

MFS INVESTMENT GRADE MUNICIPAL TRUST  
 Form 3  
 April 19, 2017

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |  |  |  |  |   |
|--|--|--|--|--|---|
| 1. Name and Address of Reporting Person *<br>Karpus Management, Inc.<br>(Last) (First) (Middle)<br>183 SULLY'S TRAIL,<br>(Street)<br>PITTSFORD, NY 14534<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>04/11/2017 | 3. Issuer Name and Ticker or Trading Symbol<br>MFS INVESTMENT GRADE MUNICIPAL TRUST<br>[CXH] | 4. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|--|--|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock <sup>(1)</sup>        | 2,687,046  | D <sup>(2)</sup>  | ^  |
| Common Stock <sup>(1)</sup>        | 230,422  | D <sup>(3)</sup>  | ^  |

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

Edgar Filing: MFS INVESTMENT GRADE MUNICIPAL TRUST - Form 3

|                     |                    |       |                                  |          |  |
|---------------------|--------------------|-------|----------------------------------|----------|--|
| Date<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|----------|--|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Karpus Management, Inc.<br>183 SULLY'S TRAIL<br>PITTSFORD, NY 14534                    | ^             | ^ X       | ^       | ^     |
| KARPUS GEORGE W<br>KARPUS MANAGEMENT, INC.<br>183 SULLY'S TRAIL<br>PITTSFORD, NY 14534 | ^             | ^ X       | ^       | ^     |

## Signatures

|   |                                 |            |
|---|---------------------------------|------------|
| Karpus Management, Inc. by Daniel L. Lippincott, CFA, Sr. Tax-Sensitive Mgr. & Director of Investment Personnel |                                 | 04/19/2017 |
|   | **Signature of Reporting Person | Date       |
| George W. Karpus  |                                 | 04/19/2017 |
|   | **Signature of Reporting Person | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- This Form 3 is filed by Karpus Management, Inc., d/b/a Karpus Investment Management ("Karpus") and George W. Karpus (collectively, the "Reporting Persons"). Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of
- (1) the Issuer's outstanding shares of common stock. Both Karpus and Mr. Karpus disclaim any beneficial ownership (as that term is defined in SEC Rule 16a-1(2)) of shares of the Issuer except to the extent of its or his pecuniary interest, if any, therein. This filing shall not be an admission by either of the Reporting Persons and the filers disclaim any such obligation.
  - (2) Shares of Common Stock beneficially owned by Karpus.
  - (3) Mr. Karpus beneficially owns 199,016 Shares. In addition, Mr. Karpus may be deemed to beneficially own 31,406 Shares held by Karpus Management, Inc.'s corporate account.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.