SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>GADICKE ANSBERT</u>		son*	2. Issuer Name and Ticker or Trading Symbol <u>Repare Therapeutics Inc.</u> [RPTX]		tionship of Reporting all applicable) Director	X	10% Owner
	O MPM CAPITAL	3. Date of Earliest Transaction (Month/Day/Year) 06/17/2021		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)		0.014.00		X	Form filed by One	Repor	rting Person
CAMBRIDGE	MA	02142			Form filed by More Person	than	One Reporting
(City)	(State)	(Zip)					

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. 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	06/17/2021		S ⁽¹⁾		30,810 ⁽²⁾	D	\$33.78 ⁽³⁾	4,045,958	Ι	See Footnote ⁽⁴⁾	
Common Shares	06/17/2021		S ⁽¹⁾		1,708 ⁽⁵⁾	D	\$34.12 ⁽⁶⁾	4,044,250	I	See Footnote ⁽⁷⁾	
Common Shares	06/18/2021		S ⁽¹⁾		5,801 ⁽⁸⁾	D	\$33.46 ⁽⁹⁾	4,038,449	I	See Footnote ⁽¹⁰⁾	
Common Shares	06/18/2021		S ⁽¹⁾		3,199(11)	D	\$34.03(12)	4,035,250	I	See Footnote ⁽¹³⁾	

	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)		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: 13,123 by MPM BioVentures 2014, L.P. ("BV 2014"), 452 by MPM Asset Management Investors BV2014 LLC ("AM BV2014") and 17,235 by UBS Oncology Impact Fund L.P. ("UBS Oncology").

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.06 to \$34.03 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: 2,106,322 by BV 2014, 135,843 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)"), 72,500 by AM BV2014 and 1,731,293 by UBS Oncology. 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. Ansbert Gadicke is a managing director of BV LLC. MPM Oncology Impact Management GP LLC ("Oncology GP LLC") is the General Partner of MPM Oncology Impact Management L.P, the General Partner of UBS Oncology Impact Fund (Cayman) Management L.P, the General Partner of UBS Oncology Impact Fund, L.P. Ansbert Gadicke is the Managing Member of Oncology GP 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: 728 by BV 2014, 25 by AM BV2014 and 955 by UBS Oncology.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.07 to \$34.26 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: 2,105,594 by BV 2014, 135,843 by BV 2014(B), 72,475 by AM BV2014 and 1,730,338 by UBS Oncology. 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: 2,471 by BV 2014, 85 by AM BV2014 and 3,245 by UBS Oncology.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.95 to \$33.94 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: 2,103,123 by BV 2014, 135,843 by BV 2014(B), 72,390 by AM BV2014 and 1,727,093 by UBS Oncology. 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: 1,363 by BV 2014, 47 by AM BV2014 and 1,789 by UBS Oncology.

12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.97 to \$34.14 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: 2,101,760 by BV 2014, 135,843 by BV 2014(B), 72,343 by AM BV2014 and 1,725,304 by UBS Oncology. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

/s/ Ansbert Gadicke

** Signature of Reporting Person

<u>06/21/2021</u> 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.