

November 17, 2022

William Ho
President and Chief Executive Officer
IN8bio, Inc.
350 5th Avenue, Suite 5330
New York, New York 10118

Statement on Form S-3
2022

Re: IN8bio, Inc.
Registration

Filed November 10,

File No. 333-268288

Dear William Ho:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Campbell at 202-551-4224 with any questions.

Please contact Alan

Sincerely,

Division of Corporation Finance

Office of Life Sciences

cc:

Joshua A. Kaufman