Exhibit 10.1  
 Execution Version  
 PURCHASE AGREEMENT  
 THIS PURCHASE AGREEMENT (the “Agreement”), dated as of September 24, 2024 is made by and between HUMACYTE, INC., a Delaware corporation (the “Company”), and LINCOLN PARK CAPITAL FUND, LLC, an Illinois limited liability company (the “Investor”).  
 WHEREAS:  
 Subject to the terms and conditions set forth in this Agreement, the Company wishes to sell to the Investor, and the Investor wishes to buy from the Company, up to Fifty Million Dollars ($50,000,000) of the Company’s common stock, $0.0001 par value per share (the “Common Stock”). The shares of Common Stock to be purchased hereunder are referred to herein as the “Purchase Shares.”  
 NOW THEREFORE, in consideration of the mutual covenants contained in this Agreement, and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Company and the Investor hereby agree as follows:  
 1. CERTAIN DEFINITIONS.  
 For purposes of this Agreement, the following terms shall have the following meanings:  
 (a)            “Accelerated Purchase Date” means, with respect to any Accelerated Purchase made pursuant to Section 2(b) hereof, the Business Day immediately following the applicable Purchase Date with respect to the corresponding Regular Purchase referred to in Section 2(a) hereof.