

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>Kreis Leslie W.</u> <hr/> (Last) (First) (Middle) 1751 RIVER RUN, SUITE 400 <hr/> (Street) FORT WORTH TX 76107 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IN8BIO, INC. [INAB]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/13/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			

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
Stock Option (right to buy) ⁽¹⁾	\$1.0685	08/13/2021		J ⁽⁶⁾		12,775		(2)	03/11/2029	Common Stock	12,775 ⁽¹⁾⁽²⁾	\$0	12,775	I	By BP Directors, LP ⁽¹⁾⁽⁵⁾⁽⁶⁾⁽⁷⁾
Stock Option (right to buy) ⁽³⁾	\$10	08/13/2021		J ⁽⁶⁾		10,500		(4)	07/29/2031	Common Stock	10,500 ⁽³⁾⁽⁴⁾	\$0	10,500	I	By BP Directors, LP ⁽³⁾⁽⁵⁾⁽⁶⁾⁽⁷⁾

1. Name and Address of Reporting Person*
Kreis Leslie W.

 (Last) (First) (Middle)
 1751 RIVER RUN, SUITE 400

 (Street)
 FORT WORTH TX 76107

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Cavu Management, LP

 (Last) (First) (Middle)
 1751 RIVER RUN, SUITE 400

 (Street)
 FORT WORTH TX 76107

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Cavu Advisors, LLC

 (Last) (First) (Middle)
 1751 RIVER RUN, SUITE 400

 (Street)
 FORT WORTH TX 76107

 (City) (State) (Zip)

Explanation of Responses:

1. Consists of options to purchase 12,775 shares of common stock of the Issuer, par value \$0.0001 per share, granted in consideration for Travis Whitfill's services as a director of the Issuer.
2. Twenty-five percent (25%) of the shares subject to the option vested on March 15, 2020, and the remaining shares subject to the options vested or shall vest in thirty-six (36) equal monthly installments thereafter, subject to Mr. Whitfill continuing to provide services through each such date.
3. Consists of options to purchase 10,500 shares of common stock of the Issuer, par value \$0.0001 per share, granted in consideration for Mr. Whitfill's services as a director of the Issuer.
4. One twelfth (1/12th) of the shares subject to the option shall vest in equal monthly installments commencing on August 29, 2021 and will be fully vested on the date of the next annual meeting of the Issuer's stockholders, subject to Mr. Whitfill continuing to provide services through each such date.
5. Bios Equity Partners, LP ("Bios Equity I") is the general partner of BP Directors, LP ("Bios Directors"). Cavu Management, LP ("Cavu Management"), an entity managed and controlled by Mr. Kreis, is a general partner of Bios Equity I. Cavu Advisors, LLC ("Cavu Advisors"), an entity managed and controlled by Mr. Kreis, is the general partner of Cavu Management
6. Pursuant to a preexisting agreement, Mr. Whitfill is deemed to hold the reported options for the benefit of Bios Directors. Bios Directors may be deemed the direct or indirect beneficial owner of the options, and Bios Equity I, Cavu Management, Cavu Advisors and Mr. Kreis may each be deemed the indirect beneficial owner of the options through its or his indirect interest in Bios Directors.
7. For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, each Reporting Person disclaims beneficial ownership of any such securities, except to the extent of his/its pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or otherwise.

/s/ Leslie W. Kreis, Jr. 08/17/2021

Cavu Management, LP By:

Cavu Advisors, LLC, its general 08/17/2021

partner By: /s/ Leslie W. Kreis,

Jr., Manager

Cavu Advisors, LLC By: Leslie 08/17/2021

W. Kreis, Jr., Manager

** 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.