

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

OMB APPROVAL

OMB Number: 3235-0104

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

<b>1. Name and Address of Reporting Person*</b> <u>Vivo Capital VIII, LLC</u>  (Last) (First) (Middle) <u>192 LYTTON AVENUE</u>  (Street) <u>PALO CA 94301</u>  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> <u>02/04/2021</u>	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>Bolt Biotherapeutics, Inc. [ BOLT ]</u>	
		<b>4. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
Common Stock	25,104	I	By Vivo Capital Fund VIII, L.P. <sup>(1)</sup>
Common Stock	3,466	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(2)</sup>
Common Stock	14,285	I	By Vivo PANDA Fund, L.P. <sup>(3)</sup>

**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-1 Preferred Stock	(4)	(4)	Common Stock	944,056	0.00	I	By Vivo PANDA Fund, L.P. <sup>(3)</sup>
Series B Preferred Stock	(5)	(5)	Common Stock	472,296	0.00	I	By Vivo PANDA Fund, L.P. <sup>(3)</sup>
Warrant (Right to Buy)	(6)	07/26/2028 <sup>(7)</sup>	Common Stock	17,711	0.07	I	By Vivo PANDA Fund, L.P. <sup>(3)</sup>
Series B Preferred Stock	(5)	(5)	Common Stock	1,092,080	0.00	I	By Vivo Capital Fund VIII, L.P. <sup>(1)</sup>
Series C-1 Preferred Stock	(8)	(8)	Common Stock	317,922	0.00	I	By Vivo Capital Fund VIII, L.P. <sup>(1)</sup>
Series C-2 Preferred Stock	(9)	(9)	Common Stock	345,568	0.00	I	By Vivo Capital Fund VIII, L.P. <sup>(1)</sup>
Warrant (Right to Buy)	(6)	07/26/2028 <sup>(7)</sup>	Common Stock	40,953	0.07	I	By Vivo Capital Fund VIII, L.P. <sup>(1)</sup>

**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 B Preferred Stock	(5)	(5)	Common Stock	150,802	0.00	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(2)</sup>
Series C-1 Preferred Stock	(8)	(8)	Common Stock	43,901	0.00	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(2)</sup>
Series C-2 Preferred Stock	(9)	(9)	Common Stock	47,718	0.00	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(2)</sup>
Warrant (Right to Buy)	(6)	07/26/2028 <sup>(7)</sup>	Common Stock	5,655	0.07	I	By Vivo Capital Surplus Fund VIII, L.P. <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
[Vivo Capital VIII, LLC](#)

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(Last) (First) (Middle)  
[192 LYTTON AVENUE](#)

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(Street)  
[PALO ALTO CA 94301](#)

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Vivo Capital Fund VIII, L.P.](#)

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[192 LYTTON AVENUE](#)

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[PALO ALTO CA 94301](#)

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1. Name and Address of Reporting Person\*  
[Vivo Capital Surplus Fund VIII, L.P.](#)

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(Street)  
[PALO ALTO CA 94301](#)

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(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Vivo Panda Fund, L.P.](#)

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(Last) (First) (Middle)  
[192 LYTTON AVENUE](#)

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(Street)  
[PALO ALTO CA 94301](#)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Vivo Panda, LLC</a>		
(Last)	(First)	(Middle)
192 LYTTON AVENUE		
(Street)		
PALO ALTO	CA	94301
(City)	(State)	(Zip)

**Explanation of Responses:**

1. 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.
2. 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.
3. 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.
4. The Series A-1 Preferred Stock has no expiration date and is convertible into shares of Common Stock of the Issuer at the option of the holder. The shares of Series A-1 Preferred Stock will automatically convert into shares of Common Stock of the Issuer on a 1-to-1 basis upon closing of the initial public offering of the Issuer (the "IPO").
5. The Series B Preferred Stock has no expiration date and is convertible into shares of Common Stock of the Issuer at the option of the holder. The shares of Series B Preferred Stock will automatically convert into shares of Common Stock of the Issuer on a 1-to-1 basis upon closing of the IPO.
6. The shares subject to this warrant are fully vested.
7. This warrant will automatically be net exercised upon closing of the IPO if it is not exercised on or before such date.
8. The Series C-1 Preferred Stock has no expiration date and is convertible into shares of Common Stock of the Issuer at the option of the holder. The shares of Series C-1 Preferred Stock will automatically convert into shares of Common Stock of the Issuer on a 1-to-1 basis upon closing of the IPO.
9. The Series C-2 Preferred Stock has no expiration date and is convertible into shares of Common Stock of the Issuer at the option of the holder. The shares of Series C-2 Preferred Stock will automatically convert into shares of Common Stock of the Issuer on a 1-to-1 basis upon closing of the IPO.

**Remarks:**

[Vivo Capital VIII, LLC,](#)  
[By: /s/ Frank Kung, Ph.D.,](#) [02/04/2021](#)  
[Managing Member](#)

[Vivo Capital Fund VIII,](#)  
[L.P., By: Vivo Capital](#)  
[VIII, LLC, its general](#) [02/04/2021](#)  
[partner, By: /s/ Frank](#)  
[Kung, Ph.D., Managing](#)  
[Member](#)

[Vivo Capital Surplus Fund](#)  
[VIII, L.P., By: Vivo](#)  
[Capital VIII, LLC, its](#) [02/04/2021](#)  
[general partner, By: /s/](#)  
[Frank Kung, Ph.D.,](#)  
[Managing Member](#)

[Vivo PANDA Fund, L.P.,](#)  
[By: Vivo Panda, LLC, its](#)  
[general partner, By: /s/](#) [02/04/2021](#)  
[Mahendra Shah, Ph.D.,](#)  
[Managing Member](#)

[Vivo Panda, LLC, By: /s/](#)  
[Mahendra Shah, Ph.D.,](#) [02/04/2021](#)  
[Managing Member](#)

\*\* 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.**