

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>Redmile Group, LLC</u> (Last) (First) (Middle) ONE LETTERMAN DRIVE, BUILDING D SUITE D3-300 (Street) SAN FRANCISCO CA 94129 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IGM Biosciences, Inc. [IGMS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/29/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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 (opening balance)								2,974,186 ⁽¹⁾	I	See Footnote ⁽⁴⁾ (6)(7)
Common Stock	06/29/2023		S		80,423	D	\$9.42	2,893,763	I	See Footnote ⁽⁴⁾ (6)(7)
Common Stock	06/29/2023		P		80,423	A	\$9.42	2,974,186	I	See Footnote ⁽⁴⁾ (6)(7)
Common Stock	06/29/2023		J ⁽²⁾		54,740	D	\$9.42	2,919,446	I	See Footnote ⁽⁴⁾ (6)(7)
Common Stock	06/29/2023		J ⁽²⁾		54,740	A	\$9.42	2,974,186	I	See Footnote ⁽⁴⁾ (6)(7)
Common Stock	06/30/2023		A		492 ⁽³⁾	A	\$0.00	2,974,678	I	See Footnote ⁽⁵⁾ (6)(7)

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					

1. Name and Address of Reporting Person*
Redmile Group, LLC

 (Last) (First) (Middle)
 ONE LETTERMAN DRIVE, BUILDING D
 SUITE D3-300

 (Street)
 SAN FRANCISCO CA 94129

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Green Jeremy		
(Last)	(First)	(Middle)
C/O REDMILE GROUP, LLC (NY OFFICE)		
45 W. 27TH STREET, FLOOR 11		
(Street)		
NEW YORK	NY	10001
(City)	(State)	(Zip)

Explanation of Responses:

1. Since the last Form 4 filing by Redmile and Jeremy Green (collectively, the "Reporting Persons") disclosing transactions in the Issuer's common stock, Redmile has ceased serving as the sub-adviser to a sub-advised account that held 362,813 shares of the Issuer's common stock (the "Account Shares") and therefore no longer has voting or dispositive power with respect to such shares. Accordingly, the amount of shares beneficially owned by the Reporting Persons as disclosed herein does not include the Account Shares and each of the Reporting Persons disclaims beneficial ownership of the Account Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
2. On June 29, 2023, certain private investment vehicles and accounts sub-advised by Redmile engaged in cross trades with respect to the Issuer's common stock. The reported transactions occurred simultaneously, at which time the price per share of the Common Stock was \$9.42, and therefore the reported transactions resulted in no profit to Redmile or Jeremy Green and resulted in no change in either of their aggregate beneficial ownership.
3. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock. The amount reflects payment to Mr. Michael Lee of a quarterly retainer in common stock pursuant to the Issuer's Outside Director Compensation Policy.
4. The reported securities are or were held directly by certain private investment vehicles managed by Redmile and may be deemed beneficially owned by Redmile as the investment manager of such Redmile funds.
5. These securities were granted to Mr. Lee, a managing director of Redmile Group, LLC ("Redmile"), in connection with his service as a member of the Board of Directors of the Issuer. Pursuant to the policies of Redmile, Mr. Lee holds these securities as a nominee on behalf, and for the sole benefit, of Redmile and has assigned all economic, pecuniary and voting rights in respect of the securities to Redmile. Mr. Lee disclaims beneficial ownership of the securities, and the filing of this Form 4 shall not be deemed an admission that Mr. Lee is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
6. The securities may also be deemed beneficially owned by Mr. Green as the principal of Redmile. The Reporting Persons disclaim beneficial ownership of the securities except to the extent of their pecuniary interest therein, and this Form 4 shall not be deemed an admission that either Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
7. Mr. Lee, a member of the board of directors of the Issuer and a managing director of Redmile, was elected to the board of the Issuer as a representative of Redmile and its affiliates. As a result, the Reporting Persons are directors by deputization for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

[By: /s/ Jeremy Green,
Managing Member of
Redmile Group, LLC](#)

[07/03/2023](#)

[/s/ Jeremy Green](#)

[07/03/2023](#)

** 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.