

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>Adelman Robert J</u> _____ (Last) (First) (Middle) 1700 OWENS STREET SUITE 595 _____ (Street) SAN FRANCISCO CA 94158 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALX ONCOLOGY HOLDINGS INC [ ALXO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 07/21/2020	
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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/21/2020		C		78,175	A	(4)	96,406 <sup>(10)</sup>	D <sup>(7)</sup>	
Common Stock	07/21/2020		C		3,100,020	A	(4)	3,969,789 <sup>(3)</sup>	I	See footnote <sup>(1)</sup>
Common Stock	07/21/2020		C		3,941,949	A	(4)(8)(9)	4,418,325 <sup>(5)</sup>	I	See footnote <sup>(6)</sup>
Common Stock	07/21/2020		P		850,000	A	\$19	5,268,325	I	See footnote <sup>(6)</sup>
Common Stock	07/21/2020		P		3,000	A	\$19	99,406	D <sup>(7)</sup>	
Common Stock								461,811	I	See footnotes <sup>(1)(2)</sup>

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
Series A Convertible Preferred Stock	(4)	07/21/2020		C			78,175	(4)	(4)	Common Stock	78,175	(4)	0	D <sup>(7)</sup>	
Series A Convertible Preferred Stock	(4)	07/21/2020		C			3,100,020	(4)	(4)	Common Stock	3,100,020	(4)	0	I	See footnote <sup>(1)</sup>
Series A Convertible Preferred Stock	(4)	07/21/2020		C			2,398,588	(4)	(4)	Common Stock	2,398,588	(4)	0	I	See footnote <sup>(6)</sup>
Series B Convertible Preferred Stock	(8)	07/21/2020		C			490,411	(8)	(8)	Common Stock	490,411	(8)	0	I	See footnote <sup>(6)</sup>
Series C Convertible Preferred Stock	(9)	07/16/2020		C			1,052,950	(9)	(9)	Common Stock	1,052,950	(9)	0	I	See footnote <sup>(6)</sup>

1. Name and Address of Reporting Person\*  
Adelman Robert J  
 \_\_\_\_\_  
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 SUITE 595  
 \_\_\_\_\_  
 (Street)  
 SAN FRANCISCO CA 94158  
 \_\_\_\_\_  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

[venBio Global Strategic Fund, L.P.](#)

(Last) (First) (Middle)  
1700 OWENS STREET, SUITE 595

(Street)

SAN FRANCISCO CA 94158

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[venBio Global Strategic GP, Ltd.](#)

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(Street)

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(City) (State) (Zip)

**Explanation of Responses:**

1. The shares are held by venBio Global Strategic Fund, L.P. venBio Global Strategic GP, L.P. is the general partner of venBio Global Strategic Fund, L.P. and venBio Global Strategic GP, Ltd. is the general partner of venBio Global Strategic GP, L.P. Robert Adelman is a director of venBio Global Strategic GP, Ltd. Each of venBio Global Strategic GP, L.P., venBio Global Strategic GP, Ltd. and Mr. Adelman disclaims beneficial ownership of such securities, except to the extent of its/his indirect pecuniary interest therein.

2. The shares are held by venBio SPV, LLC, which is wholly-owned by venBio Global Strategic Fund, L.P. Robert Adelman is a managing director of venBio SPV, LLC and disclaims beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein.

3. Includes 869,618 shares of Common Stock issued as payment of accrued dividends upon conversion of the preferred stock on July 21, 2020.

