SEC Form 4

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FORM 4

1. Name and Address of Reporting Person

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

2. Issuer Name and Ticker or Trading Symbol

Landos Biopharma, Inc. [LABP]

RTW INVESTMENTS, LP					Landos Biopharma, Inc. [LABP]								(Check all applicable) Director X 10% Owner					
(Last) (First) (Middle) 40 10TH AVENUE 7TH FLOOR				09	3. Date of Earliest Transaction (Month/Day/Year) 09/23/2022								Officer (give title Other (specify below) below)					
(Street) NEW YORK NY 10014					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City) (State) (Zip)													1 613					
4 Title of	Coourity (Inco		I - Non-De		-			-	l, Dis	-					6.00	nership	7 Noture of	
1. Title of Security (Instr. 3) 2. Trans Date (Month			n/Day/Year	Exect if any	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8) Code V				str. 3, 4 and	Securiti Benefic	5. Amount of Securities Beneficially Owned Following		Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										Amount	(A) or (D) Price		Transac (Instr. 3	tion(s)	<u> </u>			
Common Stock			09/	23/2022	2022			S		300,000	D	\$0.69	9 3,975,722		I I I		See footnote ⁽¹⁾	
		Tal	ole II - Der (e.g							osed of, o convertib				d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date if any (Month/Day/Ye	te, Tran Cod	saction e (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day/		cisable and ate	7. Titl Amou Secur Under Deriva	e and int of ities rlying ative ity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e Oves Fo ally Di g (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	11. Nature of Indirect Beneficial Ownershi (Instr. 4)	
				Cod	e V	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares						
		Reporting Person [*] IENTS, LP	<u></u>															
	I AVENUE	(First)	(Middle)															
/IN FL	OOR																	
(Street) NEW YO		NY	10014		_													
(Street)	ORK	NY (State)	10014 (Zip)															
(Street) NEW Y((City)	ORK	(State) Reporting Person*																
(Street) NEW Y((City) 1. Name at WON((Last) C/O RTY	ORK nd Address of B RODER W INVEST	(State) Reporting Person*																
(Street) NEW Y((City) 1. Name at WON((Last) C/O RTY	ORK nd Address of <u>3 RODER</u> W INVESTI I AVENUE,	(State) Reporting Person [*] LICK (First) MENTS, LP	(Zip)															

Explanation of Responses:

1. This Form 4 is being filed by each of (i) RTW Investments, LP (the "Adviser") with respect to the shares of common stock held by certain investment funds managed by the Adviser (the "RTW Funds") and (ii) Roderick Wong, M.D., who serves as the Managing Partner and Chief Investment Officer of the Adviser.

Remarks:

Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its or his pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

 Roderick Wong, Managing

 Partner

 Roderick Wong, M.D., By: /s/

 Roderick Wong

** 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.