

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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Estimated average burden

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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>Deniger Drew</u> (Last) (First) (Middle) <u>C/O ALAUNOS THERAPEUTICS, INC.</u> <u>8030 EL RIO ST.</u> (Street) <u>HOUSTON TX 77054</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/29/2022</u>	3. Issuer Name and Ticker or Trading Symbol <u>Alaunos Therapeutics, Inc. [TCRT]</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>VP, Research & Development</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		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)
<u>Common Stock</u>	<u>15,000</u>	<u>D</u>	

**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	Title	Amount or Number of Shares			
<u>Employee Stock Option (right to buy)</u>	<u>(1)</u>	<u>09/23/2029</u>	<u>Common Stock</u>	<u>50,000</u>	<u>4.13</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(2)</u>	<u>12/30/2029</u>	<u>Common Stock</u>	<u>30,000</u>	<u>4.72</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(3)</u>	<u>01/03/2031</u>	<u>Common Stock</u>	<u>75,000</u>	<u>2.82</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(4)</u>	<u>03/03/2031</u>	<u>Common Stock</u>	<u>35,000</u>	<u>4.31</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(5)</u>	<u>10/28/2031</u>	<u>Common Stock</u>	<u>250,000</u>	<u>1.5</u>	<u>D</u>	

Explanation of Responses:

- The option was granted on September 24, 2019. One-fourth of the shares underlying the option vested on September 24, 2020, and the remainder vests in twelve successive equal quarterly installments measured from September 24, 2020, subject to the Reporting Person's continued service through each such date.
- The option was granted on December 31, 2019. One-twelfth of the shares underlying the option vest in equal quarterly installments commencing three months after the grant date, subject to the Reporting Person's continued service through each such date.
- The option was granted on January 4, 2021. One-twelfth of the shares underlying the option vest in equal quarterly installments commencing three months after the grant date, subject to the Reporting Person's continued service through each such date.
- The option was granted on March 4, 2021. One-sixteenth of the shares underlying the option vest in equal quarterly installments commencing three months after December 31, 2020, subject to the Reporting Person's continued service through each such date.
- The option was granted on October 29, 2021. One-sixteenth of the shares underlying the option vest in equal quarterly installments commencing three months after the grant date, subject to the Reporting Person's continued service through each such date.

Remarks:

/s/ Drew Deniger

04/08/2022

** Signature of Reporting Person

Date

* 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.