## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or S	ection	30(h) d	of the	Inve	stmen	t Comp	pany A	ct of	1940									
1. Name and Address of Reporting Person*  Redmile Group, LLC						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							
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 03/31/2023											Officer (gi				Other (specify below)		
ONE LETTERMAN DRIVE BUILDING D, SUITE D3-300						4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person							
(Street)																	X Form filed by More than One Reporting Person						
SAN FRANCISCO CA 94129							0b5-	•	,														
(City)											suant to a see Ins			uction	or written	plan t	nat is inter	ided to					
		urities	rities Acquired, Disposed of, or Bene								ficially Owned												
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)					er) Ex	ny	ned n Date, oay/Year	Ti	3. Transaction Code (Instr. 8)		4. Securities Acq Disposed Of (D) and 5)			uired (A) or (Instr. 3, 4		5. Amount of Securities Beneficially Owned Following			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			e of Beneficial nip (Instr.	
					igsqcup		С	ode	v	Amou	ınt	(A) (D)	or P	rice	Reported Transaction(s) (Instr. 3 and 4)								
Common Stock 03/31/2023					ļ				A		492		A		00.00	3,336,999			I		See Footnotes <sup>(2)(3)(4)</sup>		
										nefici curitie		wned	b										
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Ex if a	A. Deemed secution Date, any lonth/Day/Year)	4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Disp of (D	osed ) r. 3, 4	Expiration (Month/E		on Date			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Deriv Secu (Inst	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		wnership orm: rect (D) Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)		ate cercisa		Expiration	on	Title	Amoun or Number of Shares	er							
1. Name and Address of Reporting Person*																							
Redmile Group, LLC																							
(Last) (First) (Middle) ONE LETTERMAN DRIVE BUILDING D, SUITE D3-300																							
(Street) SAN FRANC	ISCO	CA		94129																			
(City) (State) (Zip)																							
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					-																		

## **Explanation of Responses:**

(State)

(Zip)

(City)

- 1. 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.
- 2. 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.

- 3. The securities may also be deemed beneficially owned by Jeremy Green as the principal of Redmile. Redmile and Mr. Green 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 Redmile or Mr. Green 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.
- 4. 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. 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 04/04/2023

/s/ Jeremy Green

04/04/2023

\*\* 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.