SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
Grant-Huerta Yanina
(Last) (First) (Middle)
C/O IMAGENEBIO, INC.
12526 HIGH BLUFF DRIVE, SUITE 345
(Street)
SAN DIEGO CA 92130
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ImageneBio, Inc. [IMA]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director ☐ 10% Owner
☑ Officer (give title below) ☐ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ 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)	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[(1)]	08/14/2026		A		65,000[(2)]	A	$0	65,000	D	
Common Stock[(1)]	08/14/2026		A		39,000[(2)]	A	$0	104,000	D	

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	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)[(1)]	$5.84	08/14/2026		A		56,000		(3)	08/13/2036	Common Stock	56,000	$0	56,000	D	

Explanation of Responses:

1. On July 23, 2026, the Issuer filed a Current Report on Form 8-K reporting that the Reporting Person was entitled to receive pursuant to her employment offer letter 65,000 restricted stock units ("RSUs") and 95,000 stock options. It was subsequently determined that in lieu of the foregoing grants which had not yet been made, the Reporting Person would receive 104,000 restricted stock units in the aggregate and 56,000 options (the "Options"). These updated awards were granted on August 14, 2026 and are reported herein.

2. Represents the number of shares of the Issuer's Common Stock underlying RSUs. Each RSU represents the contingent right to receive one share of Common Stock upon settlement. 25% of RSUs will vest and settle into Common Stock on July 20, 2027, and the remaining RSUs will vest in a series of 12 equal quarterly installments thereafter, subject to the Reporting Person's continuous service with the Issuer through each such vesting date.

3. The Options vest over four years, with 25% of the shares vesting on July 20, 2027, and the remaining shares vesting in a series of 36 successive equal monthly installments thereafter, subject to the Reporting Person's continuous service with the Issuer through each such vesting date.

/s/ Kristin Yarema, Attorney-in-Fact 08/17/2026
** 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.