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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 Address of Reporting Person * <u>Flynn James E</u> <hr/> (Last) (First) (Middle) <u>345 PARK AVENUE SOUTH, 12TH FLOOR</u> <hr/> (Street) <u>NEW YORK NY 10010</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/15/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>BiomX Inc. [PHGE]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>*Director by Deputization</u>	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			

1. Name and Address of Reporting Person * <u>Flynn James E</u> <hr/> (Last) (First) (Middle) <u>345 PARK AVENUE SOUTH, 12TH FLOOR</u> <hr/> (Street) <u>NEW YORK NY 10010</u> <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person * <u>Deerfield Mgmt HIF II, L.P.</u> <hr/> (Last) (First) (Middle) <u>345 PARK AVENUE SOUTH, 12TH FLOOR</u> <hr/> (Street) <u>NEW YORK NY 10010</u> <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person * <u>DEERFIELD MANAGEMENT COMPANY, L.P. (SERIES C)</u> <hr/> (Last) (First) (Middle) <u>345 PARK AVENUE SOUTH, 12TH FLOOR</u> <hr/> (Street) <u>NEW YORK NY 10010</u> <hr/> (City) (State) (Zip)
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1. Name and Address of Reporting Person *		
Deerfield Healthcare Innovations Fund II, L.P.		
(Last)	(First)	(Middle)
345 PARK AVENUE SOUTH, 12TH FLOOR		
(Street)		
NEW YORK	NY	10010
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
Deerfield Mgmt V, L.P.		
(Last)	(First)	(Middle)
345 PARK AVENUE SOUTH, 12TH FLOOR		
(Street)		
NEW YORK	NY	10010
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
Deerfield Private Design Fund V, L.P.		
(Last)	(First)	(Middle)
345 PARK AVENUE SOUTH, 12TH FLOOR		
(Street)		
NEW YORK	NY	10010
(City)	(State)	(Zip)

Explanation of Responses:

Remarks:

Please see Joint Filer Information Statement attached as Exhibit 99 hereto. Jonathan Leff, a partner in Deerfield Management Company, L.P. serves as a director of the Issuer. This Form 3 is being filed by the undersigned as well as the entities listed on the Joint Filer Information Statement attached as an exhibit hereto (the "Reporting Persons"). Deerfield Mgmt III, L.P. is the general partner of Deerfield Private Design Fund III, L.P. ("Fund III"). Deerfield Mgmt HIF, L.P. is the general partner of Deerfield Healthcare Innovations Fund, L.P. ("Deerfield Innovations"). Deerfield Mgmt, L.P. is the general partner of Deerfield Partners, L.P. (collectively with Fund III and Deerfield Innovations, the "Funds"). Deerfield Management Company, L.P. is the investment manager of the Funds. James E. Flynn is the sole member of the general partner of each of Deerfield Mgmt III, L.P., Deerfield Mgmt HIF, L.P., Deerfield Mgmt, L.P. and Deerfield Management Company, L.P. Exhibit 24 - Power of Attorney.

No securities are beneficially owned.

/s/ Jonathan Isler, Attorney-in-Fact 03/19/2024

** 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, each of the undersigned hereby constitutes and appoints each of Jonathan Isler and David J. Clark, each signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned (i) Forms 3, 4 and 5 (and all 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 (ii) reports on Schedule 13G and Schedule 13D (and all amendments thereto) in accordance with Section 13 of the Exchange Act and the rules thereunder, in each case with respect to the beneficial ownership of securities by the undersigned;
- (2) 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 Schedule 13G or Schedule 13D, complete and execute any amendment or amendments thereto, and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) 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 any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, each of the undersigned has caused this Power of Attorney to be executed as of this 19th day of March, 2024.

DEERFIELD MGMT, L.P.

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PARTNERS, L.P.

By: Deerfield Mgmt, L.P., General Partner

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD SPECIAL SITUATIONS FUND, L.P.

By: Deerfield Mgmt, L.P., General Partner

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PDI FINANCING II, L.P.

By: Deerfield Mgmt, L.P., General Partner

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PRIVATE DESIGN FUND II, L.P.

By: Deerfield Mgmt, L.P., General Partner

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PRIVATE DESIGN INTERNATIONAL II, L.P.

By: Deerfield Mgmt, L.P., General Partner

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD MANAGEMENT COMPANY, L.P.

By: Flynn Management LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PRIVATE DESIGN FUND III, L.P.

By: Deerfield Mgmt III, L.P., General Partner

By: J.E. Flynn Capital III, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD MGMT III, L.P.

By: J.E. Flynn Capital III, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PRIVATE DESIGN FUND IV, L.P.

By: Deerfield Mgmt IV, L.P., General Partner

By: J.E. Flynn Capital IV, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD MGMT IV, L.P.

By: J.E. Flynn Capital IV, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD HEALTHCARE INNOVATIONS FUND, L.P.

Deerfield Mgmt HIF, L.P., General Partner

J.E. Flynn Capital HIF LLC, General Partner

/s/ James E. Flynn
James E. Flynn, President

DEERFIELD MGMT HIF, L.P.

By: J.E. Flynn Capital HIF, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD PRIVATE DESIGN FUND V, L.P.

By: Deerfield Mgmt V, L.P., General Partner

By: J.E. Flynn Capital V, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD MGMT V, L.P.

By: J.E. Flynn Capital V, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD HEALTHCARE INNOVATIONS FUND II, L.P.

By: Deerfield Mgmt HIF II, L.P., General Partner

By: J.E. Flynn Capital HIF II LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

DEERFIELD MGMT HIF II, L.P.

By: J.E. Flynn Capital HIF II, LLC, General Partner

By: /s/ James E. Flynn
James E. Flynn, President

JAMES E. FLYNN
/s/ James E. Flynn

Joint Filer Information

Names: Deerfield Mgmt V, L.P., Deerfield Mgmt HIF II, L.P., Deerfield Management Company, L.P., Deerfield Private Design Fund V, L.P. and Deerfield Healthcare Innovations Fund II, L.P.

Address: 345 Park Avenue South, 12th Floor
New York, NY 10010

Designated Filer: James E. Flynn

Issuer and Ticker Symbol: BiomX Inc. [PHGE]

Date of Event Requiring Statement: March 15, 2024

The undersigned, Deerfield Mgmt V, L.P., Deerfield Mgmt HIF II, L.P., Deerfield Management Company, L.P., Deerfield Private Design Fund V, L.P. and Deerfield Healthcare Innovations Fund II, L.P. are jointly filing the attached Initial Statement of Beneficial Ownership on Form 3 with James E. Flynn with respect to the beneficial ownership of securities of BiomX Inc.

Signatures:

DEERFIELD MGMT HIF II, L.P.
By: J.E. Flynn Capital HIF II, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD MGMT V, L.P.
By: J.E. Flynn Capital V, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD MANAGEMENT COMPANY, L.P.
By: Flynn Management LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD PRIVATE DESIGN FUND V, L.P.
By: Deerfield Mgmt V, L.P., General Partner
By: J.E. Flynn Capital V, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact

DEERFIELD HEALTHCARE INNOVATIONS FUND II, L.P.
By: Deerfield Mgmt HIF II, L.P., General Partner
By: J.E. Flynn Capital HIF II, LLC, General Partner

By: /s/ Jonathan Isler
Jonathan Isler, Attorney-In-Fact