

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>Longitude Capital Partners IV, LLC</u> (Last) (First) (Middle) 2740 SAND HILL ROAD 2ND FLOOR (Street) MENLO PARK CA 94025 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/02/2023	3. Issuer Name and Ticker or Trading Symbol <u>Lexeo Therapeutics, Inc. [LXEO]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> 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)
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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 convertible preferred stock	(1)	(1)	Common Stock	1,793,429	(1)	I	By Longitude Venture Partners IV, L.P. (2)
Series B convertible preferred stock	(3)	(3)	Common Stock	274,314(3)	(3)	I	By Longitude Venture Partners IV, L.P. (2)

1. Name and Address of Reporting Person*
Longitude Capital Partners IV, LLC
 (Last) (First) (Middle)
 2740 SAND HILL ROAD
 2ND FLOOR
 (Street)
 MENLO PARK CA 94025
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Longitude Venture Partners IV, L.P.
 (Last) (First) (Middle)
 2740 SAND HILL ROAD
 2ND FLOOR

(Street)		
MENLO PARK CA		
<hr/>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>Tammenoms Bakker Juliet</u>		
<hr/>		
(Last)	(First)	(Middle)
C/O LONGITUDE CAPITAL		
2740 SAND HILL ROAD, 2ND FLOOR		
<hr/>		
(Street)		
MENLO PARK	CA	94025
<hr/>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>ENRIGHT PATRICK G</u>		
<hr/>		
(Last)	(First)	(Middle)
C/O LONGITUDE CAPITAL		
2740 SAND HILL ROAD, 2ND FLOOR		
<hr/>		
(Street)		
MENLO PARK	CA	94025
<hr/>		
(City)	(State)	(Zip)

Explanation of Responses:

- Each share of Series A convertible preferred stock is convertible into Common Stock on a 1-for-10.594230 basis at any time at the Reporting Person's election, and automatically upon the closing of the Issuer's initial public offering without payment or further consideration. The shares have no expiration date.
- These shares are held by Longitude Venture Partners IV, L.P ("LVP IV"). Longitude Capital Partners IV, LLC ("LCP IV") is the general partner of LVP IV and may be deemed to have voting and dispositive power over the shares held by LVP IV. Mr. Enright and Ms. Tammenoms Bakker are managing members of LCP IV and may be deemed to share voting and dispositive power with respect to the shares held by LVP IV. Each of LCP IV, Mr. Enright and Ms. Tammenoms Bakker disclaims beneficial ownership of such shares and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their respective pecuniary interests therein.
- Each share of Series B convertible preferred stock is convertible into Common Stock on a 1-for-10.594230 basis at any time at the Reporting Person's election, and automatically upon the closing of the Issuer's initial public offering without payment or further consideration. Excludes shares of Common Stock issuable upon the closing of the Issuer's initial public offering pursuant to anti-dilution adjustment provisions of the Series B convertible preferred stock. The shares have no expiration date.

Remarks:

Longitude Capital Partners IV, LLC By: /s/ Cristiana Blauth Oliveira, Authorized Signatory 11/02/2023

Longitude Venture Partners IV, L.P. By: /s/ Cristiana Blauth Oliveira, Authorized Signatory of the General Partner 11/02/2023

/s/ Cristiana Blauth Oliveira, Attorney-in-Fact for Juliet Tammenoms Bakker 11/02/2023

/s/ Cristiana Blauth Oliveira, Attorney-in-Fact for Patrick Enright 11/02/2023

** 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.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Cristiana Blauth Oliveira as the undersigned's true and lawful attorney-in-fact (the "Attorney-in-Fact") to:

1. execute for and on behalf of the undersigned (the "Reporting Person") a Form ID Application and/or "Update Passphrase Confirmation," if required, and submit the same to the United States Securities and Exchange Commission (the "Commission");
2. execute for and on behalf of the Reporting Person any and all reports, notices, communications and other documents (including, but not limited to, reports on Schedule 13D, Schedule 13G, Form 13-F, Form 3, Form 4 and Form 5) that such Reporting Person may be required to file with the Commission pursuant to the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended (collectively, the "Reports") with respect to the Reporting Person's (a) status as an officer or director of, or (b) ownership of, or transactions in, securities of, any entity whose securities are beneficially owned (directly or indirectly) by such Reporting Person (each, a "Company");
3. do and perform any and all acts for and on behalf of the Reporting Person which may be necessary or desirable to complete and execute any such Reports and timely file such forms and schedules with the Commission and any stock exchange or similar authority; and
4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of the Attorney-in-Fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by the Attorney-in-Fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as the Attorney-in-Fact may approve in the Attorney-in-Fact's discretion.

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that the Attorney-in-Fact, or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5, Form 13F or Schedules 13G/D with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. The Reporting Person acknowledges that the Attorney-in-Fact, in serving in such capacity at the request of the undersigned, is not hereby assuming any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Securities Exchange Act of 1934 and state or federal securities laws. This Power of Attorney may be filed with the Commission as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this March 15, 2023.

/s/ Juliet Tammenoms Bakker
Juliet Tammenoms Bakker

EXHIBIT 24.1

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Cristiana Blauth Oliveira as the undersigned's true and lawful attorney-in-fact (the "Attorney-in-Fact") to:

1. execute for and on behalf of the undersigned (the "Reporting Person") a Form ID Application and/or "Update Passphrase Confirmation," if required, and submit the same to the United States Securities and Exchange Commission (the "Commission");

2. execute for and on behalf of the Reporting Person any and all reports, notices, communications and other documents (including, but not limited to, reports on Schedule 13D, Schedule 13G, Form 13-F, Form 3, Form 4 and Form 5) that such Reporting Person may be required to file with the Commission pursuant to the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended (collectively, the "Reports") with respect to the Reporting Person's (a) status as an officer or director of, or (b) ownership of, or transactions in, securities of, any entity whose securities are beneficially owned (directly or indirectly) by such Reporting Person (each, a "Company");

3. do and perform any and all acts for and on behalf of the Reporting Person which may be necessary or desirable to complete and execute any such Reports and timely file such forms and schedules with the Commission and any stock exchange or similar authority; and

4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of the Attorney-in-Fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by the Attorney-in-Fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as the Attorney-in-Fact may approve in the Attorney-in-Fact's discretion.

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that the Attorney-in-Fact, or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5, Form 13F or Schedules 13G/D with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. The Reporting Person acknowledges that the Attorney-in-Fact, in serving in such capacity at the request of the undersigned, is not hereby assuming any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Securities Exchange Act of 1934 and state or federal securities laws. This Power of Attorney may be filed with the Commission as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this March 15, 2023.

/s/ Patrick G. Enright
Patrick G. Enright