FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	205/0
vvasiiiigion,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Hawkins Richard J</u>						2. Issuer Name and Ticker or Trading Symbol LUMOS PHARMA, INC. [(LUMO)]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle) 4200 MARATHON BLVD SUITE 200						3. Date of Earliest Transaction (Month/Day/Year) 02/01/2023									X Officer (give title below) Other (specify below) Chief Executive Officer					
(Street) AUSTIN (City)			78756 (Zip)		- 4. l	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			le I - No			_			quired	l, Di	sposed o								7. Nature of	
Da			Date	ansaction th/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.						5. Amount Securities Beneficiall Owned Fo	у	Form:	Direct Indirect	Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Pric	e	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock			02/01	1/2023				A		4,500(1)	A	\$3	.52	752,743(2)(3)(4)		D				
Common Stock 0.			02/01	/2023				F		416(5)	D	\$3	.52	752,327(2)(3)(4)		D				
Common Stock														4,469		I		By Charitable Trust		
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. Deeme Execution if any (Month/Da	n Date,	4. Transa Code (8)				6. Date Exerci Expiration Dat (Month/Day/Ye		ite	7. Title and Amour of Securities Underlying Derivative Securit (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securiti Benefici Owned Followir Reporte Transac (Instr. 4)	ve es ially ng d tion(s)	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amo or Num of Shar	ber						
Stock Option (Right to Buy)	\$3.52	02/01/2023			A		35,400		(6)(7)	(8)	Common Stock	35,4	400 \$0		35,400		D		

Explanation of Responses:

- 1. Represents shares issued as restricted stock units ("RSUs") under the Issuer's 2009 Equity Incentive Plan, as amended, (the "Plan") that were received as an award, for no consideration. The RSUs vest in a series of four successive annual installments beginning on February 1, 2024, provided in each case that the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan.
- 2. Includes 1,165 RSUs previously reported as holdings of the Reporting Person granted under the Plan. The RSUs will vest, and shares will be delivered to the Reporting Person in a series of two successive annual installments with the next installment occurring on February 1, 2024, provided in each case that the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan.
- 3. Includes 12,500 RSUs previously reported as holdings of the Reporting Person granted under the Plan. The RSUs will vest, and shares will be delivered to the Reporting Person in a series of two successive annual installments with the next installment occurring on April 1, 2023, provided in each case that the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan.
- 4. Includes 3,375 RSUs previously reported as holdings of the Reporting Person granted under the Plan. The RSUs will vest, and shares will be delivered to the Reporting Person in a series of three successive annual installments with the next installment occurring on February 1, 2024, provided in each case that the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan.
- 5. Represents shares of Common Stock withheld by the Issuer in satisfaction of its tax withholding obligation with respect to the vesting of 1,707 previously reported RSUs granted to the Reporting Person.
- 6. Grant to the Reporting Person of a stock option under the Plan. 50% of the option vests and becomes exercisable in a series of 48 successive equal monthly installments beginning on March 1, 2023, provided that at the relevant vesting dates the Reporting Person's continuous service to the Issuer has not been terminated as defined in or as determined under the Plan. The option expires ten years after the Date of Grant.
- 7. The remaining 50% of the stock options vest and become exercisable in 3 substantially equal tranches on the first of the month following an increase of closing stock price, as defined as the closing stock price on Nasdaq Stock Market by at least 50%, 100% and 150%, respectively, above the closing stock on December 31, 2022, when measured over 30 consecutive calendar days, provided such increase occurs within two years of the Date of Grant, otherwise such options shall be cancelled.
- 8. Unless otherwise disclosed, the option expires ten years after the date of grant.

Remarks:

/s/ Ryan Trytten, attorney-in-

02/03/2023

fact

** 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.