SEC Form 4	
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FORM 4

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

			Wash	ngton, [	D.C. 2	0549				OMB APP	ROVAL					
Check this box if no longer subject to	STATEMEN	лт о		ES IN	I BE			/NEF	RSHIP	OMB Number:	3235-0287					
Section 16. Form 4 or Form 5 obligations may continue. See					_					Estimated average b hours per response:	urden 0.5					
Instruction 1(b).	Filed	d purs or \$	uant to Section 16( Section 30(h) of the	a) of the Investr	e Secu nent C	rities Exchange Company Act of	Act of 1 1940	934	1							
1. Name and Address of Reporting Person*			uer Name and Tick						5. Relationship of Re		Issuer					
Vivo Capital VIII, LLC         Bolt Biotherapeutics, Inc. [BOLT]								(Check all applicable) Director X 10% Owner								
		0 D-						_	Officer (give below)		ner (specify ow)					
(Last) (First) (Middl 192 LYTTON AVENUE	e)		te of Earliest Trans 9/2021	action (	Month	/Day/Year)			Delow)	Dei	000)					
(Street)		4. lf A	Amendment, Date o	of Origin	al File	d (Month/Day/Y	ear)	-		Individual or Joint/Group Filing (Check Applicable Line)						
PALO ALTO CA 9430	1									by One Reporting Pe by More than One Re						
(City) (State) (Zip)										,	g					
				<u> </u>												
			Securities Ac	-	d, D	-			-							
1. Title of Security (Instr. 3)	2. Transactio Date		2A. Deemed Execution Date,	3. Transa		4. Securities A Disposed Of (I			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect					
	(Month/Day/	rear)	if any (Month/Day/Year)	Code ( 8)	instr.				Beneficially Owned Followir Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)					
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(					
	02/00/20	~ 1				044.056			050.241		By Vivo					
Common Stock	02/09/20	21		C		944,056	A	(1)	958,341	I	PANDA Fund, L.P. <sup>(2)</sup>					
											By Vivo					
Common Stock	02/09/20	21		С		472,296	Α	(3)	1,430,637	Ι	PANDA					
											Fund, L.P. <sup>(2)</sup>					
Common Starls	02/00/20	21		v		17 711			1 449 249	I I	By Vivo PANDA					
Common Stock	02/09/20	21		X		17,711	A	\$0.0	07 1,448,348		Fund, L.P. <sup>(2)</sup>					
											By Vivo					
Common Stock	02/09/20	21		S <sup>(4)</sup>		62	D	\$2	0 1,448,286	I	PANDA					
	_						<u> </u>				Fund, L.P. <sup>(2)</sup>					
											By Vivo Capital					
Common Stock	02/09/20	21		С		1,092,080	A	(3)	1,117,184	I	Fund VIII,					
											L.P. <sup>(5)</sup>					
											By Vivo Capital					
Common Stock	02/09/20	21		С		317,922	Α	(6)	1,435,106	I	Fund VIII,					
											L.P. <sup>(5)</sup>					
											By Vivo					
Common Stock	02/09/20	21		С		345,568	Α	(7)	1,780,674	Ι	Capital Fund VIII,					
											L.P. <sup>(5)</sup>					
											By Vivo					
Common Stock	02/09/20	21		x		40,953	A	\$0.0	07 1,821,627	Ι	Capital Fund VIII,					
											L.P. <sup>(5)</sup>					
											By Vivo					
Common Stock	02/09/20	21		<b>S</b> <sup>(8)</sup>		144	D	\$2	0 1,821,483	I	Capital Fund VIII,					
											L.P. <sup>(5)</sup>					
								1			By Vivo					
Common Stock	02/09/20	21		Р		175,733	A	\$2	0 1,997,216	I	Capital					
											Fund VIII, L.P. <sup>(5)</sup>					
					-						By Vivo					
	00/00/07					150.000					Capital					
Common Stock	02/09/20	21		C		150,802	A	(3)	154,268	I	Surplus Fund VIII,					
											L.P. <sup>(9)</sup>					
											By Vivo					
Common Stock	02/09/20	21		с		43,901	A	(6)	198,169	I	Capital Surplus					
Common Grock	02/09/20					-3,701			170,109	1	Fund VIII,					
											L.P. <sup>(9)</sup>					

1. Title of Security (Instr. 3)			(Month/Day/Year) if any			eemed tion Date, n/Day/Year)	3. Transa Code (I 8)	ction Instr.	4. Securities Disposed O			5. Amount of Securities Beneficially Owned Follo Reported	Form: (D) or I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		ure of ct icial rship 4)		
									Code	v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4			• • • •	,
Common	Common Stock		02/09/2021					с		47,718	Α	(7)	245,88	7	I	By V Capit Surpl Fund L.P. <sup>(9)</sup>	tal lus VIII,	
Common	Common Stock		02/09/2021					x		5,655	Α	\$0.07	251,54	2	I	By V Capit Surpl Fund L.P. <sup>(9)</sup>	tal lus VIII,	
Common	ı Stock			02/0	)9/202	1			S <sup>(10)</sup>		20	D	\$20	251,52	2	I	By V Capit Surpl Fund L.P. <sup>(9)</sup>	tal lus VIII,
Common	1 Stock			02/0	)9/202	1			Р		24,267	A	\$20	275,78	89 I		By Vivo Capital Surplus Fund VIII, L.P. <sup>(9)</sup>	
Common	1 Stock			02/0	09/202	1			Р		150,000	A	\$20	150,000 I		I	By V Oppo Fund (11)	ortunity
			Table I	l - Dei	rivativ	/e S	ecur	ities Acc	uired,	, Dis	posed of converti	, or Ben	eficially C	wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	d Date,	4. Transa Code ( 8)	ction	5. N Deri Sec Acq or D	umber of vative urities uired (A) isposed of Instr. 3, 4	-	Exerc ion Da	isable and ate	7. Title an	d Amount of Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	vative Ownership of Irities Form: I eficially Direct (D) of ed or Indirect ( owing (I) (Instr. 4)		11. Natur of Indire Beneficia Ownersh (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares	1	Transaction(s (Instr. 4)	)		
Series A-1 Preferred Stock	(1)	02/09/2021			С			944,056	(1)		(1)	Common Stock	944,056	\$0.00	0	I	H	By Vivo PANDA Fund, L.I (2)
Series B Preferred Stock	(3)	02/09/2021			С			472,296	(3)		(3)	Common Stock	472,296	\$0.00	0	I	I I	By Vivo PANDA Fund, L.I (2)
Warrant (Right to Buy)	\$0.07	02/09/2021			x			17,711	(12	)	07/26/2028	Common Stock	17,711	\$0.00	0	I	H	By Vivo PANDA Fund, L.I (2)
Series B Preferred Stock	(3)	02/09/2021			С			1,092,080	(3)		(3)	Common Stock	1,092,080	\$0.00	0	Г	C I	By Vivo Capital Fund VII L.P. <sup>(5)</sup>
Series C-1 Preferred Stock	(6)	02/09/2021			С			317,922	(6)		(6)	Common Stock	317,922	\$0.00	0	I	C I	By Vivo Capital Fund VII L.P. <sup>(5)</sup>
Series C-2 Preferred Stock	(7)	02/09/2021			С			345,568	(7)		(7)	Common Stock	345,568	\$0.00	0	I	C I	By Vivo Capital Fund VII L.P. <sup>(5)</sup>
Warrant (Right to Buy)	\$0.07	02/09/2021			x			40,953	(12	)	07/26/2028	Common Stock	40,953	\$0.00	0	I	C I	By Vivo Capital Fund VII L.P. <sup>(5)</sup>
Series B Preferred Stock	(3)	02/09/2021			С			150,802	(3)		(3)	Common Stock	150,802	\$0.00	0	Ι		By Vivo Capital Surplus Fund VII L.P. <sup>(9)</sup>
Series C-1 Preferred Stock	(6)	02/09/2021			С			43,901	(6)		(6)	Common Stock	43,901	\$0.00	0	Ι		By Vivo Capital Surplus Fund VII L.P. <sup>(9)</sup>
Series C-2 Preferred Stock	(7)	02/09/2021			с			47,718	(7)		(7)	Common Stock	47,718	\$0.00	0	Г		By Vivo Capital Surplus Fund VI

			Table II - De (e.ç	rivati g., pu	ve Se ts, ca	ecur alls,	ities Acc warrant	uired, Dis s, options	posed of , converti	, or Ben ible secu	eficially O urities)	wned			
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)	Transaction Code (Instr. 8)		Der Sec Acq or D	umber of ivative urities uired (A) Disposed of (Instr. 3, 4 5)	6. Date Exerc Expiration Da (Month/Day/)	ate		d Amount of Underlying Security nd 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Warrant (Right to Buy)	\$0.07	02/09/2021		x			5,655	(12)	07/26/2028	Common Stock	5,655	\$0.00	0	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(9)</sup>
	nd Address of Apital VI	Reporting Person <sup>*</sup>	•					*	*		*	*	*	*	4
(Last) 192 LY1	TON AVE	(First) NUE	(Middle)												
(Street) PALO A	LTO	СА	94301												
(City)		(State)	(Zip)												
		Reporting Person <sup>*</sup> nd VIII, L.P.													
(Last) 192 LY1	TON AVE	(First) NUE	(Middle)												
(Street) PALO A	LTO	СА	94301												
(City)		(State)	(Zip)												
		Reporting Person <sup>*</sup>				1									
(Last)	TON AVE	(First)	(Middle)												
(Street) PALO A	LTO	СА	94301												
(City)		(State)	(Zip)												
	nd Address of anda Fune	Reporting Person <sup>*</sup>													
(Last) 192 LY1	TON AVE	(First) NUE	(Middle)												
(Street) PALO A	LTO	СА	94301												
(City)		(State)	(Zip)												
	nd Address of anda, LL(	Reporting Person <sup>*</sup>													
(Last) 192 LYT	TON AVE	(First) NUE	(Middle)												
(Street) PALO A	LTO	СА	94301												
(City)		(State)	(Zip)												
		Reporting Person <sup>*</sup> <u>y Fund, L.P.</u>													
(Last) 192 LY1	TON AVE	(First) NUE	(Middle)												
-															

(Street)			
PALO ALTO	CA	94301	
(City)	(State)	(Zip)	
1. Name and Addres <u>Vivo Opportu</u>	s of Reporting Person <sup>*</sup> <u>nity, LLC</u>		
(Last) 192 LYTTON AV	(First) ∕ENUE	(Middle)	
(Street) PALO ALTO	СА	94301	
,			

## Explanation of Responses:

1. The Series A-1 Preferred Stock automatically converted into shares of Common Stock of the Issuer on a 1:1 basis immediately upon closing of the Issuer's initial public offering (the "IPO") and had no expiration date.

2. The securities reported herein are held of record by Vivo PANDA Fund, L.P. ("Vivo LP"). Vivo Panda, LLC ("Vivo LLC") is the sole general partner of Vivo LP. Mahendra G. Shah, Ph.D. is one of four voting members of Vivo LLC.

3. The Series B Preferred Stock automatically converted into shares of Common Stock of the Issuer on a 1:1 basis immediately upon closing of the Issuer's IPO and had no expiration date.

4. Upon closing of the Issuer's IPO, Vivo LP exercised a warrant to purchase 17,711 shares of the Issuer's Common Stock at an exercise price per share of \$0.07. Vivo LP paid the exercise price on a cashless basis, resulting in the Issuer withholding 62 share subject to the warrant in order to pay the exercise price and issuing to Vivo LP the remaining 17,649 shares of Common Stock.

5. The securities reported herein are held of record by Vivo Capital Fund VIII, L.P. Vivo Capital VIII, LLC is the general partner of Vivo Capital Fund VIII, L.P. Edgar Engleman is one of three voting members of Vivo Capital VIII, LLC.

6. The Series C-1 Preferred Stock automatically converted into shares of Common Stock of the Issuer on a 1:1 basis immediately upon closing of the Issuer's IPO and had no expiration date.

7. The Series C-2 Preferred Stock automatically converted into shares of Common Stock of the Issuer on a 1:1 basis immediately upon closing of the Issuer's IPO and had no expiration date.

8. Upon closing of the Issuer's IPO, Vivo Capital Fund VIII, L.P. exercised a warrant to purchase 40,953 shares of the Issuer's Common Stock at an exercise price per share of \$0.07. Vivo Capital Fund VIII, L.P. paid the exercise price on a cashless basis, resulting in the Issuer withholding 144 share subject to the warrant in order to pay the exercise price and issuing to Vivo Capital Fund VIII, L.P. the remaining 40,809 shares of Common Stock.

9. The securities reported herein are held of record by Vivo Capital Surplus Fund VIII, L.P. Vivo Capital VIII, LLC is the general partner of Vivo Capital Fund VIII, L.P. Edgar Engleman is one of three voting members of Vivo Capital VIII, LLC.

10. Upon closing of the Issuer's IPO, Vivo Capital Surplus Fund VIII, L.P. exercised a warrant to purchase 5,655 shares of the Issuer's Common Stock at an exercise price per share of \$0.07. Vivo Capital Surplus Fund VIII, L.P. paid the exercise price on a cashless basis, resulting in the Issuer withholding 20 share subject to the warrant in order to pay the exercise price and issuing to Vivo Capital Surplus Fund VIII, L.P. the remaining 5,635 shares of Common Stock.

11. The shares are held of record by Vivo Opportunity Fund, L.P. (VOF). Vivo Opportunity, LLC is the general partner of VOF and has four managing members.

12. The shares subject to this warrant were fully vested prior to exercise.

## Remarks:

<u>Vivo Capital VIII, LLC, By: /s/</u> <u>Frank Kung, Ph.D., Managing</u> <u>Member</u>	<u>02/09/2021</u>
Vivo Capital Fund VIII, L.P., By: Vivo Capital VIII, LLC, its general partner, By: /s/ Frank Kung, Ph.D., Managing Member	<u>02/09/2021</u>
Vivo Capital Surplus Fund VIII, L.P., By: Vivo Capital VIII, LLC, its general partner, By: /s/ Frank Kung, Ph.D., Managing Member	<u>02/09/2021</u>
Vivo PANDA Fund, L.P., By: Vivo Panda, LLC, its general partner, By: /s/ Mahendra Shah, Ph.D., Managing Member	<u>02/09/2021</u>
<u>Vivo Panda, LLC, By: /s/</u> <u>Mahendra Shah, Ph.D.,</u> <u>Managing Member</u>	<u>02/09/2021</u>
Vivo Opportunity Fund, L.P., By: Vivo Opportunity, LLC, its general partner, By: /s/ Frank Kung, Ph.D., Managing Member	<u>02/09/2021</u>
<u>Vivo Opportunity, LLC, By: /s/</u> Frank Kung, Ph.D., Managing Member	<u>02/09/2021</u>
** 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.