

FORM 4

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

OMB APPROVAL	
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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person [*] Smith Stan		2. Issuer Name and Ticker or Trading Symbol MAIA Biotechnology, Inc. [MAIA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) 444 WEST LAKE STREET,, SUITE 1700		3. Date of Earliest Transaction (Month/Day/Year) 08/01/2022			
(Street) CHICAGO, IL 60606		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		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	08/01/2022		P	(1)	200,000	A	\$ 5	496,128	I	See Footnote (2)
Common Stock	08/01/2022		J	(3)	7,200	A	(3)	503,328	I	See Footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Stan 444 WEST LAKE STREET, SUITE 1700 CHICAGO, IL 60606	X			

Signatures

Explanation of Responses:

* 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).

- (1) These shares were purchased in the initial public offering (the "IPO") of MAIA Biotechnology, Inc. (the "Issuer"), which closed on August 1, 2022.
- (2) These securities are beneficially owned by Mr. Smith through The Stan V. Smith Trust Dated 1993.

In connection with a crossover round with certain investors consisting of sales of common stock, \$0.0001 par value per share ("Common Stock") of the Issuer at a price of \$9.00 per share, in the event that the price per share of Common Stock sold in the IPO was less than \$9.00 per share, the Issuer, on the closing date of the IPO (August 1, 2022), issued to such investors, so long as they continued to hold such shares of Common Stock purchased in the crossover round, that number of additional shares of

- (3) Common Stock such that the price per share they paid in the crossover round was equal to the per share price in the Issuer's IPO. As the reporting person purchased 9,000 shares at \$9.00 per share in the crossover round that the reporting person continued to hold, and the per share price in the IPO was \$5.00 per share, accordingly, at the close of the IPO, the Issuer issued to the reporting person an additional 7,200 shares of Common Stock for no additional consideration.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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