| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | | | 01 | JUU | 1011 30(11) (| Ji the | investment | compa | iny Act | 01 1040 | | | | | | | | |
|---|------------|----------------|-------------|--------------|--------------|--|--|--|---|----------|---------|--------------------------------------|------------------------|---|----------------------------|---------------------------|---------------------------|------------|--|--|
| 1. Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>iTeos Therapeutics, Inc.</u> [ITOS] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| <u>McGrath Yvonne</u> | | | | | 1 | <u>recordinerapeuteo, mer</u> [100] | | | | | | | | Directo | or | | 10% Ow | ner | | |
| | | | | | | | | | | | | | | X Officer | (give title | | Other (s | pecify | | |
| (Last) (First) (Middle) | | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | | below) | | | |
| 321 ARSENAL STREET | | | | | | 03/11/2022 | | | | | | | | Chief Scientific Officer | | | | | | |
| | | | | | | | | | | | | | | | | | | | | |
| | | | | | - 4.1 | lf Ame | endment, | Date o | of Original F | iled (Mo | onth/Da | ay/Year) | | ndividual or . | Joint/Group | Filing | (Check App | licable | | |
| (Street) | | | | | | | | | | | | | | Line) | | | | | | |
| WATERTOWN MA 02472 | | | | | | | | | | | | | | X Form filed by One Reporting Person | | | | | | |
| - | | | | | - | | | | | | | | | | iled by More | e than | One Repor | ting | | |
| (City) | (S | state) | (Zip) | | | | | | | | | | | Persor | 1 | | | | | |
| | | - | | | | | | | | | | | | | | | | | | |
| | | Tab | ole I - Nor | 1-Deriv | ativ | e Se | curities | s Ac | quired, D | ispos | sed o | f, or Be | neficial | ly Owned | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa | | | | | saction | | 2A. Deem | | 3. 4. Securities Acquired (A) | | | | | | | 6. Ownership | | . Nature | | |
| Date (Month/F | | | | | Dav/Ye | ay/Year) Execution Date, | | | Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5) | | | tr. 3, 4 and | Securitie Benefici | | | | of Indirect Beneficial | | | |
| | | | | | 24,710 | | (Month/Day/Year) | | | | | | Owned F | d Following (I) (| | nstr. 4) | Ownership | | | |
| | | | | | | | | | Code | V Amoun | | (A) or | Price | | Reported Transaction(s) | | | Instr. 4) | | |
| | | | | | | | | | Coue | | nount | (A) or (D) | Price | (Instr. 3 | and 4) | | | | | |
| | | - | Table II - | Deriva | tive | Sec | urities | Aca | uired. Di | snose | d of. | or Bene | eficially | Owned | | | | | | |
| | | | | | | | | | , options | | | | | onnou | | | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deeme | | 4. | | , | | | , | and | 7 Title en | , | 8. Price of | 9. Number | | 10 | 11. Nature | | |
| Derivative | Conversion | Date | Execution I | Date, 1 | 4. Transa | action | | | Expiration Date of | | | 7. Title and Amount of Securities | | Derivative | derivative | | 10. Ownership | of Indirec | | |
| Security or Exercise (Month/Day/Year) if any Price of Derivative Security (Month/Day/Year) | | | | Code (8) | Instr. | Securities Acquired | | (Month/Day/Year) Underlying Derivative Secu (Instr. 3 and 4) | | | | | Security (Instr. 5) | Securities Beneficially Owned | | Direct (D) or Indirect | Beneficia Ownershi | | | |
| | | | | 0) | | | | | | | | | | | | | (Instr. 4) | | | |
| | | | | | | (A) or Dispose | a d | | | | | | | Following Reported | | (I) (Instr. 4) | · · | | | |
| | | | | | | | of (D) (Instr. | | | | | | | | Transaction(s) | | | | | |
| | | | | | 3, 4 and 5) | | | | | <u> </u> | | | (Instr. 4) | | | | | | | |
| | | | | | | | | | | | | | Amount | | | | | | | |
| | | | | | | | | | | 1 | | | or Number | | | | | | | |
| | | | | | Code | lv - | (A) | (D) | Date Exercisable | | ration | Title | of Shares | | | | | | | |
| | | | | | Coue | ľ • | (4) | | ExercisedDie | Date | | nue | Shares | <u> </u> | | | | <u> </u> | | |
| Stock Option | | | | | | | | | | | | Common | | | | | | | | |
| (Right to | \$36.21 | 03/11/2022 | | | Α | | 85,000 | | (1) | 03/11 | L/2032 | Common Stock | 85,000 | \$0.00 | 85,000 | | D | | | |
| Buv) | | | | | | | 1 | I | | 1 | | | 1 | | | | | | | |

Explanation of Responses:

1. This stock option shall vest over 4 years, with 25% vesting on March 11, 2023 and thereafter in equal monthly installments over the next 36 months, subject to the Reporting Person's continued service to the Issuer

Remarks:

/s/ Adi Osovsky, as Attorney-03/14/2022

** Signature of Reporting Person

in-Fact

Date

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

 \ast 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.