FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

| OMB APPRO | VAL |
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| OMB Number: | 3235-0287 |
| Estimated average bu | ırden |
| hours per response | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

| (Print or Ty | pe Response | s) | | | | | | | | | | | | | | |
|--|------------------|-----------------------|---|--|------------|---|---|----------------------------|---|------------------------------------|---|--|---|--|--|--|
| 1. Name and Address of Reporting Person* Chandru Vijay | | | | 2. Issuer Name and Ticker or Trading Symbol Lantern Pharma Inc. [LTRN] | | | | | | | XI | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| (Last) (First) (Middle) C/O LANTERN PHARMA INC., 1920 MCKINNEY AVENUE, 7TH FLOOR | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/15/2020 | | | | | | c | Officer (g | ive title below) | Othe | r (specify below) |) | |
| (Street) DALLAS,, TX 75201 | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | _X_ For | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person | | | | | |
| (City | 7) | (State) | (Zip) | | | Tabl | le I - | Non-Deri | vative Secu | rities Acq | uired, D | Dispose | d of, or Ber | neficially Own | ed | |
| 1.Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Year) | | on Date, i | te, if Co | | | | osed of (D) | ed of (D) Owned Follo Transaction(| | (s) | | wnership of orm: Be | Beneficial |
| | | | | (Month/I | Jay/ Y | | Code | e V | | a) or D) Price | | (Instr. 3 and 4) | | (I | Indirect (Ir | wnership nstr. 4) |
| Kellillidel. | Report on a s | separate line for eac | Table II - | Derivativ | e Sec | urities . | Acqu | Person contai form d | ns who re ned in thi | form are currently Beneficia | e not re valid C | equire OMB c | n of inform d to respo ontrol num | nd unless th | | 74 (9-02) |
| Security | Conversion | se (Month/Day/Year | on Date Execution Date, se (Month/Day/Year) Execution Date, any (Month/Day/Ye | , if Transaction of Code Decar) (Instr. 8) Sec Acc (A) Distribution of (Instr. 8) Code (Instr. | | 5. Num of Derivat Securit Acquir (A) or Dispose of (D) | . Number f and I Derivative lecurities kequired A) or Disposed f (D) Instr. 3, 4, | | 6. Date Exercisable and Expiration Date Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownershij (Instr. 4) |
| | | | | Code | V | (A) | (D) | Date Exercisal | Expirat Date | Title | or Ni of | umber | | | | |
| Stock Option | \$ 15 <u>(1)</u> | 06/15/2020 | | A | | 9,135 | | (1) | (1) | Com | 1 9 |),135 | <u>(1)</u> | 9,135 | D | |

Reporting Owners

| | Relationships | | | | | | |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Chandru Vijay C/O LANTERN PHARMA INC. 1920 MCKINNEY AVENUE, 7TH FLOOR DALLAS,, TX 75201 | X | | | | | | |

Signatures

| /s/ Vijay Chandru | 06/15/2020 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

The Reporting Person was granted options to purchase 9,135 shares of the Issuer's common stock at the exercise price equal to the price per share sold in the Issuer's initial public offering ("IPO"). The options granted will vest in equal monthly increments over a 36 month period commencing upon the closing of the Issuer's IPO, which is the grant date of the options. Under the Amended and Restated 2018 Equity Incentive Plan, the options may not be exercised after the tenth anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.