
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM F-4
REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

4D pharma plc

(Exact Name of Each Registrant as Specified in its Charter)

England and Wales
(State or other jurisdiction of
Incorporation or organization)

2834
(Primary standard industrial
classification code number)

Not applicable
(I.R.S. Employer
Identification Number)

**5th Floor, 9 Bond Court
Leeds
LS1 2JZ United Kingdom
Tel: +44 (0) 113 895 0130**

(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

**Cogency Global Inc.
10 East 40th Street, 10th Floor
New York, N.Y. 10016
+1 (800) 221-0102**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

**Steven V. Bernard
Melissa Rick
Wilson Sonsini Goodrich &
Rosati Professional
Corporation
650 Page Mill Road
Palo Alto, California
94304-1050
(650) 493-9300**

**Duncan Peyton
Chief Executive Officer
4D pharma plc
5th Floor, 9 Bond Court
Leeds
LS1 2JZ United Kingdom
+44(0) 113 895 0130**

**Charles Waddell
Pinsent Masons LLP
30 Crown Place
Earl Street
London EC2A 4ES
United Kingdom
+44(0) 20 7418 7000**

Approximate date of commencement of proposed sale of the securities to the public: Not applicable.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act.

Emerging growth company

If an emerging growth company that prepares its financial statements in accordance with U.S. GAAP, 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 7(a)(2)(B) of the Securities Act.



EXPLANATORY NOTE

This Post-Effective Amendment No. 1 (as may be amended after the date hereof, the “**Post-Effective Amendment No. 1**”) is filed with the Securities and Exchange Commission (the “**Commission**”) by 4D pharma plc (the “**Registrant**”) and amends the registration statement initially filed with the Commission on Form F-4 (File No. 333-250986) on November 25, 2020, as amended by an amendment on Form F-4 filed with the Commission on February 24, 2021, which was declared effective by the Commission on February 25, 2021 (the “**Registration Statement**”).

At the time that the Registration Statement was declared effective, the Registration Statement registered, among other things, 16,268,040 ordinary shares of the Registrant (the “**Underlying Shares**”) that are issuable upon the exercise of the 4,320,000 public warrants of the Registrant (the “**Public Warrants**”), the offering of which was registered by the Registration Statement.

This Post-Effective Amendment is being filed to remove from registration the previously registered Underlying Shares covered by the Registration Statement, none of which have been sold. The Registrant hereby requests that the 16,268,040 unsold ordinary shares issuable on exercise of the warrants be removed from registration by means of this Post-Effective Amendment.

The Underlying Shares are being registered under a registration statement on Form F-1 (File No. 333-259501) initially filed with the Commission on September 14, 2021, which the Registrant intends to request that the Staff of the Commission declare effective as soon as practicable following the effectiveness of this Post-Effective Amendment No.1.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of London, United Kingdom, on September 30, 2021.

4D Pharma plc

By: /s/ Duncan Peyton

Name: Duncan Peyton

Title: Chief Executive Officer

By: /s/ Richard Avison

Name: Richard Avison

Title: Vice President of Finance

POWER OF ATTORNEY

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed by the following persons on September 30, 2021 in the capacities indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Duncan Peyton</u> Duncan Peyton	Chief Executive Officer and Director	September 30, 2021
* <u>Alexander Stevenson</u>	Director and Chief Scientific Officer	September 30, 2021
<u>/s/ Richard Avison</u> Richard Avison	Vice President of Finance	September 30, 2021
* <u>Axel Glasmacher</u>	Chairman (non-executive) of the Board of Directors	September 30, 2021
* <u>Alexander (Sandy) Macrae</u>	Director	September 30, 2021
* <u>Edgardo (Ed) Baracchini</u>	Director	September 30, 2021
* <u>Katrin Rupalla</u>	Director	September 30, 2021
<u>/s/ Paul Maier</u> Paul Maier	Director	September 30, 2021

*By: /s/ Duncan Peyton

Name: Duncan Peyton

Title: Attorney-in-Fact

Pursuant to powers of attorney previously filed

SIGNATURE OF AUTHORIZED U.S. REPRESENTATIVE OF THE REGISTRANT

Pursuant to the Securities Act of 1933, the undersigned, the duly authorized representative in the United States of the registrant has signed this registration statement or amendment thereto on September 30, 2021.

4D Pharma Delaware Inc.

By: /s/ Glenn Dourado

Name: Glenn Dourado

Title: President

Authorized Representative in the United States
