

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>SHAH MAHENDRA</u> (Last) (First) (Middle) <u>C/O BOLT BIOTHERAPEUTICS, INC.</u> <u>900 CHESAPEAKE DRIVE</u> (Street) <u>REDWOOD CITY CA 94063</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Bolt Biotherapeutics, Inc. [BOLT]</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)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/09/2021</u>	
	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

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	02/09/2021		C		944,056	A	(1)	958,341	I	By Vivo PANDA Fund, L.P. ⁽²⁾
Common Stock	02/09/2021		C		472,296	A	(3)	1,430,637	I	By Vivo PANDA Fund, L.P. ⁽²⁾
Common Stock	02/09/2021		X		17,711	A	\$0.07	1,448,348	I	By Vivo PANDA Fund, L.P. ⁽²⁾
Common Stock	02/09/2021		S ⁽⁴⁾		62	D	\$20	1,448,286	I	By Vivo PANDA Fund, L.P. ⁽²⁾

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 A-1 Preferred Stock	(1)	02/09/2021		C		944,056	(1)	(1)	Common Stock	944,056	\$0.00	0	I	By Vivo PANDA Fund, L.P. ⁽²⁾	
Series B Preferred Stock	(3)	02/09/2021		C		472,296	(3)	(3)	Common Stock	472,296	\$0.00	0	I	By Vivo PANDA Fund, L.P. ⁽²⁾	
Warrant (Right to Buy)	\$0.07	02/09/2021		X		17,711	(5)	07/26/2028	Common Stock	17,711	\$0.00	0	I	By Vivo PANDA Fund, L.P. ⁽²⁾	

Explanation of Responses:

- 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.
- 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. The Reporting Person is a managing member of Vivo LLC and has shared voting and investment power over the securities beneficially owned by Vivo LP and may therefore be deemed to have or share beneficial ownership of the securities held directly by Vivo LP. The Reporting Person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.
- 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.
- 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.
- The shares subject to this warrant were fully vested prior to exercise.

Remarks:

/s/ Brian Woodard, Attorney-in-Fact 02/09/2021

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.