

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Vitorovic Stefan</u>			2. Issuer Name and Ticker or Trading Symbol <u>Vigil Neuroscience, Inc. [VIGL]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/11/2022</u>					
VIGIL NEUROSCIENCE, INC. 1 BROADWAY, 7TH FLOOR, SUITE 07-300			4. 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 Form filed by More than One Reporting Person		
(Street)	(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/11/2022		C		3,333,245	A	(1)	3,333,245	I	By Vida Ventures III, L.P. ⁽²⁾
Common Stock	01/11/2022		C		7,684	A	(1)	7,684	I	By Vida Ventures III-A, L.P. ⁽³⁾
Common Stock	01/11/2022		P		1,671,148	A	\$14 ⁽⁴⁾	5,004,393	I	By Vida Ventures III, L.P. ⁽²⁾
Common Stock	01/11/2022		P		3,852	A	\$14 ⁽⁵⁾	11,536	I	By Vida Ventures III-A, L.P. ⁽³⁾

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B Preferred Stock	(1)	01/11/2022		C			9,243,756	(1)	(1)	Common Stock	3,333,245	\$0.00	0	I	By Vida Ventures III, L.P. ⁽²⁾
Series B Preferred Stock	(1)	01/11/2022		C			21,310	(1)	(1)	Common Stock	7,684	\$0.00	0	I	By Vida Ventures III-A, L.P. ⁽³⁾

Explanation of Responses:

- Each share of Series B Preferred Stock automatically converted into shares of the Issuer's common stock, par value \$0.0001 per share ("Common Stock") on a one-for-2.7732 basis upon the closing of the Issuer's initial public offering on January 11, 2022 and had no expiration date.
- The shares are held directly by Vida Ventures III, L.P. ("Vida III"). Vida Ventures GP III, L.L.C. ("Vida III GP") is the general partner of of Vida III. The Reporting Person is a managing member of Vida III GP and disclaims beneficial ownership of the shares held directly by Vida III, except to the extent of his pecuniary interest therein, if any.
- The shares are held directly by Vida Ventures III-A, L.P. ("Vida III-A"). Vida III GP is the general partner of of Vida III-A. The Reporting Person is a managing member of Vida III GP and disclaims beneficial ownership of the shares held directly by Vida III-A, except to the extent of his pecuniary interest therein, if any.
- On January 11, 2022, Vida III purchased 1,671,148 shares of Common Stock of the Issuer at a price of \$14.00 per share pursuant to an underwritten public offering.
- On January 11, 2022, Vida III-A purchased 3,852 shares of Common Stock of the Issuer at a price of \$14.00 per share pursuant to an underwritten public offering.

Remarks:

/s/Jennifer Ziolkowski,
Attorney-in-Fact

01/11/2022

** 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 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.