The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM D

### Notice of Exempt Offering of Securities

# OMB APPROVAL OMB 3235-Number: 0076 Estimated average burden hours per response: 4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	None	Entity Type
<u>0001671927</u>	Immunocore	I td	X Corporation
Name of Issuer		Holdings Limited	Limited Partnership
Immunocore Holdings plc	minulocore	Holdings Ellinted	Limited Liability Company
Jurisdiction of			General Partnership
Incorporation/Organization			Business Trust
UNITED KINGDOM			Other (Specify)
Year of Incorporation/Or	ganization		oner (speerly)
Over Five Years Ago			
X Within Last Five Years (Specify	Year) 2021		
Yet to Be Formed	,		
2. Principal Place of Business and C	ontact Information		
Name of Issue	r		
Immunocore Holdings plc			
Street Address	1		Street Address 2
92 PARK DRIVE		MILTON PARK	
City State	/Province/Country	ZIP/Postal	Code Phone Number of Issuer
Abingdon, Oxfordshire UNITE	ED KINGDOM	OX14 4RY	+44 1235 438600
3. Related Persons			
Last Name	Firs	t Name	Middle Name
Jallal	Bahija		
Street Address 1	Street .	Address 2	
c/o Immunocore Holdings plc	92 Park Drive, M	ilton Park	
City	State/Prov	ince/Country	ZIP/PostalCode
Abingdon, Oxfordshire	UNITED KINGD	OM	OX14 4RY
<b>Relationship:</b> X Executive Officer	X Director Promo	ter	
Clarification of Response (if Necess	ary):		
Chief Executive Officer			
Last Name	Firs	t Name	Middle Name
Di Donato	Brian		
Street Address 1	Street	Address 2	
c/o Immunocore Holdings plc	92 Park Drive, M	ilton Park	
City	State/Prov	ince/Country	ZIP/PostalCode
Abingdon, Oxfordshire	UNITED KINGE	OM	OX14 4RY
<b>Relationship:</b> X Executive Officer	Director Promote	er	

Clarification of Response (if Necessary):

Chief Financial Officer

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      Last Name       First Name       Middle Name         Herbst       Roy       Street Address 1       Street Address 2         C/o Immunocore Holdings plc       92 Park Drive, Milton Park       ZIP/PostalCode         Abingdon, Oxfordshire       UNITED KINGDOM       OX14 4RY         Relationship:       Executive Officer X Director       Promoter         Clarification of Response (if Necessary):       Middle Name       Middle Name         Kaul       Siddharth       Middle Name         Kaul       Siddharth       Middle Name         Kaul       Siddharth       Street Address 2         c/o Immunocore Holdings plc       92 Park Drive, Milton Park       ZIP/PostalCode         Kaul       Siddharth       Street Address 2       ZIP/PostalCode         Kaul       Siddharth       ZIP/PostalCode       ZIP/PostalCode         Kaul       Siddharth       ZIP/PostalCode       ZIP/PostalCode         Kaul       Siddharth       ZIP/PostalCode       ZIP/PostalCode         Kaul       Siddharth       ZIP/PostalCode       ZIP/PostalCode         Koingdon, Oxfordshire       UNITED KINGDOM       OX14 4RY</td><td>-</td><td></td><td>UA14 4K1</td></tr> <tr><td>Last Name     First Name     Middle Name       Herbst     Roy     Street Address 1     Street Address 2       c/o Immunocore Holdings plc     92 Park Drive, Milton Park     ZIP/PostalCode       City     State/Province/Country     ZIP/PostalCode       Abingdon, Oxfordshire     UNITED KINGDOM     OX14 4RY       Relationship:     Executive Officer X Director     Promoter       Clarification of Response (if Necessary):     Middle Name       Kaul     Siteet Address 1     Street Address 2       c/o Immunocore Holdings plc     92 Park Drive, Milton Park     Middle Name       Kaul     Siddharth     Middle Name       Kaul     Siddharth     ZIP/PostalCode       Abingdon, Oxfordshire     UNITED KINGDOM     OX14 4RY</td><td>-</td><td></td><td></td></tr> <tr><td>Last Name       First Name       Middle Name         Herbst       Roy         Street 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OxfordshireUNITED KINGDOMOX14 4RYRelationship:Executive Officer X DirectorPromoterClarification of Response (if Necessary):OX14 4RYCityState/Province/CountryZIP/PostalCodeAbingdon, OxfordshireUNITED KINGDOMOX14 4RYRelationship:Executive Officer X DirectorPromoterClarification of Response (if Necessary):Middle NameKaulSiddharthStreet Address 2c/o Immunocore Holdings plc92 Park Drive, Milton ParkStreet Address 1Street Address 2c/o Immunocore Holdings plc92 Park Drive, Milton ParkCityState/Province/CountryZIP/PostalCodeAbingdon, OxfordshireUNITED KINGDOMOX14 4RY				Abingdon, OxfordshireUNITED KINGDOMOX14 4RYRelationship:Executive Officer X DirectorPromoterOX14 4RYRelationship:Executive Officer X DirectorPromoterOX14 4RYClarification of Response (if Necessary):Middle NameMiddle NameLast NameFirst NameMiddle NameHerbstRoyStreet Address 2OX14 4RYCityStreet Address 2OX14 4RYAbingdon, OxfordshireUNITED KINGDOMOX14 4RYRelationship:Executive Officer X DirectorPromoterClarification of Response 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Clarification of Response (if Necessary):

Last Name		First Name	Middle Name	
Perez	Robert			
Street Address 1		Street Address 2		
c/o Immunocore Holdings pl		rive, Milton Park		
City		te/Province/Country	ZIP/PostalCode	
Abingdon, Oxfordshire		KINGDOM	OX14 4RY	
<b>Relationship:</b> Executive C	Officer X Director	Promoter		
Clarification of Response (if	Necessary):			
Last Name		First Name	Middle Name	
Ratcliffe	Peter			
Street Address 1		Street Address 2		
c/o Immunocore Holdings pl		rive, Milton Park	10 1	
City		te/Province/Country	ZIP/PostalCode	
Abingdon, Oxfordshire		KINGDOM	OX14 4RY	
<b>Relationship:</b> Executive C	Officer X Director	Promoter		
Clarification of Response (if	Necessary):			
Last Name		First Name	Middle Name	
Peterson	Kristine			
Street Address 1		Street Address 2		
c/o Immunocore Holdings pl		rive, Milton Park		
City		te/Province/Country	ZIP/PostalCode	
Abingdon, Oxfordshire		KINGDOM	OX14 4RY	
<b>Relationship:</b> Executive C	Officer X Director	Promoter		
Clarification of Response (if	Necessary):			
Last Name		First Name	Middle Name	
Coy	Travis			
Street Address 1		Street Address 2		
c/o Immunocore Holdings pl City		rive, Milton Park <b>te/Province/Country</b>	ZIP/PostalCode	
Abingdon, Oxfordshire		KINGDOM	OX14 4RY	
<b>Relationship:</b> Executive (				
Relationship. Executive of	Mileer A Director	Tomoter		
Clarification of Response (if	Necessary):			
4. Industry Group				
Agriculture	Неа	llth Care	Retailing	
Banking & Financial Serv		Biotechnology		
Commercial Banking			Restaurants	
Insurance		lealth Insurance	Technology	
Investing	Н	lospitals & Physicians	Computers	
Investment Banking	P	harmaceuticals	Telecommunications	
Pooled Investment Fund	ł C	)ther Health Care	Other Technology	
Is the issuer registered a		nufacturing	Travel	
an investment company	under Rea	l Estate	Airlines & Airports	
the Investment Compan	v	commercial	-	
Act of 1940?		Construction	Lodging & Conventions	
Yes	No C		Tourism & Travel Services	

Other Banking & Financial Services

**REITS & Finance** 

Tourism & Travel Services Other Travel

Business ServicesResidentialOtherEnergy ConservationColl & ConservationConservationConservationConservationColl & ConservationConse

## 5. Issuer Size

<b>Revenue Range</b>	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
X Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Investment Company Act Section 3(c)		
c)(1)	Section 3(c)(9)	
c)(2)	Section 3(c)(10)	
c)(3)	Section 3(c)(11)	
c)(4)	Section 3(c)(12)	
c)(5)	Section 3(c)(13)	
c)(6)	Section 3(c)(14)	
z)(7)		
	c)(1) c)(2) c)(3) c)(4) c)(5) c)(6)	

- 7. Type of Filing
- X New Notice Date of First Sale 2022-07-20 First Sale Yet to Occur Amendment
- 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient	Recipient CRD Number X None	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number	X None
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
Check "All States" or check individual	All Foreign/non-US States	
13. Offering and Sales Amounts		
Total Offering Amount\$139,999,988 USDTotal Amount Sold\$139,999,988 USDTotal Remaining to be Sold\$0 USD		

Clarification of Response (if Necessary):

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:



15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$0 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

• Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Immunocore Holdings plc	/s/ Brian Di Donato	Brian Di Donato	Chief Financial Officer	2022-07-28

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.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.