# SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person* <u>Foley Todd</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Repare Therapeutics Inc.</u> [ RPTX ]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner			
(Last) (First) (Middle) C/O MPM CAPITAL	3. Date of Earliest Transaction (Month/Day/Year) 05/28/2021		Officer (give title below)	Other (specify below)				
450 KENDALL STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) CAMBRIDGE	MA	02142		X	Form filed by One Re Form filed by More the Person			
(City)	(State)	(Zip)						

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - Non-Derivative Occurrices Acquired, Disposed of, or Derienciary Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)				5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Shares	05/28/2021		S <sup>(1)</sup>		7,377 <sup>(2)</sup>	D	\$32.67(3)	2,393,081	Ι	See Footnote <sup>(4)</sup>	
Common Shares	06/01/2021		S <sup>(1)</sup>		<b>6,671</b> <sup>(5)</sup>	D	\$32.5 <sup>(6)</sup>	2,386,410	I	See Footnote <sup>(7)</sup>	
Common Shares	06/02/2021		S <sup>(1)</sup>		2,608 <sup>(8)</sup>	D	\$31.83 <sup>(9)</sup>	2,383,802	I	See Footnote <sup>(10)</sup>	
Common Shares	06/02/2021		S <sup>(1)</sup>		130(11)	D	\$32.42(12)	2,383,672	I	See Footnote <sup>(13)</sup>	

	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. Transa Code ( 8)		on of		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	Amount or Number of Shares				

### Explanation of Responses:

1. Transaction effected pursuant to a plan established pursuant to Rule 10b5-1 on 3/31/2021.

2. The shares were sold as follows: 7,131 by MPM BioVentures 2014, L.P. ("BV 2014") and 246 by MPM Asset Management Investors BV2014 LLC ("AM BV2014").

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.04 to \$32.89 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. The shares are held as follows: 2,182,128 by BV 2014, 135,843 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)") and 75,110 by AM BV2014. MPM BioVentures 2014 GP LLC and MPM BioVentures 2014 LLC ("BV LLC") are the direct and indirect general partners of BV 2014 and BV 2014(B). BV LLC is the manager of AM BV2014. Todd Foley is a managing director of BV LLC. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

5. The shares were sold as follows: 6,449 by BV 2014 and 222 by AM BV2014.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.12 to \$32.98 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

7. The shares are held as follows: 2,175,679 by BV 2014, 135,843 by BV 2014(B) and 74,888 by AM BV2014. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

8. The shares were sold as follows: 2,521 by BV 2014 and 87 by AM BV2014.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.29 to \$32.24 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

10. The shares are held as follows: 2,173,158 by BV 2014, 135,843 by BV 2014(B) and 74,801 by AM BV2014. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

11. The shares were sold as follows: 126 by BV 2014 and 4 by AM BV2014.

12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.31 to \$32.58 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

13. The shares are held as follows: 2,173,032 by BV 2014, 135,843 by BV 2014(B) and 74,797 by AM BV2014. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

<u>/s/ Todd Foley</u>

06/02/2021

\*\* Signature of Reporting Person 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.