|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| SEC Form 3 |  |  |  |  |  |  |
| **FORM 3** | **UNITED STATES SECURITIES AND EXCHANGE** |  |  |  |  |  |
|  | **COMMISSION** |  |  |  |  |
|  |  |  |  |  |
|  |  | OMB APPROVAL |  |
|  | Washington, D.C. 20549 |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  | OMB Number: | 3235- |  |  |
|  |  |  |  |  |
|  | **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** |  | 0104 |  |  |
|  |  |  |  |  |
|  |  | Estimated average burden |  |
|  | **SECURITIES** |  |  | 0.5 |  |  |



hours per

response:

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 | \* | 2. Date of Event |  |
|  | Requiring Statement |  |
| [GADICKE ANSBERT](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001134655) |  |  |
|  | (Month/Day/Year) |  |
|  |  | 06/18/2020 |  |

3. Issuer Name **and** Ticker or Trading Symbol

[Repare Therapeutics Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001808158) [ RPTX ]

|  |  |  |
| --- | --- | --- |
| (Last) | (First) | (Middle) |
| C/O MPM CAPITAL |  |
| 450 KENDALL STREET |  |
|  |  |  |
| (Street) |  |  |
| CAMBRIDGE MA | 02142 |

1. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director X 10% Owner

Officer (give Other (specify

title below) below)

1. If Amendment, Date of Original Filed (Month/Day/Year)
2. Individual or Joint/Group Filing (Check Applicable Line)
* Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City) (State) (Zip)



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

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **1. Title of Security (Instr. 4)** | **2. Amount of Securities** | **3. Ownership** | **4. Nature of Indirect Beneficial** |
|  |  | **Beneficially Owned (Instr.** | **Form: Direct** | **Ownership (Instr. 5)** |
|  |  | **4)** | **(D) or Indirect** |  |  |
|  |  |  | **(I) (Instr. 5)** |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |



**Table II - Derivative Securities Beneficially Owned**

**(e.g., puts, calls, warrants, options, convertible securities)**



|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **1. Title of Derivative Security (Instr. 4)** | **2. Date Exercisable and** | **3. Title and Amount of Securities** | **4.** | **5.** | **6. Nature of** |  |
|  |  | **Expiration Date** | **Underlying Derivative Security** | **Conversion** | **Ownership** | **Indirect Beneficial** |  |
|  |  | **(Month/Day/Year)** | **(Instr. 4)** |  | **or Exercise** | **Form:** | **Ownership (Instr.** |  |
|  |  |  |  |  |  | **Price of** | **Direct (D)** | **5)** |  |  |
|  |  |  |  |  | **Amount or** |  |  |
|  |  |  |  |  | **Derivative** | **or Indirect** |  |  |  |
|  |  | **Date** | **Expiration** | **Title** | **Number of** | **Security** | **(I) (Instr. 5)** |  |  |  |
|  |  | **Exercisable** | **Date** | **Shares** |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |
|  | Class A Preferred Shares | (1) | (1) | Common Stock | 3,603,161 | 0.00(1) | I | See Footnote(2)(3) |  |  |
|  | Class B Preferred Shares | (1) | (1) | Common Stock | 1,288,948 | 0.00(1) | I | See Footnote(2)(4) |  |
|  | **Explanation of Responses:** |  |  |  |  |  |  |  |  |  |



1. All series of convertible preferred shares will convert into the number of shares of the Issuer's common stock on a 1-for-1 basis, for no additional consideration, immediately prior to the closing of the Issuer's initial public offering and have no expiration date.
2. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.
3. The shares are held as follows: 1,636,136 by MPM BioVentures 2014, L.P. ("BV 2014"), 109,128 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)"), 56,317 by MPM Asset Management Investors BV2014 LLC ("AM BV2014") and 1,801,580 by UBS Oncology Impact Fund L.P. ("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). Ansbert Gadicke is a member of BV LLC. MPM Oncology Impact Management GP LLC ("Oncology GP LLC") is the General Partner of MPM Oncology Impact Management LP, the General Partner of Oncology Impact Fund (Cayman) Management L.P., the General Partner of UBS Oncology Impact Fund, L.P. Ansbert Gadicke is the managing director of Oncology GP LLC.
4. The shares are held as follows: 864,749 by BV 2014, 57,677 by BV 2014(B), 29,765 by AM BV2014 and 336,757 by UBS Oncology.

**Remarks:**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | /s/ Ansbert Gadicke, |  | 06/18/2020 |  |
|  | \*\* Signature of Reporting | Date |  |
|  | Person |  |
|  |  |  |
| 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 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). 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.**