FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT
obligations may continue. See	
Instruction 1(b).	Filed p

T OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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

(Last) (First) (Middle) C/O Y-MABS THERAPEUTICS, INC. 230 PARK AVENUE, SUITE 3350 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) NEW YORK NY 10169 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 4) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired (Instr. 3) Table II -	Name and Address of Reporting Person* Ahmed Mahiuddin					2. Issuer Name and Ticker or Trading Symbol Y-mAbs Therapeutics, Inc. [YMAB]									(Check	all app	onship of Reporti Il applicable) Director Officer (give title		10% O		
City	C/O Y-MABS THERAPEUTICS, INC.														Х		ow) below)			,	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Instr. 4) Transaction (S) (Instr. 3 and 4) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (E.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities (Month/Day/Year) (Month	(Street) NEW YORK NY 10169						4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	X Form filed by One Reporting Person Form filed by More than One Reporting					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned (Instr. 4) 7. Nature of Disposed Of (D) (Instr. 3, 4 and 5) 8. Transaction (Instr. 4) 7. Nature of Disposed Of (D) (Instr. 3, 4 and 5) 8. Amount of Securities Beneficially Owned (Instr. 4) 7. Title of Conversion Or Exercise Securities Acquired (A) or Disposed Of (D) (Instr. 3) 8. Amount of Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Conversion Or Exercise (Month/Day/Year) 8. Amount of Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) 9. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 4) 1. Title of Derivative Securities (Month/Day/Year) 1. Title of Derivative Securities (Instr. 3) 1. Title of Derivative Securities (Month/Day/Year) 1. Title of Derivative Securities (Instr. 3) 2. Conversion Or Exercise (Month/Day/Year) 1. Title of Derivative Securities (Month/Day/Year) 1. Title of Derivative Securities (Month/Day/Year) 2. Conversion Or Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 4) 7. Title and Amount of Securities Securities (Instr. 5) 8. Price of Derivative Securities Securities Securities (Month/Day/Year) 9. Number of Of Derivative Securities Securities Securities (Month/Day/Year) 1. Title of Date Securities Acquired (A) or Disposed Of (D) (Instr. 4) 1. Title of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 4) 1. Title of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 4) 2. Amount of Securities Acquired (A) or Disposed Of (D) (Instr. 4) 2. Owner Ship Form: Direct (D) Owner Of Deriva																					
Common Stock O5/26/2020 S S0,000 D \$39.3847(1) 150,000 D	1. Title of Security (Instr. 3) 2. Transaction Date				2A. Deemed Execution Date, ear) if any		Ī	3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			find 5) Se Be Ov		. Amount of securities seneficially owned Following		n: Direct or ect (I)	7. Nature of Indirect Beneficial Ownership			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Security Security Security Security Security Security Security Security Security Security (Instr. 3) 2. Demed Execution Date (Month/Day/Year) 3. Transaction Date (Execution Date (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 5. Number of Derivative Securities (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Securities (Instr. 5) 8. Price of Derivative Security (Instr. 5) 9. Number of derivative Security Securities (Instr. 5) Ownership Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4) (Instr. 4) Amount							C		Code	v	Amount	(A) or (D)	Price		Transa	Transaction(s)		1. 4)	(iiisti. 4)		
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Security Security (Instr. 3, 4 and 5) 1. Title of Derivative Securities And Amount of Securities And Amount of Securities Securities Security (Instr. 5) 2. Derivative Securities Securities Securities Securities Securities Securities Security (Instr. 5) 3. Transaction Date (Month/Day/Year) 4. Title and Amount of Securities Underlying Derivative Security (Instr. 5) 9. Number of derivative Security Security Security (Instr. 5) Ownership Form: Direct (D) or Indirect (I) (Instr. 4) (Instr. 4) (Instr. 4)	Common Stock 05/26/20					20			s 50,000		D	\$39.38	\$39.3847(1)		150,000		D				
Derivative Security (Instr. 3) Instr. 3) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Derivative Security Security Security Amount of Securities (Month/Day/Year) Derivative Security (Instr. 5) Derivative Security (Instr. 5) Derivative Security (Instr. 5) Derivative Security (Instr. 5) Ownership Form: Direct (D) Owned (Instr. 4) Ownership Form: Direct (D) Owned (Instr. 4) Instr. 4) Amount of Securities (Month/Day/Year) Derivative Security (Instr. 5) Amount of Securities (Instr. 5) Derivative Security (Instr. 5) Amount of Securities (Instr. 5) Derivative Security (Inst																					
Number	Derivative Security	Conversion or Exercise Price of Derivative	Date	Exe if ar	cution Date, ny	Transaction Code (Instr. 8) Derivativ Securitie Acquired (A) or Disposec of (D) (Instr. 3, 4)		ative ities ired sed	Expiration Date (Month/Day/Year) es d			Amo Sect Und Deri Sect 3 an	unt of urities erlying vative urity (Instr d 4) Amoun or Numbe	Der Sec (Ins	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction	Ownersh Form: Direct (D or Indire (I) (Instr.	Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)		

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$39.000 to \$39.8700. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

/s/ Ahmed Mahiuddin 05/27/2020

** Signature of Reporting Person

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 4 (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.