SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

See

Footnote⁽²⁾

								washir	igton, D.C	. 205	49						OMB	APPRO	/AL
Section obligat	this box if no n 16. Form 4 ions may con tion 1(b).	or Form 5	ect to	STA	iled pursua	NT OF CHANGES IN BENEFICIAL OWNERSHIP ed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940										B Number: mated ave rs per resp	erage burden	3235-0287 0.5	
	nd Address David P			2. Issuer Name and Ticker or Trading Symbol <u>Repare Therapeutics Inc.</u> [RPTX]									le)	0	n(s) to Issue 10% Ow	ner			
(Last) (First) (Middle) C/O REPARE THERAPEUTICS INC. 7210 FREDERICK-BANTING, SUITE 100							3. Date of Earliest Transaction (Month/Day/Year) 06/23/2020									Officer (give title Other (s below) below)			
(Street) ST-LAU (City)	RENT	A8 (State)	_ 4. If An	Line) X Form file										nt/Group Filing (Check Applicable d by One Reporting Person d by More than One Reporting Person					
			т	able I - No	n-Der	ivative S	Secu	urities Ac	quired,	Dis	posed o	of, o	r Bene	ficially	Owned				
Date					2. Transaction Date Month/Day/Year)		r) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a					6. Ownership Form: Direct (D) or Indirect g (I) (Instr. 4)		Nature of direct eneficial wnership nstr. 4)	
									Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			"	(
Common Shares 06/2						3/2020					2,601,325		A	(1)	2,601,325			I Se Fo	
Common Shares 06/23						3/2020			Р		675,000		A	\$20	3,276,325			I See Foo	
Common Shares 06/23,							2020		Р		99,200		A	\$20	99,200				ee 'ootnote ⁽³
				Table II -				ities Acq warrants							wned				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security			Execution Da		ansaction ode (Instr.	5. Number of 6 Derivative E		6. Date Exercisa Expiration Date Month/Day/Yea		able and	7. Title and Amo Securities Unde Derivative Secur (Instr. 3 and 4)		mount of aderlying curity I)	Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio	tive ities icially d <i>v</i> ing ted action(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natur of Indirec Beneficia Ownersh (Instr. 4)	
		1				1	1	1 1					A	mount or		(Instr. 4			1

Date Exercisable Expiration Date Number of Shares (A) (D) ٧ Title Code Class B Common (1) **C**⁽¹⁾ (1) (1) (1) Preferred Shares 06/23/2020 2,601,325 2,601,325 0 т Shares

Explanation of Responses:

1. Each Series B Preferred Share converted into the same number of Common Shares upon the closing of the Issuer's initial public offering and had no expiration date.

2. These securities are held of record by OrbiMed Private Investments VII, LP ("OPI VII"). OrbiMed Capital GP VII LLC ("OrbiMed GP VII") is the general partner of OPI VII and OrbiMed Advisors LLC ("OrbiMed Capital GP VII the Reporting Person is a member of OrbiMed Advisors. By virtue of such relationships, OrbiMed GP VII and OrbiMed Advisors may be deemed to have voting power and investment power over the securities held by OPI VII and as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Capital LLC ("OrbiMed Capital") is a relying advisor of OrbiMed Advisors. OrbiMed Advisors and OrbiMed Capital exercise voting and investment power through a management committee comprised of the Carl L. Gordon, Sven H. Borho, and Jonathan T. Silverstein, each of whom disclaims beneficial ownership of the shares held by OPI VII.

3. These securities are held of record by OrbiMed Partners Master Fund Limited ("OPM"). OrbiMed Capital is the investment advisor to OPM. OrbiMed Capital is a relying advisor of OrbiMed Advisors. OrbiMed Advisors and OrbiMed Capital exercise voting and investment power through a management committee comprised of the Carl L. Gordon, Sven H. Borho, and Jonathan T. Silverstein, each of whom disclaims beneficial ownership of the shares held by OPM.

Remarks:

/s/ Steve Forte, Attorney-in-Fact 06/25/2020

** 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.