UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): January 9, 2023

Xilio Therapeutics, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation) **001-40925** (Commission File Number) 85-1623397 (IRS Employer Identification No.)

828 Winter Street, Suite 300 Waltham, Massachusetts (Address of Principal Executive Offices)

Registrant's telephone number, including area code: (857) 524-2466

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Dere-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Dere-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.0001 per	XLO	Nasdaq Global Select Market
share		

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company \boxtimes

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

02451

(Zip Code)

Item 7.01 Regulation FD Disclosure.

From time to time, Xilio Therapeutics, Inc. (the "Company") presents or distributes slide presentations to the investment community to provide updates and summaries of its business. The Company is posting a copy of its current corporate investor presentation to the "Investors & Media" portion of its website at https://ir.xiliotx.com. A copy of the presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Current Report on Form 8-K, including Exhibit 99.1, is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit relating to Item 7.01 of this Form 8-K shall be deemed to be furnished and not filed:

Exhibit No.	Description
99.1	Corporate investor presentation of Xilio Therapeutics, Inc. as of January 9, 2023
104	Cover Page Interactive Data File (embedded within the Inline XBRL document and incorporated as Exhibit 101)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

XILIO THERAPEUTICS, INC.

Date: January 9, 2023

By: /s/ Chris Frankenfield Chris Frankenfield Chief Legal and Administrative Officer

Unleashing the Potential of Immuno-Oncology Therapies

January 9, 2023

23 Xilio Therapeutics



This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended, including, without limitation, statements regarding plans, timing and expectations related to: the initiation of patient enrollment in a Phase 2 clinical trial for XTX202 and reporting data from the Phase 1/2 clinical trial for XTX202; the initiation of patient enrollment in the planned Phase 1 clinical trial for XTX301 and reporting data from the Phase 1 clinical trial for XTX301; completing monotherapy dose-escalation for the Phase 1 clinical trial for XTX101 and reporting data from the Phase 1 clinical trial for XTX101; potential collaborations to advance XTX101; progressing Xilio's next research-stage program; the potential benefits of any of Xilio's current or future product candidates in treating patients; Xilio's ability to fund its operating expenses and capital expenditure requirements with its existing cash and cash equivalents; and Xilio's strategy, goals and anticipated financial performance, milestones, business plans and focus.

The words "aim," "may," "will," "could," "would," "should," "expect," "plan," "anticipate," "intend," "believe," "estimate," "predict," "project," "potential," "continue," "seek," "target" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Any forward-looking statements in this presentation are based on management's current expectations and beliefs and are subject to a number of important risks, uncertainties and other factors that may cause actual events or results to differ materially from those expressed or implicit risks, uncertainties related to ongoing and planned research and development activities, including initiating, conducting or completing preclinical studies on clinical trials and the timing and results of such preclinical studies or clinical trials and the timing and results of such preclinical supply of current or future product candidates; XIIo's ability to obtain and maintain sufficient preclinical and clinical supply of current or future product candidates; XIIo's advancement of multiple early-stage programs. There can be no assurance that interim or preliminary preclinical data or results will be predictive of future preclinical or clinical data or results, including, without limitation, the preliminary intra-internent tumor biopsy and/yees was available as of the date hereof; XIIo's ability to sub had an optical and gain aporval of its product candidates on a timely basis, if at all; results from preclinical studies or clinical trials for XIIo's product candidates, which may not support further development of subicy product candidates, which may aftect the initiation, timing and progress of current or future clinical trials; XIIo's ability to obtain and maintain sufficient preclinical actives or support further development of subicy product candidates, which may affect the initiation, timing and progress of current or future clinical trials; XIIo's ability to ability to ability to ability

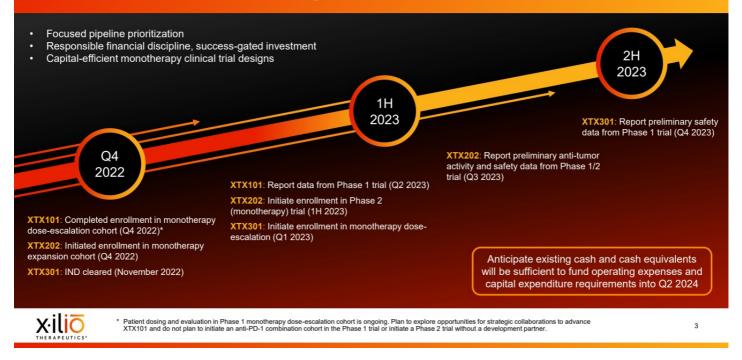
These and other risks and uncertainties are described in greater detail in the section entitled "Risk Factors" in Xilio's filings with the U.S. Securities and Exchange Commission (SEC), including Xilio's most recently filed annual report on Form 10-K and quarterly report on Form 10-Q, as well as any other filings that Xilio has made or may make with the SEC in the future. Any forward-looking statements contained in this presentation represent Xilio's views only as of the date hereof and should not be relied upon as representing its views as of any subsequent date. Except as required by law, Xilio explicitly disclaims any obligation to update any forward-looking statements.

Certain information contained in this presentation relates to or is based on studies, publications, surveys and other data obtained from third-party sources and Xilio's own internal estimates and research. While Xilio believes these third-party studies, publications, surveys and other data to the reliable as of the date of this presentation, Xilio has not independently verified, and makes no representation as to the adequacy, fairness, accuracy or completeness of, any information obtained from third-party sources. In addition, no independent source has evaluated the reasonableness or accuracy of our internal estimates or research and no reliance should be made on any information or statements made in this presentation relating to or based on such internal estimates and research.

This presentation contains trademarks, trade names and service marks of other companies, which are the property of their respective owners

X-ILIO

Xilio is a Clinical-Stage Company, Well-Positioned for Multiple Anticipated Milestones Across 3 Clinical Programs in 2023



The Promise and Pitfalls of Immuno-Oncology Therapy

- Immuno-oncology (IO) therapies have transformed the treatment landscape and long-term outlook for some patients with advanced cancer
 - IO treatments are primarily available for "hot" tumors, while "warm" and "cold" tumors continue to make up the majority of annual cancer deaths
- IO therapies engage the immune system to recognize and destroy tumor cells
 - Potential to be curative
 - Potential to address wide range of tumor types
- But treatment potential for some of the most exciting IO targets has been impeded by dose-limiting systemic toxicity
 - Fatal multi-organ adverse events and peripheral side effects can occur with more potent IO agents
 - Often results in dose reductions, interruptions or discontinuations for many patients
 - Limits the ability to explore even more powerful targets or IO combinations that could have broad curative potential

X-ILIO



Xilio (ex-il-ee-oh) believes the next revolution in IO cancer therapies will trick tumors into activating their own treatments, while simultaneously sparing healthy tissues and cells

We are here to pursue that promise for patients



Pioneering Tumor-Activated Immuno-Oncology Therapies to Pursue Positive Outcomes for More Patients

Mission

Design and deliver tumor-activated immuno-oncology therapies that provide effective, tolerable and durable therapeutic options for patients with solid tumors

Vision

We envision a future where cancer is no longer a grim diagnosis because treatments exist that eliminate it at the source, and cures come without the severe systemic side effects of current-day IO therapies



Leveraging Our Deep Expertise to Build a Transformational Immuno-Oncology Company

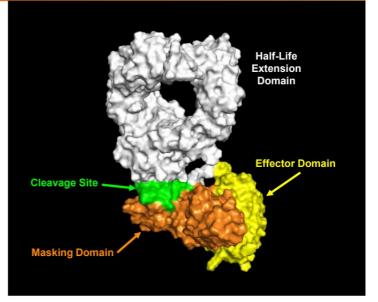
- Intentionally built team with significant breadth and depth of biotech and big pharma experience including cytokines such as IL-12
- Team has collectively contributed to:
- >15 IND applications - >25 NDAs, sNDAs or BLAs
- 15 approved therapies
- Team has direct experience with pembrolizumab, dostarlimab, niraparib, docetaxel, trastuzumab, alpelisib and capmatinib

XILIO



Xilio's Tumor-Activated Precision Immuno-Oncology

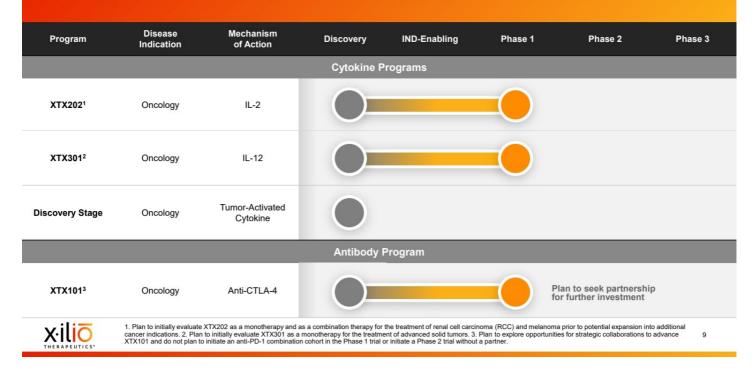
- We are passionate about harnessing and focusing the power of the immune system to treat cancer
- We have developed a novel approach designed to outsmart tumors by using the tumor's growth activities against itself
 - Tumor proteases activate a switch in our molecules, which unleashes the active agent once it is inside the tumor microenvironment
- Each of our molecules has a custom masking domain designed to prevent it from interacting with healthy tissues and cells
 - The mask is released by the tumor's dysregulated matrix metalloproteinases (MMPs), which are present but inhibited outside of the tumor microenvironment



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X-ILIO

Building a Transformative Immuno-Oncology Pipeline

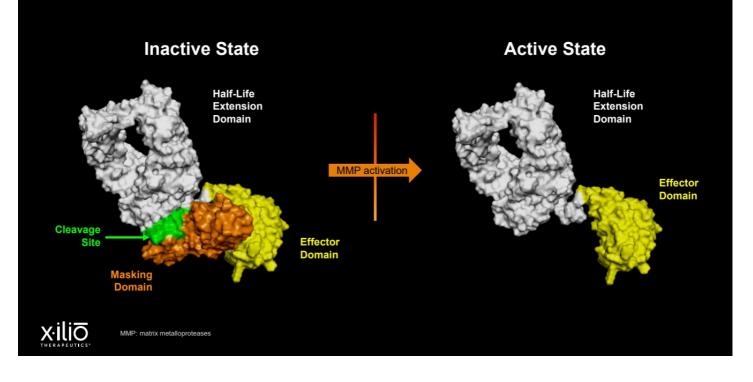


Xilio Designed, Tumor Activated

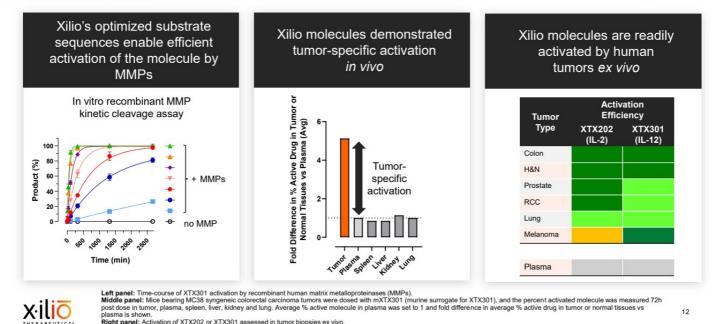
Seeking to Develop a Transformational IO Approach



Xilio's Tumor-Activated Design Components – XTX202 (IL-2)

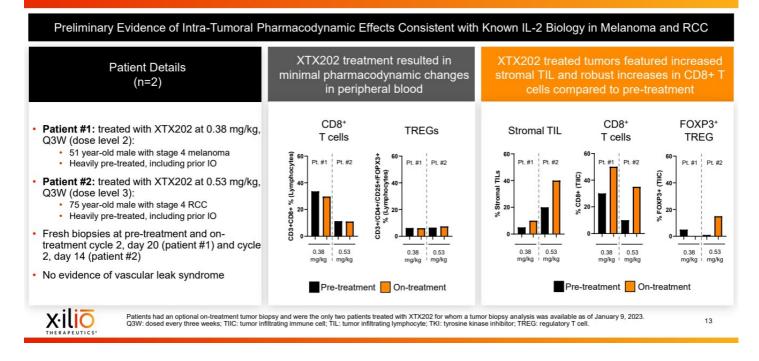


Xilio's Molecules are Activated by Dysregulated Tumor Proteases (MMPs)

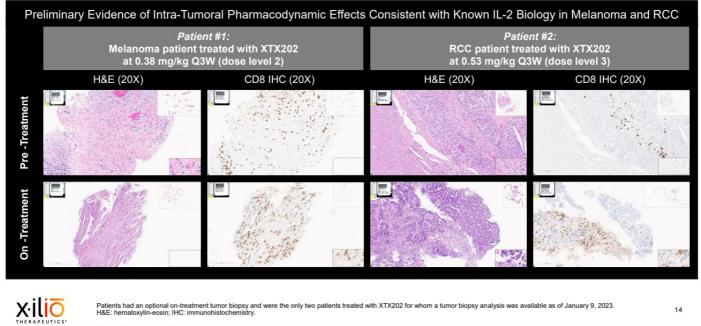


Right panel: Activation of XTX202 or XTX301 assessed in tumor biopsies ex vivo

First Demonstration of Clinical Platform Validation and Tumor-Selective Activation in Patients

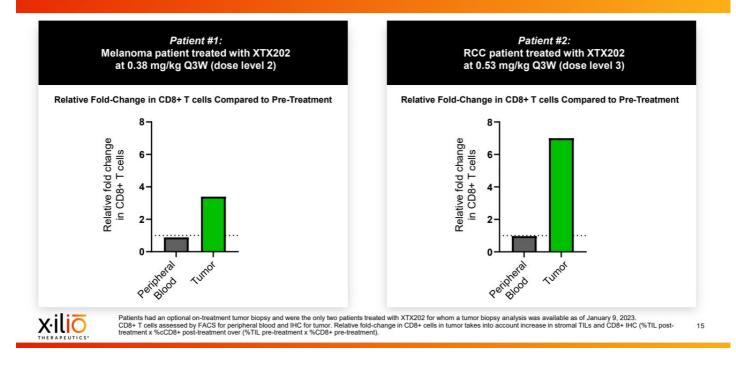


First Demonstration of Clinical Platform Validation and Tumor-Selective **Activation in Patients**

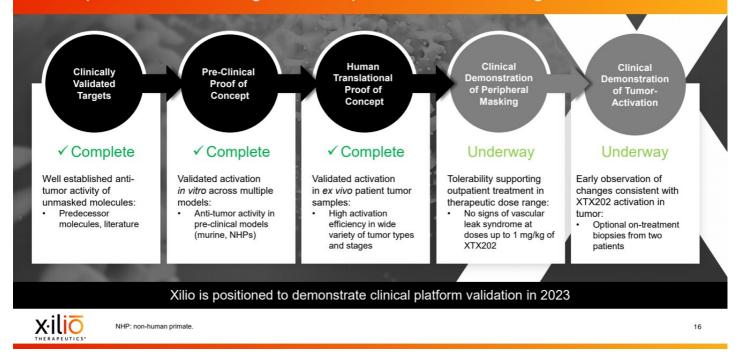


Patients had an optional on-treatment tumor biopsy and were the only two patients treated with XTX202 for whom a tumor biopsy analysis was available as of January 9, 2023. H&E: hematoxylin-eosin; IHC: immunohistochemistry.

Robust Increases in CD8+ T Cells Observed in Patient Tumors Following XTX202 Treatment

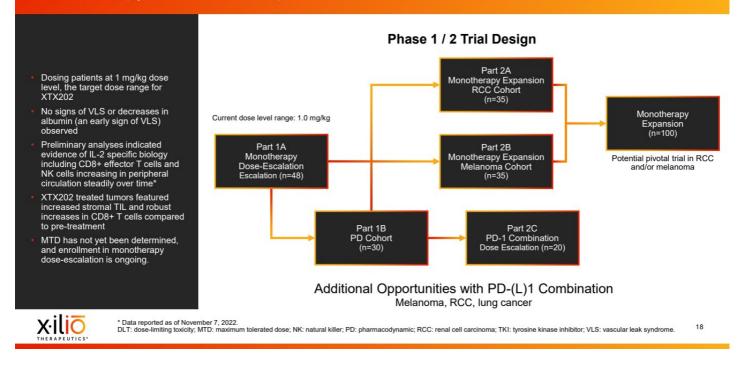


Executing on Our Vision to Deliver Tumor-Activated Immuno-Oncology Therapies Created Through Our Unique and Efficient Design Process

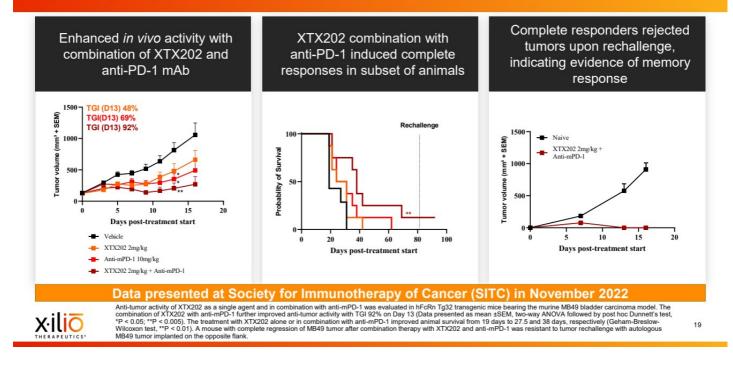




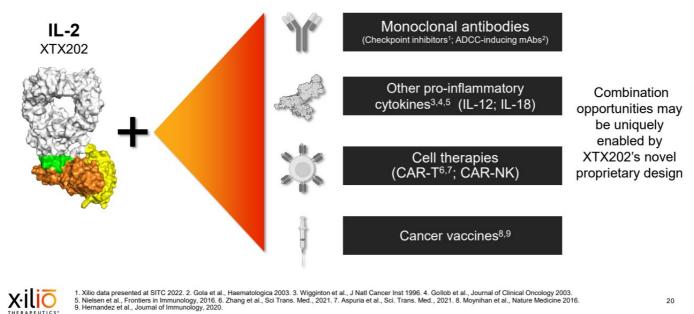
XTX202 (IL-2) Phase 1/2 Trial Design Provides Efficient Path to Potential Monotherapy Proof-of-Concept



Enhancement of *In Vivo* Activity and Evidence of Memory Response for XTX202 (IL-2) in Combination with Anti-PD1



Multiple Combination Opportunities Enabled by XTX202 (IL-2) Properties: Tumor-Activated, Well-Tolerated Preclinically, Clinically-Validated Target



1. Xilio data presented at SITC 2022. 2. Gola et al., Haematologica 2003. 3. Wigginton et al., J Natl Cancer Inst 1996. 4. Gollob et al., Journal of Clinical Oncology 2003. 5. Nielsen et al., Frontiers in Immunology, 2016. 6. Zhang et al., Sci Trans. Med., 2021. 7. Aspuria et al., Sci. Trans. Med., 2021. 8. Moynihan et al., Nature Medicine 2016. 9. Hernandez et al., Journal of Immunology, 2020.

XTX202 (IL-2) Key Takeaways

- IL-2 has significant therapeutic potential both as monotherapy and in combination
 - Monotherapy tumor types include: RCC, melanoma, lung cancer
- Attractive combination partners include: mAbs (e.g., anti-PD-1), cytokines (e.g., IL-12), cell therapies, cancer vaccines
- Achieving therapeutic benefit from IL-2 requires high dose delivery in the tumor microenvironment
- XTX202 has achieved dose ranges in line with traditional high dose treatment with aldesleukin
 - XTX202 currently being dosed at 1 mg/kg, the target dose range for XTX202
 - Preliminary analyses demonstrated evidence of IL-2 specific biology, including CD8+ effector T cells and NK cells increasing in peripheral circulation over time for patients consistent with data observed in preclinical studies*
 - No signs of VLS or decreases in albumin (an early sign of VLS) have been observed -
 - Intra-tumoral PD data for two patients provide preliminary evidence that the patients' tumors featured increased stromal TIL and robust increases in CD8+ T cells compared to pre-treatment**
- Adaptive Phase 1/2 trial design with multiple clinical milestones anticipated in 2023
 - Initiated patient enrollment in a monotherapy expansion cohort of Phase 1 clinical trial in Q4 2022
 - Anticipate initiating patient enrollment in Phase 2 monotherapy trial in 1H 2023
 - Anticipate reporting preliminary anti-tumor activity and safety data from Phase 1/2 trial in Q3 2023



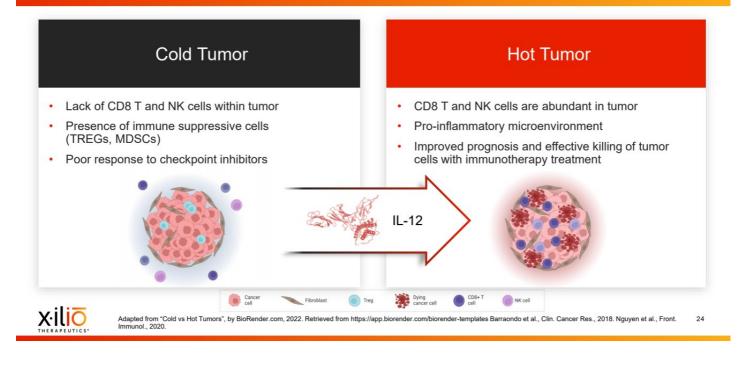
TREG: regulatory T cells. * Data reported as of November 7, 2022. * Patients had an optional on-treatment tumor biopsy and were the only two patients treated with XTX202 for whom a tumor biopsy analysis was available as of January 9, 2023.

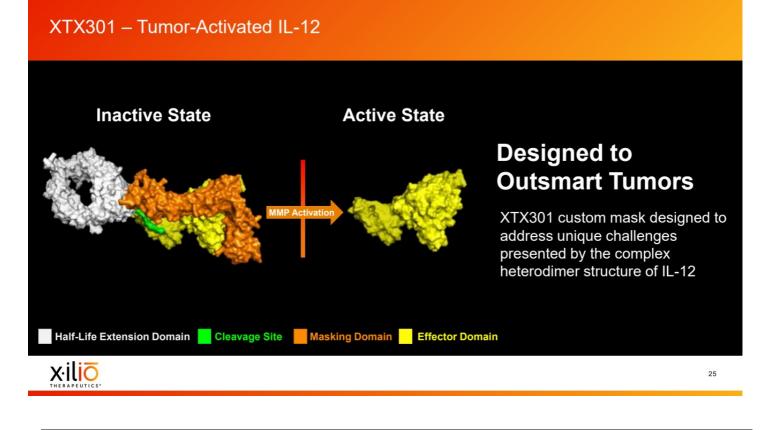


The Potential of IL-12 as a Therapeutic Agent

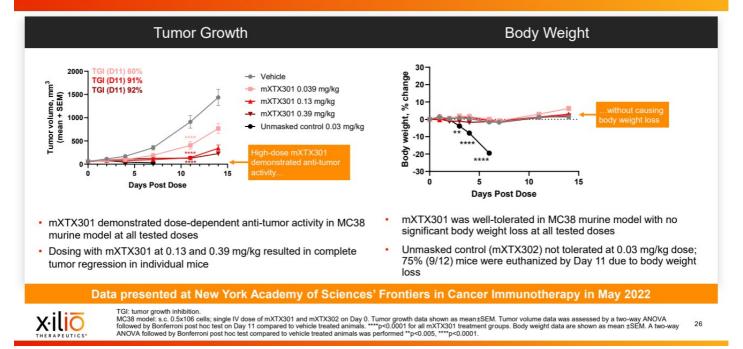


IL-12 Can Remodel Cold Tumor Microenvironment Towards a Pro-Inflammatory (Hot) State that Favors Anti-Tumor Immunity

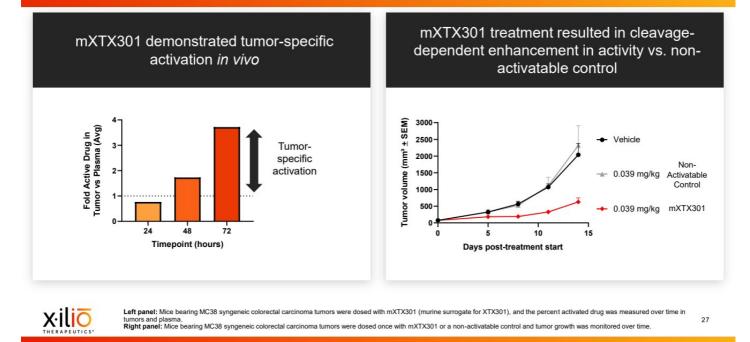




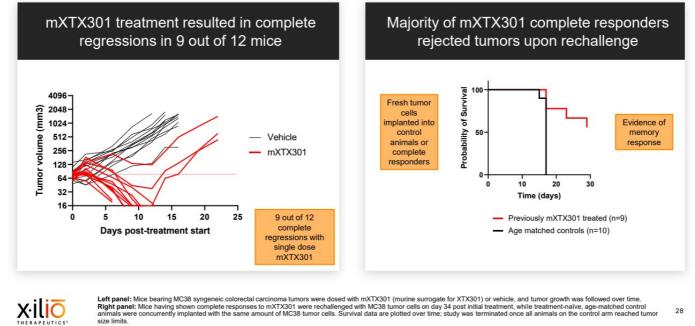
mXTX301 (Murine Surrogate) Demonstrated Dose-Dependent Anti-Tumor Activity Without Body Weight Loss *In Vivo*



mXTX301 (Murine Surrogate) was Preferentially Activated in Tumors vs. Plasma In Vivo

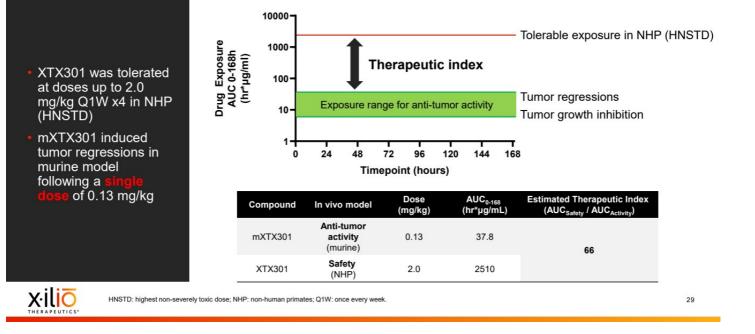


mXTX301 Induced Memory Responses in Murine Model Enabling Tumor Rejection Upon Rechallenge of Complete Responders

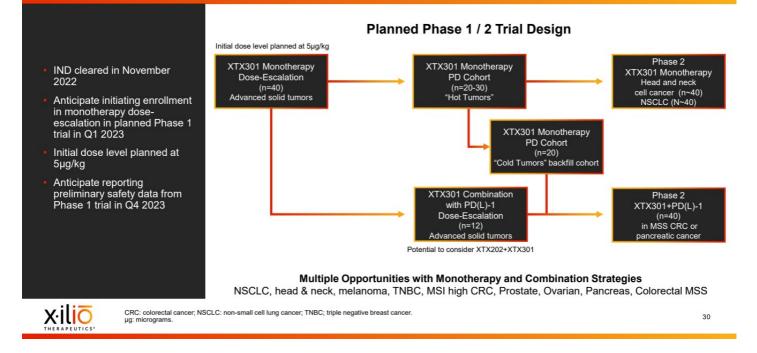


Left panel: Mice bearing MC38 syngeneic colorectal carcinoma tumors were dosed with mXTX301 (murine surrogate for XTX301) or vehicle, and tumor growth was followed over time. Right panel: Mice having shown complete responses to mXTX301 were rechallenged with MC38 tumor cells on day 34 post initial treatment, while treatment-naive, age-matched control animals were concurrently implanted with the same amount of MC38 tumor cells. Survival data re plotted over time; study was terminated once all animals one on the control arm reached tumor 28 size limits.

XTX301 (IL-12) Preclinical Data Support Potential for Broad Therapeutic Index



XTX301 (IL-12) Trial Designed to Enable Multiple Monotherapy and Combination Opportunities for Expansion in Both Hot and Cold Solid Tumors

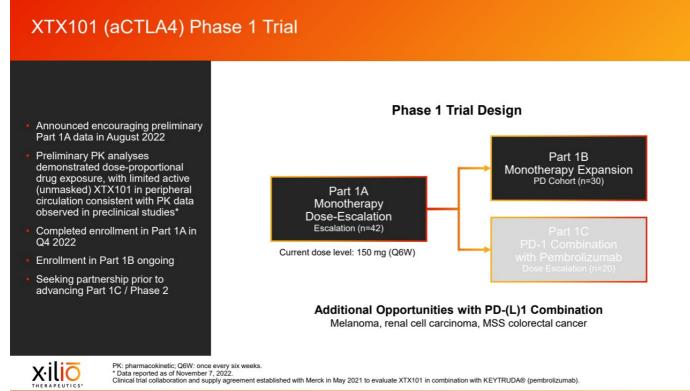


XTX301 (IL-12) Key Takeaways

- · IL-12 has significant therapeutic potential across both "hot" and "cold" tumor types
 - "Hot" tumors include lung, bladder, head & neck, kidney, liver, melanoma, MSI high CRC
 - "Cold" tumors include prostate, ovarian, breast, pancreatic, brain, MSS CRC
- No approved IL-12 agents to date due to fatal dose limiting toxicities
- Believe XTX301 is first systemically-delivered, tumor-activated IL-12 cleared for clinical development
 - XTX301 tumor-activation designed to overcome dose limiting toxicities of existing IL-12 agents
 - IND cleared in November 2022; anticipate initiating enrollment in monotherapy dose-escalation in planned Phase 1 trial in advanced solid tumors in Q1 2023
 - Preclinical data showed anti-tumor activity in both "hot" and "cold" tumor models, often with a single dose
- Adaptive design for planned Phase 1/2 trial with preliminary safety data anticipated in Q4 2023
 - Patients will receive treatment with XTX301 in the outpatient setting
 - Initial dose level planned at 5µg/kg (10x MTD for recombinant human IL-12 of 0.5 µg/kg IV)
 - Trial design incorporates both "hot" and "cold" tumor cohorts

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XTX101 Anti-CTLA-4 Key Takeaways

- Next generation anti-CTLA-4 molecules seek to improve upon the efficacy and tolerability of existing molecules, such as ipilimumab
- XTX101 is an Fc-enhanced, tumor-activated, anti-CTLA-4 currently being studied in a Phase 1 clinical trial for advanced solid tumors
- Phase 1 monotherapy dose escalation patients currently receiving XTX101 at 150 mg (Q6W)
 - Completed enrollment in monotherapy dose-escalation (Part 1A) in Q4 2022
 - Enrollment in monotherapy dose expansion (Part 1B) is ongoing
 - Anticipate reporting preliminary data from Phase 1 trial in Q2 2023
- Preliminary PK analyses demonstrated dose-proportional drug exposure, with limited active (unmasked) XTX101 in peripheral circulation consistent with PK data observed in preclinical studies*
- Plan to continue to explore opportunities for strategic collaborations to advance XTX101
 - Seeking partnership prior to initiating Part 1C cohort (anti-PD-1 combination) or Phase 2 trial

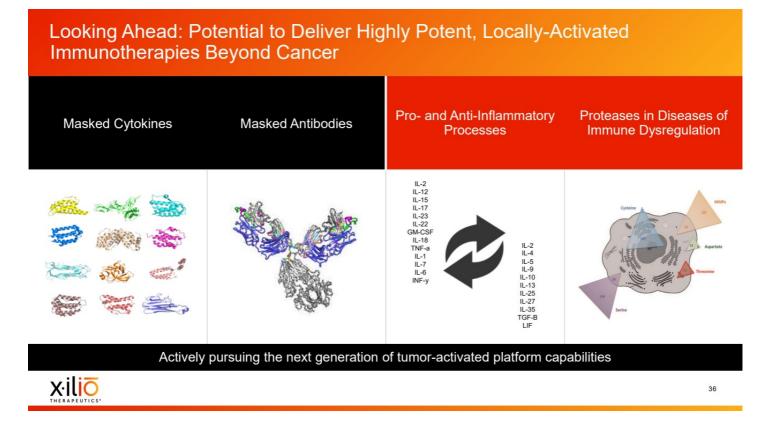


* Data reported as of November 7, 2022.

Looking Ahead

Xilio's Tumor-Activated Platform Opportunities are Broad





Third Quarter 2022 Financial Results

Balance Sheet	September 30, 2022*	December 31, 2021
Cash and Cash Equivalents	\$139.1M	\$198.1M

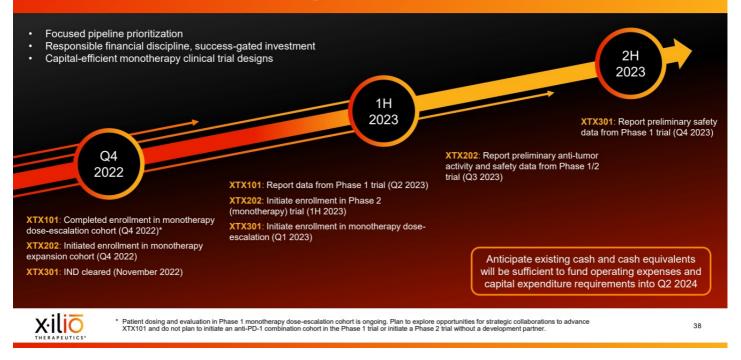
Statement of Operations	Three Months End	Three Months Ended September 30,	
Statement of Operations	2022*	2021*	
Research & Development Expenses	\$13.0M	\$10.5M	
General & Administrative Expenses	\$7.2M	\$5.5M	
Net Loss	\$(19.8M)	\$(16.3M)	

Anticipate existing cash and cash equivalents will be sufficient to fund operating expenses and capital expenditure requirements into Q2 2024

X-ILIO

* Unaudited

Xilio is a Clinical-Stage Company, Well-Positioned for Multiple Anticipated Milestones Across 3 Clinical Programs in 2023



Xilio is working to deliver highly potent, localized immunotherapies in cancer and beyond

Xilio Therapeutics is a Differentiated IO Company with a Proprietary Tumor-Activated Platform and the Team to Deliver

