

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

1. Name and Address of Reporting Person* <u>Arkin Bio Ventures Limited Partnership</u> (Last) (First) (Middle) 6 HACHOSHLIM STREET (Street) HERZLIYA L3 4672406 PITUACH (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/07/2020	3. Issuer Name and Ticker or Trading Symbol <u>Keros Therapeutics, Inc.</u> [KROS]	
		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) 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 Preferred Stock	(1)	(1)	Common Stock	1,382,295	(1)	D ⁽²⁾	
Series B-1 Preferred Stock	(1)	(1)	Common Stock	343,270	(1)	D ⁽²⁾	
Series C Preferred Stock	(1)	(1)	Common Stock	167,537	(1)	D ⁽²⁾	

1. Name and Address of Reporting Person*
Arkin Bio Ventures Limited Partnership
 (Last) (First) (Middle)
 6 HACHOSHLIM STREET
 (Street)
 HERZLIYA L3 4672406
 PITUACH
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Arkin Bio Venture Partners Ltd.
 (Last) (First) (Middle)
 6 HACHOSHLIM STREET
 BUILDING C
 (Street)
 HERZLIYA L3 4672406
 PITUACH
 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Arkin Moshe		
<hr/>		
(Last)	(First)	(Middle)
6 HACHOSHLIM ST.		
<hr/>		
(Street)		
HERZELIA	L3	4672406
<hr/>		
(City)	(State)	(Zip)

Explanation of Responses:

1. Each share of Series A Preferred Stock, Series B-1 Preferred Stock and Series C Preferred Stock is convertible at any time, at the holder's election, into Common Stock, on a one-for-one basis, has no expiration date and will convert into shares of Common Stock upon the closing of the Issuer's initial public offering.
2. The securities are held by Arkin Bio Ventures Limited Partnership ("Arkin Bio"). Arkin Bio Venture Partners Ltd. is the general partner of Arkin Bio. Moshe Arkin is the sole shareholder and chairman of the board of Arkin Bio Venture Partners Ltd.

Remarks:

Exhibit List: Exhibit 24.1 - Power of Attorney by Arkin Bio Ventures Limited Partnership Exhibit 24.2 - Power of Attorney by Arkin Bio Venture Partners Ltd. Exhibit 24.3 - Power of Attorney by Moshe Arkin

[Arkin Bio Ventures Limited Partnership, By: Its General Partner, Arkin Bio Venture Partners Ltd.,](#) [04/07/2020](#)
[By: Moshe Arkin, Director, By: /s/ Yair Ben Yosef, attorney-in-fact](#)
[Arkin Bio Venture Partners Ltd., By: Moshe Arkin, Director, By: /s/ Yair Ben Yosef, attorney-in-fact](#) [04/07/2020](#)
[Moshe Arkin, By: /s/ Yair Ben Yosef, attorney-in-fact](#) [04/07/2020](#)

** 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 Yair Ben Yosef and Danny Kleinhendler, signing singly, the undersigned's true and lawful attorney-in-fact to:

1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
2. execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% owner of Kero Therapeutics, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of the Company;
3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the SEC 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 such 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 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-in-fact'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 Securities Exchange Act of 1934.

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 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 foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of April, 2020.

ARKIN BIO VENTURES LIMITED PARTNERSHIP
BY ITS GENERAL PARTNER: ARKIN BIO VENTURE PARTNERS LTD.

By: /s/ Moshe Arkin
Name: Moshe Arkin
Title: Director

POWER OF ATTORNEY

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2. execute for and on behalf of the undersigned, in the undersigned's capacity as a 10% owner of Kero Therapeutics, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of the Company;
3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the SEC 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 such 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 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-in-fact'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 Securities Exchange Act of 1934.

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ARKIN BIO VENTURE PARTNERS LTD.

By: /s/ Moshe Arkin
Name: Moshe Arkin
Title: Director

POWER OF ATTORNEY

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3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the SEC 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 such 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 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-in-fact's discretion.

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of April, 2020.

By: /s/ Moshe Arkin
Name: Moshe Arkin
