

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

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

1. Name and Address of Reporting Person* <u>Cormorant Asset Management, LP</u> <hr/> (Last) (First) (Middle) 200 CLARENDON STREET 52ND FLOOR <hr/> (Street) BOSTON MA 02116 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Immuneering Corp [IMRX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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			
Class A Common Stock	04/01/2024		S		100	D	\$3.07	3,295,173	I	See Footnote ⁽¹⁾⁽²⁾
Class A Common Stock	04/01/2024		S		300	D	\$3.065	3,294,873	I	See Footnote ⁽¹⁾⁽³⁾
Class A Common Stock	04/01/2024		S		100	D	\$3.05	3,294,773	I	See Footnote ⁽¹⁾⁽⁴⁾
Class A Common Stock	04/01/2024		S		600	D	\$3.03	3,294,173	I	See Footnote ⁽¹⁾⁽⁵⁾
Class A Common Stock	04/01/2024		S		10	D	\$3.01	3,294,163	I	See Footnote ⁽¹⁾⁽⁶⁾
Class A Common Stock	04/01/2024		S		10	D	\$2.98	3,294,153	I	See Footnote ⁽¹⁾⁽⁷⁾
Class A Common Stock	04/01/2024		S		280	D	\$2.97	3,293,873	I	See Footnote ⁽¹⁾⁽⁸⁾
Class A Common Stock	04/01/2024		S		398,600	D	\$2.9	2,895,273	I	See Footnote ⁽¹⁾⁽⁹⁾

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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>Cormorant Asset Management, LP</u> <hr/> (Last) (First) (Middle) 200 CLARENDON STREET 52ND FLOOR <hr/> (Street) BOSTON MA 02116 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
Chen Bihua		
(Last)	(First)	(Middle)
C/O CORMORANT ASSET MANAGEMENT, LP		
200 CLARENDON STREET, 52ND FLOOR		
(Street)		
BOSTON	MA	02116
(City) (State) (Zip)		

1. Name and Address of Reporting Person*		
Cormorant Global Healthcare Master Fund, LP		
(Last)	(First)	(Middle)
200 CLARENDON STREET		
52ND FLOOR		
(Street)		
BOSTON	MA	02116
(City) (State) (Zip)		

1. Name and Address of Reporting Person*		
Cormorant Private Healthcare Fund III LP		
(Last)	(First)	(Middle)
200 CLARENDON STREET		
52ND FLOOR		
(Street)		
BOSTON	MA	02116
(City) (State) (Zip)		

Explanation of Responses:

1. Cormorant Asset Management, LP ("Cormorant") serves as the investment manager of Cormorant Global Healthcare Master Fund, LP (the "Master Fund") and Cormorant Private Healthcare Fund III, LP ("Fund III"). Cormorant Global Healthcare GP, LLC ("GP LLC") and Cormorant Private Healthcare GP III, LLC ("GP III") serve as General Partner of the Master Fund and Fund III, respectively. Bihua Chen serves as manager of Cormorant, GP LLC and GP III. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or her pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934 or for any other purpose.

2. Represents (i) 1,087,655 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,207,518 shares of Class A Common Stock beneficially owned by Fund III.
3. Represents (i) 1,087,556 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,207,317 shares of Class A Common Stock beneficially owned by Fund III.
4. Represents (i) 1,087,523 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,207,250 shares of Class A Common Stock beneficially owned by Fund III.
5. Represents (i) 1,087,325 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,206,848 shares of Class A Common Stock beneficially owned by Fund III.
6. Represents (i) 1,087,322 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,206,841 shares of Class A Common Stock beneficially owned by Fund III.
7. Represents (i) 1,087,319 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,206,834 shares of Class A Common Stock beneficially owned by Fund III.
8. Represents (i) 1,086,227 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 2,206,646 shares of Class A Common Stock beneficially owned by Fund III.
9. Represents (i) 955,689 shares of Class A Common Stock beneficially owned by the Master Fund and (ii) 1,939,584 shares of Class A Common Stock beneficially owned by Fund III.

/s/ CORMORANT ASSET
MANAGEMENT, LP By: 04/03/2024
Cormorant Asset Management
GP, LLC, its General Partner

/s/ Bihua Chen 04/03/2024

/s/ CORMORANT GLOBAL
HEALTHCARE MASTER
FUND, LP By: Cormorant 04/03/2024
Global Healthcare GP, LLC,
its General Partner

/s/ CORMORANT PRIVATE
HEALTHCARE FUND III,
LP By: Cormorant Global 04/03/2024
Healthcare GP III, LLC, LLC,
its General Partner

** 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.