| SEC Form 4 | |
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Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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| Filed pursuant to Section 16(a) of the Securities Exchange A | ct of 1934 |
|--|------------|
| or Section 30(h) of the Investment Company Act of 19 | |

| 1. Name and Address of Reporting Person [*] Topsoe Christina Teng | | | 2. Issuer Name and Ticker or Trading Symbol IGM Biosciences, Inc. [IGMS] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner |
|---|---|----------------|---|---|
| 1 | ast) (First) (Middle) /O IGM BIOSCIENCES, INC. 25 E. MIDDLEFIELD ROAD | | 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2022 | Officer (give title Other (specify below) below) |
| (Street) MOUNTAIN VIEW (City) | CA (State) | 94043 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person |

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) | Transaction Code (Instr. | | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock | 12/30/2022 | | Α | | 346 ⁽¹⁾ | Α | \$0.00 | 37,967 | D | |
| Common Stock | | | | | | | | 10,400,564 | Ι | See footnote ⁽²⁾ |
| Common Stock | | | | | | | | 6,800 | Ι | See footnote ⁽³⁾ |

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

| | (0.3., pare, cane, cane, optione, optione, contraction, | | | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|----|--|--|---|-------|---|--|---------------------|--|--|
| 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. Transa Code (8) | | of | | 6. Date Exerc Expiration Da (Month/Day/Y | 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) | Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock. The amount reflects payment of a quarterly retainer in common stock pursuant to the Issuer's Outside Director Compensation Policy.

2. All shares are held directly by Topsoe Holding A/S. Jakob Haldor Topsoe, Christina Teng Topsoe, Anne Haugwitz-Hardenberg-Reventlow, Emil Oigaard, Thomas Schleicher and Birgitte Nielsen, members of the board of directors of Topsoe Holding A/S, may be deemed to share voting and investment power with respect to the shares reported herein and disclaim beneficial ownership of such shares, except to the extent of his or her pecuniary interest therein, if any.

3. The shares are held by Pillarcater LLC. The Reporting Person is the sole manager of Pillarcater LLC, which is wholly owned by CT Foundation (a South Dakota Trust) of which the Reporting Person is the sole beneficiary.

Remarks:

/s/ Misbah Tahir, by power of attorney 0



** 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.