

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to 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

☐ 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* <u>Smith Stan</u>			2. Issuer Name and Ticker or Trading Symbol <u>MAIA Biotechnology, Inc. [ MAIA ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/22/2025</u>			
(Street) <u>444 WEST LAKE STREET, SUITE 1700</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				
<u>CHICAGO</u>	<u>IL</u>	<u>60606</u>				

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	12/22/2025		P		57,189 <sup>(1)</sup>	A	\$ 1.224	1,421,478	I	See Footnote <sup>(2)</sup>
Common Stock								4,580	I	See footnote <sup>(3)</sup>
Common Stock								4,580	I	See footnote <sup>(4)</sup>
Common Stock								4,580	I	See footnote <sup>(5)</sup>

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					
Stock Options	\$ 1.36	12/22/2025		P		57,189 <sup>(6)</sup>		06/22/2026	12/22/2028	Common Stock	\$ 1.36	57,189	I	See footnote <sup>(7)</sup>

Explanation of Responses:

1. The common stock was purchased pursuant to a Securities Purchase Agreement and were issued under the Issuer's 2021 Equity Incentive Plan on December 22, 2025.
2. These securities are beneficially owned by Mr. Smith through The Stan V. Smith Trust Dated 1993.
3. These securities are beneficially owned by Mr. Smith through the Blake Sarai Teitei Smith IL Unif Trns Min Act. They are beneficially owned by Mr. Smith's family member. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
4. These securities are beneficially owned by Mr. Smith through the Gage Quentin Smith IL Unif Trns Min Act. They are beneficially owned by Mr. Smith's family member. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
5. These securities are beneficially owned by Mr. Smith through the Travis Deo Zai Zai Smith IL Unif Trns Min Act. They are beneficially owned by Mr. Smith's family member. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
6. These warrants were purchased pursuant to a Securities Purchase Agreement and were deemed options under the Issuer's 2021 Equity Incentive Plan on December 22, 2025. The options are exercisable beginning on the sixth month anniversary of the issuance date and expire 3-years after the initial issuance date.
7. These securities are beneficially owned by Mr. Smith through The Stan V. Smith Trust Dated 1993.

/s/ Stan V. Smith  
\*\* Signature of Reporting Person

12/22/2025  
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.