

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>PERCEPTIVE ADVISORS LLC</u> (Last) (First) (Middle) <u>51 ASTOR PLACE, 10TH FLOOR</u> (Street) <u>NEW YORK NY 10003</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/28/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>CATABASIS PHARMACEUTICALS INC [CATB]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	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)
Common Stock	543,373	I	See footnote ⁽¹⁾
Common Stock	1,933,551	I	See footnote ⁽²⁾

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			
Series X Convertible Preferred Stock	(3)	(3)	Common Stock	8,234,000	(3)	I	See footnote ⁽¹⁾
Series X Convertible Preferred Stock	(3)	(3)	Common Stock	29,303,000	(3)	I	See footnote ⁽²⁾

1. Name and Address of Reporting Person*
PERCEPTIVE ADVISORS LLC
 (Last) (First) (Middle)
51 ASTOR PLACE, 10TH FLOOR
 (Street)
NEW YORK NY 10003
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
PERCEPTIVE LIFE SCIENCES MASTER FUND LTD
 (Last) (First) (Middle)
51 ASTOR PLACE, 10TH FLOOR
 (Street)

NEW YORK NY 10003

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Xontogeny, LLC

(Last) (First) (Middle)

51 ASTOR PLACE, 10TH FLOOR

(Street)

NEW YORK NY 10003

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Perceptive Xontogeny Venture Fund, LP

(Last) (First) (Middle)

51 ASTOR PLACE, 10TH FLOOR

(Street)

NEW YORK NY 10003

(City) (State) (Zip)

1. Name and Address of Reporting Person*

EDELMAN JOSEPH

(Last) (First) (Middle)

51 ASTOR PLACE, 10TH FLOOR

(Street)

NEW YORK NY 10003

(City) (State) (Zip)

Explanation of Responses:

1. The securities are directly held by Xontogeny, LLC ("Xontogeny"). C2 Ventures, LLC ("C2") is the manager of Perceptive XV Holdings, LLC ("Holdings"), the manager of Xontogeny. Joseph Edelman is the managing member of C2. Holdings, C2, and Mr. Edelman disclaim, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his or its indirect pecuniary interest therein, and this report shall not be deemed an admission that they are the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

2. The securities are directly held by Perceptive Xontogeny Ventures, L.P. ("PXV"). Perceptive Advisors LLC (the "Advisor") serves as the investment manager of PXV, and Perceptive Xontogeny Ventures GP, LLC ("PXV GP") is the general partner of PXV. Mr. Edelman is the managing member of PXV GP and the Advisor. The Advisor, PXV GP and Mr. Edelman disclaim, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his or its indirect pecuniary interest therein, and this report shall not be deemed an admission that they are the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

3. Upon stockholder approval of the conversion of Series X Convertible Preferred Stock into shares of common stock, each share of Series X Non-Voting Convertible Preferred Stock automatically converts into 1,000 shares of Common Stock, subject to certain limitations.

/s/ Joseph Edelman - for
Perceptive Advisors LLC, 02/03/2021
By: Joseph Edelman, its
managing member

/s/ Joseph Edelman - for
Perceptive Life Sciences
Master Fund Ltd, By:
Perceptive Advisors LLC, 02/03/2021
its investment manager,
By: Joseph Edelman, its
managing member

/s/ Joseph Edelman - for
Xontogeny LLC, By: C2
Ventures, LLC, By: Joseph 02/03/2021
Edelman, its managing
member

/s/ Joseph Edelman - for 02/03/2021
Perceptive Xontogeny,

Venture Fund L.P., By:
Perceptive Xontogeny,
Ventures GP, LLC, its
general partner, By: Joseph
Edelman, its managing
member

/s/ Joseph Edelman

02/03/2021

** 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.