

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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

1. Name and Address of Reporting Person* <u>Poukalov Konstantin</u> (Last) (First) (Middle) <u>C/O LANDOS BIOPHARMA, INC.</u> <u>1800 KRAFT DRIVE, SUITE 216</u> (Street) <u>BLACKSBURG VA 24060</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>02/03/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Landos Biopharma, Inc. [LABP]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> 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) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
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**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			
Series A Preferred Stock	(1)	(1)	Common Stock	5,883,538 ⁽²⁾	0.00 ⁽¹⁾	I	By funds ⁽³⁾
Series B Preferred Stock	(4)	(4)	Common Stock	7,486,190 ⁽⁵⁾	0.00 ⁽⁴⁾	I	By funds ⁽⁶⁾

Explanation of Responses:

1. Each share of the Issuer's Series A preferred stock will automatically convert into 1.8249 shares of the Issuer's common stock immediately upon the closing of the Issuer's initial public offering. The Series A preferred stock has no expiration date.

2. Consists of 2,941,769 shares of common stock issuable upon conversion of Series A preferred stock held by Perceptive Life Sciences Master Fund, Ltd. ("PLSMF") and 2,941,769 shares of common stock issuable upon conversion of Series A preferred stock held by Perceptive Xontogeny Venture Fund, LP ("PXVF"). Perceptive Advisors, LLC ("Perceptive Advisors") serves as the investment manager to PLSMF and PXVF. The Reporting Person is a managing director of Perceptive Advisors. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

3. Securities are held by Perceptive Life Sciences Master Fund, Ltd. Perceptive Advisors LLC ("Perceptive Advisors") serves as the investment manager to Perceptive Life Sciences Master Fund Ltd. and as a result may be deemed to have beneficial ownership over such securities. The Reporting Person is a Managing Director of Perceptive Advisors and may be deemed to indirectly beneficially own the securities. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.

4. Each share of the Issuer's Series B preferred stock will automatically convert into 1.8249 shares of the Issuer's common stock immediately upon the closing of the Issuer's initial public offering. The Series B preferred stock has no expiration date.

5. Consists of 2,857,795 shares of common stock issuable upon conversion of Series B preferred stock held by PLSMF, 2,857,795 shares of common stock issuable upon conversion of Series B preferred stock held by PXVF and 1,770,600 shares of common stock issuable upon conversion of Series B preferred stock held by PX Venture (A), LLC ("PXV"). Perceptive Advisors serves as the investment manager to PLSMF, PXVF and PXV. The Reporting Person is a managing director of Perceptive Advisors. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.

6. Securities are held by Perceptive Xontogeny Venture Fund, LP. Perceptive Advisors serves as the investment manager to Perceptive Xontogeny Venture Fund, LP and as a result may be deemed to have beneficial ownership over such securities. The Reporting Person is a Managing Director of Perceptive Advisors and may be deemed to indirectly beneficially own the securities. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.

Remarks:

Exhibit List - Exhibit 24 - Power of Attorney

/s/ Eric W. Blanchard,
Attorney-in-Fact

02/03/2021

** 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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints JOSEP BASSAGANYA-RIERA and ERIC W. BLANCHARD, the undersigned's true and lawful attorney-in-fact and agent to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of LANDOS BIOPHARMA, INC. (the "Company"), Forms 3, 4 and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules thereunder and a Form ID, Uniform Application for Access Codes to File on EDGAR;

(2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to execute such Forms 3, 4 or 5 or Form ID (including any amendments thereto) and timely file such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorney-in-fact or (c) as to attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or Cooley LLP.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of January 29, 2021.

/s/ Konstantin Poukalov
Konstantin Poukalov