

<b>OMB APPROVAL</b>	
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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**

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>LV Management Group, LLC</u>  (Last) (First) (Middle) 115 WEST WASHINGTON STREET SUITE 1680-SOUTH  (Street) INDIANAPOLIS IN 46204  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Surface Oncology, Inc. [ SURF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/23/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/23/2018		C		3,181,817	A	(1)	3,181,817	I	By Fund <sup>(2)</sup>
Common Stock	04/23/2018		P		266,000	A	\$15	3,447,817	I	By Fund <sup>(2)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Preferred Stock	(1)	04/23/2018		C		7,000,000		(1)	(1)	Common Stock	3,181,817	(1)	0	I	By Fund <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
LV Management Group, LLC  
  
 (Last) (First) (Middle)  
 115 WEST WASHINGTON STREET  
 SUITE 1680-SOUTH  
  
 (Street)  
 INDIANAPOLIS IN 46204  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person*		
<a href="#">Lilly Ventures Fund I LLC</a>		
(Last)	(First)	(Middle)
115 WEST WASHINGTON STREET SUITE 1680-SOUTH		
(Street)		
INDIANAPOLIS	IN	46204
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Torres S. Edward</a>		
(Last)	(First)	(Middle)
115 WEST WASHINGTON STREET SUITE 1680-SOUTH		
(Street)		
INDIANAPOLIS	IN	46204
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
<a href="#">Hall Steven Edward</a>		
(Last)	(First)	(Middle)
115 WEST WASHINGTON STREET SUITE 1680-SOUTH		
(Street)		
INDIANAPOLIS	IN	46204
(City) (State) (Zip)		

**Explanation of Responses:**

- The Series A Preferred Stock automatically converted into the Issuer's common stock on a 2.2-for-1 basis at the closing of the Issuer's initial public offering without payment or further consideration and had no expiration date.
- These shares are held directly by Lilly Ventures Fund I, LLC (LVFI). LV Management Group, LLC (LVMG) is the management company for LVFI and has voting and dispositive power over the shares held by LVFI. As such, LVMG may be deemed to indirectly beneficially own the shares held by LVFI. LVMG's voting and dispositive decisions with respect to the shares held by LVFI are made by LVMG's management committee, which consists of S. Edward Torres, Dr. Steven E. Hall and Dr. Armen B. Shanafelt. Each of the individuals and entities listed above expressly disclaims beneficial ownership of the shares held by LVFI, except to the extent of his or its pecuniary interest therein. Dr. Shanafelt is a director of the Issuer and, accordingly, files separate Section 16 reports.

**Remarks:**

<a href="#">/s/ S. Edward Torres, LV Management Group, LLC</a>	<a href="#">04/23/2018</a>
<a href="#">/s/ S. Edward Torres, Lilly Ventures Fund I, LLC</a>	<a href="#">04/23/2018</a>
<a href="#">/s/ S. Edward Torres</a>	<a href="#">04/23/2018</a>
<a href="#">/s/ Dr. Steven E. Hall</a>	<a href="#">04/23/2018</a>

\*\* 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 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).

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.