FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ngton, D.C. 20549			
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	OMB APPRO\	/AL
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ı	hours per response:	0.5

Check this box if no longer subject t Section 16. Form 4 or Form 5 obligations may continue. See
Instruction 1(b).

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 Addres	ss of Reporting Person* IER CARL		2. Issuer Name and Ticker or Trading Symbol IMARA Inc. [IMRA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner				
, a					Officer (give title below)		Other (specify below)	
(Last) (First) (Middle) 750 BATTERY STREET STE 400 (Street) SAN FRANCISCO CA 94111		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/16/2020		below)		below)	
		94111	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	dual or Joint/Group Fil Form filed by One R Form filed by More t	eportin	ig Person	
(City)	(State)	(Zip)						

Table I - No	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	Date Execution Date,		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/16/2020		С		690,232	A	(4)	690,232	I	By entities affiliated with Bay City Capital LLC(1)(2)	
Common Stock	03/16/2020		С		13,148	A	(4)	703,380	I	By entities affiliated with Bay City Capital LLC(1)(3)	

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. Transa Code (8)		5. Numl Derivati Securiti Acquire Dispose (Instr. 3	ve es	Expiration Da	Date Exercisable and xpiration Date Month/Day/Year) To 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	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		Transaction(s) (Instr. 4)		
Series Seed Preferred Stock	(4)	03/16/2020		С			281,878	(4)	(4)	Common Stock	44,749	(4)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽²⁾
Series Seed Preferred Stock	(4)	03/16/2020		С			5,372	(4)	(4)	Common Stock	852	(4)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽³⁾
Series A Preferred Stock	(5)	03/16/2020		С			3,220,915	(5)	(5)	Common Stock	511,335	(5)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽²⁾
Series A Preferred Stock	(5)	03/16/2020		С			61,378	(5)	(5)	Common Stock	9,741	(5)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽³⁾
Series B Preferred Stock	(6)	03/16/2020		С			845,008	(6)	(6)	Common Stock	134,148	(6)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽²⁾
Series B Preferred Stock	(6)	03/16/2020		С			16,103	(6)	(6)	Common Stock	2,555	(6)	0	I	By entities affiliated with Bay City Capital LLC ⁽¹⁾⁽³⁾

			Table II - De (e.					options, c				wiicu		
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)	action (Instr.	Dispose	ive	6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 an	g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	
Stock Option (right to buy)	\$16	03/16/2020		A		15,457		(7)	03/15/2030	Common Stock	15,457	\$0.00	15,457	
	nd Address of	Reporting Person*												
(Last) 750 BAT	TTERY STE	(First) REET STE 400	(Middle)											
(Street)	ANCISCO	CA	94111											
(City)		(State)	(Zip)											
		Reporting Person*												
(Last) 750 BAT	TTERY STF	(First) REET STE 400	(Middle)			,								
(Street)	ANCISCO	CA	94111			,								
(City)		(State)	(Zip)											
		Reporting Person*												
(Last) 750 BAT SUITE 4	TTERY STF	(First) REET	(Middle)											
(Street) SAN FR	ANCISCO	CA	94111											
(City)		(State)	(Zip)											
		Reporting Person*												
(Last) 750 BAT SUITE 4	TTERY STE	(First) REET	(Middle)											
(Street)														

11. Nature

of Indirect Beneficial Ownership (Instr. 4)

By Bay City Capital LLC⁽⁸⁾

10.

Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

Explanation of Responses:

SAN FRANCISCO CA

750 BATTERY STREET

SAN FRANCISCO CA

1. Name and Address of Reporting Person*

(State)

(First)

(State)

Bay City Capital Fund V Co-Investment Fund, L.P.

(City)

(Last)

(City)

SUITE 400

94111

(Zip)

(Middle)

94111

(Zip)

L. Bay City Capital LLC, a Delaware limited liability company ("BCC"), Bay City Capital Management V LLC, a Delaware limited liability company ("Management V"), Bay City Capital Fund V, L.P., a Delaware limited partnership ("Fund V"), and Bay City Capital Fund V Co-Investment Fund, L.P., a Delaware limited partnership ("Co-Investment V") are deemed to be a "group" for the purposes of Section 13(d) under the Securities Exchange Act of 1934. Management V is the general partner of Fund V and Co-Investment V and has sole voting and dispositive power with respect to the securities held by Fund V and Co-Investment V. BCC, the manager of Management V, is also an advisor to Fund V and Co-Investment V and has sole voting and dispositive power with respect to the securities held by Fund V and Co-Investment V. Carl Goldfischer, a Managing Director of BCC, is a member of the Issuer's Board of Directors.

necuniary interest therein

- 3. Represent securities held by Co-Investment V, including indirect interests of BCC and Management V. BCC and Management V each disclaims beneficial ownership with respect to these securities, except to the extent of their pecuniary interest therein.
- 4. On March 16, 2020, the Series Seed Preferred Stock converted into Common Stock on a 6.299-for-1 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series Seed Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.
- 5. On March 16, 2020, Series A Preferred Stock converted into Common Stock on a 6.299-for-1 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series A Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.
- 6. On March 16, 2020, the Series B Preferred Stock converted into Common Stock on a 6.299-for-1 basis upon the closing of the Issuer's initial public offering without payment of consideration. The Series B Preferred Stock was convertible at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.
- 7. The option vests in three equal installments on March 16, 2021, 2022 and 2023.
- 8. The securities are held directly by Bay City Capital LLC ("BCC LLC") and represent stock options granted to Dr. Goldfischer and transferred to BCC LLC pursuant to an agreement between Dr. Goldfischer and BCC LLC, Dr. Goldfischer disclaims beneficial ownership over the securities owned by BCC LLC except to the extent of his pecuniary interest, if any, in the securities by virtue of his role as managing director of BCC LLC. This report shall not be deemed an admission that the Dr. Goldfischer is the beneficial owner of such shares.

Remarks:

/s/ Michael P. Gray, Attorney-in-Fact 03/16/2020

** 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.