SEC Form 4

Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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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	dress of Reporting	,	2. Issuer Name and Ticker or Trading Symbol <u>Repare Therapeutics Inc.</u> [RPTX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
GADICKE ANSBERT				Director X 10% Owner				
	C/O MPM CAPITAL		3. Date of Earliest Transaction (Month/Day/Year) 03/12/2021	Officer (give title Other (specify below) below)				
450 KENDALL STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street) CAMBRIDO	E MA	02142		Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(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)	Execution Date,		ction Instr.				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Shares	03/12/2021		S		695 , 000 ⁽¹⁾	D	\$28.18	4,697,109	Ι	See Footnote ⁽²⁾
Common Shares	03/15/2021		J (3)		24,271	A	(3)	4,672,838	Ι	See Footnote ⁽⁴⁾

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 Deriv Secu Acqu (A) of Dispo of (D)	sposed (D) str. 3, 4		Amount of Securities		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. The shares were sold as follows: 363,887 by MPM BioVentures 2014, L.P. ("BV 2014"), 12,525 by MPM Asset Management Investors BV2014 LLC ("AM BV2014") and 318,588 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). BV LLC is the manager of AM BV2014. Anshert 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 LP, the General Partner of Oncology Impact Fund (Cayman) Management LP, the General Partner of UBS Oncology Impact Fund, L.P. Anshert Gadicke is the managing director of Oncology GP LLC. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

2. The shares are held as follows: 2,364,040 by BV 2014, 181,948 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)"), 81,372 by AM BV2014 and 2,069,749 by UBS Oncology. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

3. Represents a pro rata in-kind distribution from BV 2014(B) to its limited partners for no consideration.

4. The shares are held as follows: 2,364,040 by BV 2014, 157,677 by BV 2014(B), 81,372 by AM BV2014 and 2,069,749 by UBS Oncology. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

Remarks:

/s/ Ansbert Gadicke

03/15/2021 Date

** Signature of Reporting 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 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See