

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

UNDER THE SECURITIES EXCHANGE ACT OF 1934

**MAIA Biotechnology, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.0001 per share**

(Title of Class of Securities)

**552641102**

(CUSIP Number)

**09/14/2024**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

**SCHEDULE 13G**

**CUSIP No.** 552641102

|   |  |
|---|--|
| 1 | <b>Names of Reporting Persons</b><br>FGMK Business Holdings, LLC   |
| 2 | <b>Check the appropriate box if a member of a Group (see instructions)</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |
| 3 | <b>Sec Use Only</b>  |
| 4 | <b>Citizenship or Place of Organization</b><br>ILLINOIS  |

|  |   |  |
|--|---|--|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>2,861,113.00      |
|  | 6   | Shared Voting Power<br>0.00            |
|  | 7   | Sole Dispositive Power<br>2,861,113.00 |
|  | 8   | Shared Dispositive Power<br>0.00       |
| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>2,889,561.00  |  |
| 10   | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br><input type="checkbox"/> |  |
| 11   | Percent of class represented by amount in row (9)<br>9.99 %   |  |
| 12   | Type of Reporting Person (See Instructions)<br>CO   |  |

**Comment for Type of Reporting Person:** The 2,889,561 shares of common stock, \$0.0001 per share ("Common Stock") of MAIA Biotechnology, Inc. (the "Issuer") includes (i) 28,448 shares of Common Stock held by FGМК, LLC and (ii) 322,473 shares of Common Stock issuable upon exercise of a warrant issued on March 14, 2024 which became exercisable on September 14, 2024 ("FGМК Warrant"). The foregoing excludes 117,697 shares of Common Stock issuable upon exercise of the FGМК Warrant, as the FGМК Warrant contains a blocker provision under which the holder thereof does not have the right to exercise the FGМК Warrant to the extent (but only to the extent) that such exercise would result in beneficial ownership by the holder thereof, together with the holder's affiliates, and any other persons acting as a group together with the holder or any of the holder's affiliates, of more than 9.99% of the Common Stock of the Issuer. All ownership percentages in this schedule are calculated based on an aggregate of 25,332,069 shares of Common Stock outstanding as set forth in the Quarterly Report on Form 10-Q filed by the Issuer with the Securities and Exchange Commission ("SEC") on November 12, 2024, plus: (i) 507,364 shares of Common Stock sold by the Issuer in a private placement in December 2024 as reported in the Current Report on Form 8-K filed by the Issuer with the SEC on December 10, 2024; (ii) 1,810,000 shares of Common Stock sold by the Issuer in a private placement reported in the Current Report on Form 8-K filed by the Issuer with the SEC on February 19, 2025, which closed on February 24, 2025; and (iii) 952,633 shares of Common Stock sold by the Issuer in a private placement reported in the Current Report on Form 8-K filed by the Issuer with the SEC on February 25, 2025, which closed on March 3, 2025.

### SCHEDULE 13G

|           |           |
|-----------|-----------|
| CUSIP No. | 552641102 |
|-----------|-----------|

|  |   |                                |
|--|---|--------------------------------|
| 1  | Names of Reporting Persons<br>FGМК, LLC   |                                |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |                                |
| 3  | Sec Use Only  |                                |
| 4  | Citizenship or Place of Organization<br>ILLINOIS  |                                |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>28,448.00 |
|  | 6   | Shared Voting Power<br>0.00    |

|    |  |  |
|----|--|--|
|    | 7  | <b>Sole Dispositive Power</b><br>28,448.00 |
|    | 8  | <b>Shared Dispositive Power</b><br>0.00    |
| 9  | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>2,889,561.00  |  |
| 10 | <b>Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)</b><br><input type="checkbox"/> |  |
| 11 | <b>Percent of class represented by amount in row (9)</b><br>9.99 %   |  |
| 12 | <b>Type of Reporting Person (See Instructions)</b><br>CO   |  |

**Comment for Type of Reporting Person:** The 2,889,561 shares includes 2,861,113 shares held by FGMK Business Holdings, LLC. All ownership percentages in this schedule are calculated based on an aggregate of 25,332,069 shares of Common Stock outstanding as set forth in the Quarterly Report on Form 10-Q filed by the Issuer with the Securities and Exchange Commission ("SEC") on November 12, 2024, plus: (i) 507,364 shares of Common Stock sold by the Issuer in a private placement in December 2024 as reported in the Current Report on Form 8-K filed by the Issuer with the SEC on December 10, 2024; (ii) 1,810,000 shares of Common Stock sold by the Issuer in a private placement reported in the Current Report on Form 8-K filed by the Issuer with the SEC on February 19, 2025, which closed on February 24, 2025 and (iii) 952,633 shares of Common Stock sold by the Issuer in a private placement reported in the Current Report on Form 8-K filed by the Issuer with the SEC on February 25, 2025, which closed on March 3, 2025.

## SCHEDULE 13G

### Item 1.

(a) **Name of issuer:**

MAIA Biotechnology, Inc.

(b) **Address of issuer's principal executive offices:**

444 WEST LAKE STREET, SUITE 1700, CHICAGO, IL, 60606

### Item 2.

(a) **Name of person filing:**

(i) FGMK Business Holdings, LLC ("FGMK Business")

(i) FGMK, LLC ("FGMK" and together with FGMK Business, the "Reporting Persons"),

The Reporting Persons do not include the managers of (i) FGMK Business, Mario Donato, Randy Markowitz, Lee Singer and Steven Kolber and (ii) FGMK, Mario Donato, Randy Markowitz, Lee Singer and Steven Kolber.

(b) **Address or principal business office or, if none, residence:**

The address of each Reporting Person is 2801 Lakeside Drive, 3rd Floor, Bannockburn, IL 60015

(c) **Citizenship:**

Each Reporting Person is an Illinois limited liability company

(d) **Title of class of securities:**

Common Stock, par value \$0.0001 per share

(e) **CUSIP No.:**

552641102

### Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)  **Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);**

(b)  **Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);**

- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k)  Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

**Item 4. Ownership**

**(a) Amount beneficially owned:**

2,889,561 shares which includes (i) 28,448 shares of Common Stock held by FGMK, LLC received on received in consideration of services rendered to the Issuer; and (ii) 2,861,113 shares of Common Stock held by FGMK Business of which (A) 280,000 shares of Common Stock purchased in a public offering on August 1, 2022; (B) 225,000 shares of Common Stock purchased in a public offering on April 27, 2023; (C) 440,170 shares of Common Stock purchased in a private placement on September 14, 2024; (D) 243,470 shares of Common Stock purchased in a private placement on November 1, 2024; (e) 1,350,000 shares of Common Stock purchased in a private placement on February 24, 2025 and (f) 322,473 shares of Common Stock issuable upon exercise of a warrant issued on March 14, 2024 which became exercisable on September 14, 2024 (FGMK Warrant). The foregoing excludes 117,697 shares of Common Stock issuable upon exercise of the FGMK Warrant contains a blocker provision under which the holder thereof does not have the right to exercise the FGMK Warrant to the extent (but only to the extent) that such exercise would result in beneficial ownership by the holder thereof, together with the holder's affiliates, and any other persons acting as a group together with the holder or any of the holder's affiliates, of more than 9.99% of the Common Stock. Without such blocker provisions, each of the Reporting Persons may have been deemed to have beneficial ownership of 3,007,258 shares of Common Stock.

**(b) Percent of class:**

9.99% %

**(c) Number of shares as to which the person has:**

**(i) Sole power to vote or to direct the vote:**

- (i) FGMK Business has the sole power to direct the vote of 2,861,113 shares of Common Stock and
- (ii) FGMK has the sole power to direct the vote of 28,448 shares of Common Stock

**(ii) Shared power to vote or to direct the vote:**

0

**(iii) Sole power to dispose or to direct the disposition of:**

- (i) FGMK Business has the sole power to direct the vote of 2,861,113 shares of Common Stock and
- (ii) FGMK has the sole power to direct the vote of 28,448 shares of Common Stock

**(iv) Shared power to dispose or to direct the disposition of:**

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**Item 5. Ownership of 5 Percent or Less of a Class.**

**Item 6. Ownership of more than 5 Percent on Behalf of Another Person.**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**FGMK Business Holdings, LLC**

**Signature:** /s/ Michael Fernandez  
**Name/Title:** Michael Fernandez, Attorney in Fact  
**Date:** 03/03/2025

**FGMK, LLC**

**Signature:** /s/ Michael Fernandez  
**Name/Title:** Michael Fernandez, Attorney in Fact  
**Date:** 03/03/2025

**Exhibit Information**

1. Joint Filing Agreement.
2. Power of Attorney for FGMK Business Holdings, LLC.
3. Power of Attorney for FGMK, LLC.

JOINT FILING AGREEMENT

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Date: March 3, 2025

FGMK Business Holdings, LLC

By: /s/ Michael Fernandez, as Attorney-in-Fact

FGMK, LLC

By: /s/ Michael Fernandez, as Attorney-in-Fact

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**POWER OF ATTORNEY**

The undersigned, as a Section 16 and/or Schedule 13D or Schedule 13G reporting person of FGMK Business Holdings, LLC (the "Company"), hereby constitutes and appoints Michael Fernandez the undersigned's true and lawful attorney-in-fact to:

1. complete and execute for and on behalf of the undersigned Forms 3, 4 and 5 and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16(a) and Schedules 13D and 13G in accordance with Section 13, of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company;
2. do all acts necessary in order to file such Forms and Schedules with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present. The undersigned hereby ratifies and confirms all that said attorney-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any of the Forms and Schedules covered hereby with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of March 3, 2025.

**FGMK BUSINESS HOLDINGS, LLC**

By: /s/ Mario Donato

Name: Mario Donato

Its: Manager.

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**POWER OF ATTORNEY**

The undersigned, as a Section 16 and/or Schedule 13D or Schedule 13G reporting person of FGМК, LLC (the "Company"), hereby constitutes and appoints Michael Fernandez the undersigned's true and lawful attorney-in-fact to:

1. complete and execute for and on behalf of the undersigned Forms 3, 4 and 5 and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16(a) and Schedules 13D and 13G in accordance with Section 13, of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company;
2. do all acts necessary in order to file such Forms and Schedules with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present. The undersigned hereby ratifies and confirms all that said attorney-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any of the Forms and Schedules covered hereby with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of March 3, 2025.

**FGМК, LLC**

By: /s/ Mario Donato

Name: Mario Donato

Its: Manager.

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