

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>RiverVest Venture Fund III, L.P.</u> (Last) (First) (Middle) 101 S. HANLEY ROAD SUITE 1850 (Street) ST. LOUIS MO 63105 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/18/2018	3. Issuer Name and Ticker or Trading Symbol <u>Allakos Inc. [ALLK]</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) 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)
---------------------------------	---	--	---

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	6,482,724	(1)	I	See footnote ⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾
Series B Preferred Stock	(1)	(1)	Common Stock	777,417	(1)	I	See footnote ⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

1. Name and Address of Reporting Person* <u>RiverVest Venture Fund III, L.P.</u> (Last) (First) (Middle) 101 S. HANLEY ROAD SUITE 1850 (Street) ST. LOUIS MO 63105 (City) (State) (Zip)		
--	--	--

1. Name and Address of Reporting Person* <u>RiverVest Venture Fund II (Ohio), L.P.</u> (Last) (First) (Middle) 101 S. HANLEY ROAD SUITE 1850 (Street) ST. LOUIS MO 63105 (City) (State) (Zip)		
--	--	--

1. Name and Address of Reporting Person* <u>RiverVest Venture Fund III (Ohio), L.P.</u> (Last) (First) (Middle) 101 S. HANLEY ROAD SUITE 1850 (Street) ST. LOUIS MO 63105 (City) (State) (Zip)		
---	--	--

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
RIVERVEST VENTURE FUND II L P		
(Last)	(First)	(Middle)
101 S. HANLEY ROAD SUITE 1850		
(Street)		
ST. LOUIS	MO	63105
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
3x5 RiverVest Fund II, L.P.		
(Last)	(First)	(Middle)
101 S. HANLEY ROAD SUITE 1850		
(Street)		
ST. LOUIS	MO	63105
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
3x5 RiverVest Fund II-B, L.P.		
(Last)	(First)	(Middle)
101 S. HANLEY ROAD SUITE 850		
(Street)		
ST. LOUIS	MO	63105
(City)	(State)	(Zip)

Explanation of Responses:

- Each share of Series A Preferred Stock and Series B Preferred Stock shall automatically convert into Common Stock on a one-for-one basis immediately prior to the closing of the Issuer's initial public offering of common stock and has no expiration date.
- RiverVest Venture Fund II, L.P. ("RiverVest II") owns 954,494 shares of Series A Preferred Stock. RiverVest Venture Fund II (Ohio), L.P. ("RiverVest (Ohio) II") owns 259,258 shares of Series A Preferred Stock. RiverVest Venture Fund III, L.P. ("RiverVest III") owns 3,234,069 shares of Series A Preferred Stock. RiverVest Venture Fund III (Ohio), L.P. ("RiverVest (Ohio) III") owns 171,647 shares of Series A Preferred Stock. 3x5 RiverVest Fund II, L.P. ("3x5 II") owns 1,795,434 shares of Series A Preferred Stock. 3x5 RiverVest Fund II-B, L.P. ("3x5 II-B") owns 67,822 shares of Series A Preferred Stock.
- The shares held by RiverVest II are indirectly held by RiverVest Venture Partners II, L.P. ("RiverVest Partners II"), which is the general partner of RiverVest II. The shares held by RiverVest (Ohio) II are indirectly held by RiverVest Venture Partners II (Ohio), LLC ("RiverVest Partners (Ohio) II"), which is the general partner of RiverVest (Ohio) II. RiverVest Partners II is the sole member of RiverVest Partners (Ohio) II. RiverVest Venture Partners II, LLC is the general partner of RiverVest Partners II. John P. McKearn is an Authorized Person of RiverVest Venture Partners II, LLC and may be deemed to share dispositive voting and investment power with respect to the shares held by RiverVest II and RiverVest (Ohio) II.
- The shares held by RiverVest III are indirectly held by RiverVest Venture Partners III, L.P. ("RiverVest Partners III"), which is the general partner of RiverVest III. The shares held by RiverVest (Ohio) III are indirectly held by RiverVest Venture Partners III (Ohio), LLC ("RiverVest Partners (Ohio) III"), which is the general partner of RiverVest (Ohio) III. RiverVest Partners III is the sole member of RiverVest Partners (Ohio) III. RiverVest Venture Partners III, LLC is the general partner of RiverVest Partners III. John P. McKearn is a Manager of RiverVest Venture Partners III, LLC and may be deemed to share dispositive voting and investment power with respect to the shares held by RiverVest III and RiverVest (Ohio) III.
- The shares held by 3x5 II and 3x5 II-B are indirectly held by 3x5 RiverVest Partners II, LLC ("3x5 Partners II"), which is the general partner of 3x5 II and 3x5 II-B. RiverVest 3x5 Managers II, L.P. ("3x5 Managers II") is a Member of 3x5 Partners II. RiverVest 3x5 Managers II, LLC is the general partner of 3x5 Managers II. John P. McKearn is a Member of RiverVest 3x5 Managers II, LLC and may be deemed to share dispositive voting and investment power with respect to the shares held by 3x5 II and 3x5 II-B. Dr. McKearn disclaims beneficial ownership of all shares held by RiverVest II, RiverVest (Ohio) II, RiverVest III, RiverVest (Ohio) III, 3x5 II and 3x5 II-B except to the extent of his pecuniary interests therein.
- RiverVest II owns 26,199 shares of Series B Preferred Stock. RiverVest (Ohio) II owns 7,116 shares of Series B Preferred Stock. RiverVest III owns 284,750 shares of Series B Preferred Stock. RiverVest (Ohio) III owns 15,112 shares of Series B Preferred Stock. 3x5 II owns 428,071 shares of Series B Preferred Stock. 3x5 II-B owns 16,169 shares of Series A Preferred Stock.

Remarks:

[/s/ John P. McKearn, Manager
of RiverVest Venture Partners
III, LLC](#) 07/18/2018

[/s/ John P. McKearn,
Authorized Person of
RiverVest Venture Partners II,
LLC](#) 07/18/2018

[/s/ John P. McKearn, Member
of RiverVest 3x5 Managers II,
LLC](#) 07/18/2018

** 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.