

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>SOON-SHIONG PATRICK</u>			2. Issuer Name and Ticker or Trading Symbol <u>ImmunityBio, Inc. [IBRX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>See remarks</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/29/2023</u>			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		
C/O IMMUNITYBIO, INC. 3530 JOHN HOPKINS COURT			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	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			

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						Title
Amended and Restated Promissory Note	\$8.27	12/29/2023		J ⁽¹⁾		\$380,000,000		12/29/2023	12/31/2025	Common Stock	(1)	\$380,000,000	\$380,000,000	I	See footnote ⁽²⁾
Convertible Promissory Note	\$2.28	12/29/2023		J ⁽³⁾		\$30,000,000 ⁽³⁾		05/12/2023	12/31/2025 ⁽³⁾	Common Stock	(3)	\$30,000,000	\$30,000,000	I	See footnote ⁽⁴⁾

1. Name and Address of Reporting Person* <u>SOON-SHIONG PATRICK</u>		
(Last)	(First)	(Middle)
C/O IMMUNITYBIO, INC. 3530 JOHN HOPKINS COURT		
(Street)	(City)	(State)
SAN DIEGO	CA	92121
(City)	(State)	(Zip)

1. Name and Address of Reporting Person* <u>Nant Capital, LLC</u>		
(Last)	(First)	(Middle)
450 DULEY ROAD		
(Street)	(City)	(State)
EL SEGUNDO	CA	90245
(City)	(State)	(Zip)

Explanation of Responses:

- On December 29, 2023, in connection with the Issuer entering into a Revenue Interest Purchase Agreement with Infinity SA LLC, an affiliate of Oberland Capital Management LLC, as collateral agent and administrative agent for the purchasers party thereto (the "RIPA"), the Issuer and Nant Capital, LLC ("Nant Capital") entered into an Amended and Restated Promissory Note pursuant to which the Issuer and Nant Capital agreed to extend the maturity dates of certain existing promissory notes held by Nant Capital from December 31, 2024 to December 31, 2025, and to allow Nant Capital, in its sole discretion, to convert up to an aggregate of \$380 million of principal, plus accrued and unpaid interest thereon, into shares of Issuer's Common Stock at a price per share equal to \$8.27.
- Amended and Restated Promissory Note, dated as of December 29, 2023, held by Nant Capital, an investment vehicle of the reporting person.
- In connection with the RIPA, the Issuer entered into a letter agreement, dated as of December 29, 2023, pursuant to which the Issuer and Nant Capital agreed to extend the maturity date of an existing convertible promissory note with an aggregate principal amount of approximately \$30 million held by Nant Capital from December 31, 2023, as previously reported in the Form 4 filed May 16, 2023, to December 31, 2025. Nant Capital has the right at any time, at its sole option, to convert the entire outstanding principal amount and accrued and unpaid interest due under such note at the time of conversion into shares of the Issuer's Common Stock at a price of \$2.28 per share.
- Convertible Promissory Note, dated as of March 31, 2023, as amended, held by Nant Capital, an investment vehicle of the reporting person.

Remarks:

Executive Chairman, Global Chief Scientific and Medical Officer

/s/ Patrick Soon-Shiong

01/03/2024

/s/ Charles Kenworthy, Manager 01/03/2024
of Nant Capital

** 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.