 3 originally filed on December 20, 2024 is being filed solely to correct the number of Ordinary Shares beneficially owned by the Reporting Person's spouse.

/s/ William Enright,
Attorney-in-Fact

12/31/2024

** 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 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.