UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant \boxtimes

Filed by a party other than the Registrant \Box

Check the appropriate box:

Preliminary Proxy Statement

□ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

- □ Definitive Proxy Statement
- Definitive Additional Materials
- □ Soliciting Material Pursuant to §240.14a-12

IN8bio, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than The Registrant)

Payment of Filing Fee (Check the appropriate box):

- \boxtimes No fee required.
- □ Fee paid previously with preliminary materials.

Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.



IN8bio, Inc. Important Notice Regarding the Availability of Proxy Materials

Stockholders Meeting to be held on June 1, 2022

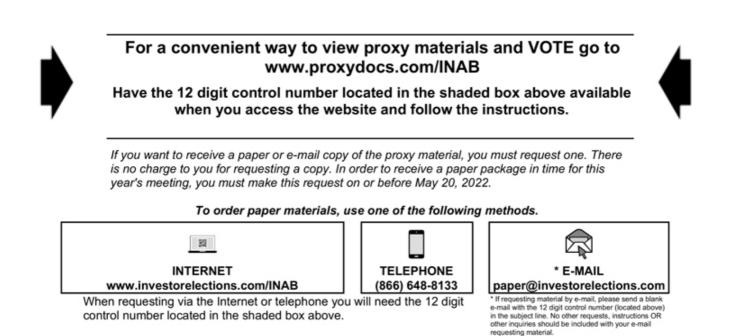
For Stockholders of record as of April 11, 2022

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain directions to attend the meeting, go to: www.proxydocs.com/INAB

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



IN8bio,	Inc.
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Meeting Type: Annual Meeting of Stockholders Date: Wednesday, June 1, 2022 Time: 9:00 AM, Eastern Time

Place: Annual Meeting to be held live via the Internet - please visit www.proxydocs.com/INAB for more details

www.proxydocs.commwAb for more detail

You must register to attend the meeting online and/or participate at www.proxydocs.com/INAB

SEE REVERSE FOR FULL AGENDA

IN8bio, Inc. Annual Meeting of Stockholders

THE BOARD OF DIRECTORS RECOMMENDS A VOTE:

FOR ALL NOMINEES FOR DIRECTOR IN PROPOSAL 1 AND FOR PROPOSAL 2

PROPOSAL

- 1. Election of Directors
 - 1.01 Emily Fairbairn
 - 1.02 Luba Greenwood
- To ratify the selection of CohnReznick LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022