SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 A	Address of Rep <u>ric</u>	porting Person*	Requiring (Month/Da	2. Date of Event Requiring Statement (Month/Day/Year) 03/24/2022 3. Issuer Name and Ticker or Trading Symbol AN2 Therapeutics, Inc. [ANTX]							
(Last) C/O AN2 T	(First) [HERAPEU]	(Middle) FICS, INC.			4. Relationship of Reportin Issuer (Check all applicable)	ng Person(s)	Person(s) to		5. If Amendment, Date of Original Filed (Month/Day/Year)		
1800 EL CAMINO REAL, SUITE D (Street) MENLO PARK CA 94027			_		X Director X Officer (give title below) Chief Executiv	Other (below)	10% Owner Other (specify below) e Officer		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	_								
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	Form: D (D) or Ir			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock					1,099,997	1	I E		By Easom Living Trust		
Common Stock					194,116	I	I		By Children Trusts ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
E			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of S Underlying Derivative Se (Instr. 4)				5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		or Indirect (I) (Instr. 5)	57		
Stock Option (right to buy)		(2)	04/29/2031	Common Stock	249,999	6.6	5	D			
Series A Convertible Preferred Stock		(3)	(3)	Common Stock	4,907	(3)		D			

Explanation of Responses:

1. These shares are held in trusts for the benefit of the Reporting Person's children. Represents 97,058 shares held by the C. EASOM IRREVOCABLE TRUST dated October 8, 2021 and 97,058 shares held by the JUDE EASOM IRREVOCABLE TRUST dated October 8, 2021 (collectively, the "Children Trusts"), for which the Reporting Person and his spouse are trustees.

2. The shares subject to the option vest as follows: 1/48th of the shares vests monthly over four years from April 30, 2021, subject to the Reporting Person's continuous service as of such date.

3. Each share of Preferred Stock automatically converts on a one-for-one basis into Common Stock immediately prior to the closing of the Issuer's initial public offering (the "IPO"), for no additional consideration. The shares of Preferred Stock have no expiration date.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Lucy Day, Attorney-in-Fact for Eric Easom

03/24/2022

** 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 each of Josh Seidenfeld, Anitha Anne and Nicole Mondani of Cooley LLP, and Eric Easom and Lucy Day of AN2 Therapeutics, Inc., signing individually, the undersigned's true and lawful attorneys-in-fact and agents to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of AN2 THERAPEUTICS, INC. (the "Company"), Forms 3, 4 and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules thereunder and a Form ID, Uniform Application for Access Codes to File on EDGAR;

(2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to execute such Forms 3, 4 or 5 or Form ID (including any amendments thereto) and timely file such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such 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 such attorney-in-fact may approve in such attorney-infact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or 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 such attorney-in-fact, or such attorney-in-fact's 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. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or Cooley LLP.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of February 16, 2022.

/s/Eric Easom Eric Easom