

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>NEXTECH CROSSOVER I SCSP</u> <hr/> (Last) (First) (Middle) 8 RUE LOU HEMMER <hr/> (Street) SENNINGERBERG N4 L-1748 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/20/2024	3. Issuer Name and Ticker or Trading Symbol <u>Mersana Therapeutics, Inc.</u> [MRSN]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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)
Common Stock	12,067,246	D ⁽¹⁾	

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			

1. Name and Address of Reporting Person*
NEXTECH CROSSOVER I SCSP

 (Last) (First) (Middle)
 8 RUE LOU HEMMER

 (Street)
 SENNINGERBERG N4 L-1748

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Nextech Crossover I GP S.a.r.l.

 (Last) (First) (Middle)
 8 RUE LOU HEMMER

 (Street)
 SENNINGERBERG N4 L-1748

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Charoub Ian

(Last)	(First)	(Middle)
C/O NEXTECH INVEST		
8 RUE LOU HEMMER		
<hr/>		
(Street)		
SENNINGERBERG N4		L-1748
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Constantinides Costas

(Last)	(First)	(Middle)
C/O NEXTECH INVEST		
8 RUE LOU HEMMER		
<hr/>		
(Street)		
SENNINGERBERG N4		L-1748
<hr/>		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

Sgobbo Rocco

(Last)	(First)	(Middle)
C/O NEXTECH INVEST		
8 RUE LOU HEMMER		
<hr/>		
(Street)		
SENNINGERBERG N4		L-1748
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(City)	(State)	(Zip)

Explanation of Responses:

1. The securities are held of record by Nextech Crossover I SCSp ("Nextech Crossover LP"). Nextech Crossover I GP S.a. r.l. ("Nextech Crossover GP") is the general partner of Nextech Crossover LP and Ian Charoub, Costas Constantinides and Rocco Sgobbo are Managers of Nextech Crossover GP. Nextech Crossover GP and Messrs. Charoub, Constantinides and Sgobbo may be deemed to share voting and investment power with respect to the securities reported herein and disclaim beneficial ownership over such securities, except to the extent of its or his respective pecuniary interest therein, if any.

Remarks:

The Reporting Persons became the beneficial owners of greater than 10% of the Issuer's outstanding common stock as a result of a decrease in the number of shares outstanding, as described in the Issuer's Current Report on Form 8-K filed with the SEC on December 19, 2024, and not as a result of the acquisition of any securities by the Reporting Persons.

Nextech Crossover I
SCSp, By Nextech
Crossover I GP S.a r.l., its 12/30/2024
General Partner, By /s/ Ian
Charoub and /s/ Costas
Constantinides, Managers
Nextech Crossover I GP
S.a r.l., By /s/ Ian Charoub 12/30/2024
and /s/ Costas
Constantinides, Managers
/s/ Ian Charoub 12/30/2024
/s/ Costas Constantinides 12/30/2024
/s/ Rocco Sgobbo 12/30/2024

** 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.