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

Requiring Stater	nent '	3. Issuer Name and Ticker or Trading Symbol  Y-mAbs Therapeutics, Inc. [ YMAB ]							
		Check all applicable)  Director	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)				
		below)			'' /				
		Sr. VP and CC	.0	X	Form filed by	y One Reporting Person y More than One erson			
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			Beneficially Owned (Instr. 4) Form: Dire		4. Nature of Indirect Beneficial Ownership (Instr. 5)				
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 Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)			
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)				
(1)	10/07/2028	Common Stock	20,000	13.11	D				
(2)	06/12/2029	Common Stock	20,000	21.45	D				
(3)	12/10/2029	Common Stock	20,000	33.74	D				
	Table II - E I., puts, cal 2. Date Exercisable (Month/Day/Y  Date Exercisable (1) (2)	able I - Non-Derivative I., puts, calls, warrar  2. Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable Expiration Date (Month/Day/Year)  Date 1 - Non-Derivative Expiration Date (Month/Day/Year)  Date 2 - Date Expiration Date (Month/Day/Year)  Date 2 - Date Expiration Date (Month/Day/Year)	A. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) Sr. VP and CC  2. Amount of Securities Beneficially Owned (Instr. 4)  Table II - Derivative Securities Beneficially Outlines, calls, warrants, options, convertible  2. Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable and Expiration Date (Month/Day/Year)  Title  (1) 10/07/2028 Common Stock  (2) 06/12/2029 Common Stock	Amount of Securities Beneficially Owned I., puts, calls, warrants, options, convertible securities Lapiration Date (Month/Day/Year)  Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable and Exercisable and Exercisable (I)  Date Exercisable and Exercisable and Exercisable (I)  Date Exercisable and Expiration Date (Month/Day/Year)  Amount of Securities Beneficially Owned (Instr. 4)  J. Title and Amount of Securities (Instr. 5)  Amount of Securities Beneficially Owned (Instr. 4)  J. Title and Amount of Securities (Instr. 5)  Amount of Securities (Instr. 4)  Common Stock (20,000)	A Relationship of Reporting Person(s) to Issuer (Check all applicable)  Jirector  X Officer (give title Delow)  Sr. VP and CCO  2. Amount of Securities  Beneficially Owned (Instr. 4)  Table II - Derivative Securities Beneficially Owned  I., puts, calls, warrants, options, convertible securities  Date Expiration Date (Month/Day/Year)  Amount of Securities Conmon Stock  Date Expiration Date  (Month/Day/Year)  Y-mAbs Therapeutics, Inc. [YMAB]  4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  S. If (Month/Day/Year)  5. If (Month/Day/Year)  3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  4. Natron:  (Instr. 5)  4. Conversion or Exercise Price of Derivative Security  Amount of Securities  Amount of Securities  Conversion or Exercise Price of Derivative Security  Security  1. 10/07/2028 Common Stock 20,000 13.11  2. 06/12/2029 Common Stock 20,000 21.45	Amount of Securities Beneficially Owned (Instr. 4)  Table II - Derivative Securities Beneficially Owned  2. Amount of Securities Beneficially Owned (Instr. 4)  Table II - Derivative Securities Beneficially Owned  2. Derivative Securities Beneficially Owned  1., puts, calls, warrants, options, convertible securities  2. Date Exercisable and Expiration Date (Month/Day/Year)  3. Title and Amount of Securities Underlying Derivative Securities  Amount of Securities  Beneficially Owned (Instr. 4)  3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  4. Nature of Indirect (Instr. 5)  4. Nature of Indirect (Instr. 5)  4. Oonversion or Exercise Price of Derivative Security (Instr. 4)  Conversion or Exercise Price of Derivative Security  Amount or Number of Shares  1. 10/07/2028  Common Stock  Common Stock  Common Stock  Conversion or Exercise (I) (Instr. 5)  Details (I) 10/07/2028  Common Stock  Common			

## **Explanation of Responses:**

- 1. The stock option vested and became exercisable as to 25% of the shares subject to the option on 10/07/2019 and thereafter vests and becomes exercisable by 1/48th in equal monthly instalments, subject to continued employment of the Reporting Person at such times.
- 2. The stock option vests and becomes exercisable as to 25% of the shares subject to the option on 6/12/2020 and thereafter vests and becomes exercisable by 1/48th in equal monthly instalments, subject to continued employment of the Reporting Person at such times.
- 3. The stock option vests and becomes exercisable as to 25% of the shares subject to the option on 12/10/2020 and thereafter vests and becomes exercisable by 1/48th in equal monthly instalments, subject to continued employment of the Reporting Person at such times.

s/s Philip Karl Herman 01/09/2020

\*\* 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.