SEC Form 4

**FORM 4**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
| Washington, D.C. 20549 |  |  |  |  |  |
|  | OMB APPROVAL |  |
|  |  |  |
| **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** |  |  |  |  |  |
|  | OMB Number: | 3235-0287 |  |  |
|  | Estimated average burden |  |
|  |  |  |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |
|  |  |  |  |  |



or Section 30(h) of the Investment Company Act of 1940



1. Name and Address of Reporting Person\*

[Versant Vantage I, L.P.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001765253)

(Last) (First) (Middle)

ONE SANSOME STREET

SUITE 3630

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

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

3. Date of Earliest Transaction (Month/Day/Year)

05/05/2021

1. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director X 10% Owner

Officer (give title Other (specify

below) below)

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable |  |
|  |  |  |  |  |  |  |  |
|  | (Street) |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Line) | Form filed by One Reporting Person |  |
|  |  | SAN |  | CA |  | 94104 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | X | Form filed by More than One Reporting |  |
|  |  | FRANCISCO |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Person |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  | (City) |  | (State) | (Zip) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | **Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | **1. Title of Security (Instr. 3)** | **2. Transaction** | **2A. Deemed** | **3.** | **4. Securities Acquired (A) or** |  | **5. Amount of** | **6. Ownership** | **7. Nature of** |  |
|  |  |  |  |  |  | **Date** |  |  | **Execution Date,** | **Transaction** | **Disposed Of (D) (Instr. 3, 4 and** |  | **Securities** |  | **Form: Direct** | **Indirect** |  |
|  |  |  |  |  |  | **(Month/Day/Year)** | **if any** |  |  | **Code (Instr.** | **5)** |  |  |  |  | **Beneficially** | **(D) or Indirect** | **Beneficial** |  |
|  |  |  |  |  |  |  |  |  | **(Month/Day/Year)** | **8)** |  |  |  |  |  | **Owned Following** | **(I) (Instr. 4)** | **Ownership** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  | **(Instr. 4)** |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Code V** | **Amount** | **(A) or** | **Price** |  | **Transaction(s)** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **(D)** |  | **(Instr. 3 and 4)** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(1) | 211,277 | D | $0.00 |  |  |  | 1,903,670 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(2) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(3) | 45,635 | A | $0.00 |  |  |  | 45,635 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(4) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(5) | 6,355 | D | $0.00 |  |  |  | 57,264 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(6) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(7) | 1,373 | A | $0.00 |  |  |  | 47,008 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(4) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(8) | 7,035 | D | $0.00 |  |  |  | 63,387 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(9) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(10) | 1,520 | A | $0.00 |  |  |  | 48,528 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(4) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(11) | 48,528 | D | $0.00 |  |  |  | 0 |  |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | Footnote(4) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(12) | 16,079 | D | $0.00 |  |  |  | 144,879 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(13) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(14) | 3,473 | A | $0.00 |  |  |  | 3,473 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Footnote(15) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  | 05/05/2021 |  |  |  |  |  | J(16) | 3,473 | D | $0.00 |  |  |  | 0 |  |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | Footnote(15) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | 2,594,451 |  | I | See |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Footnote(17) |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Common Shares |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | 458,282 |  | D(18) |  |  |  |  |  |
|  |  |  |  |  |  | **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned** |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **(e.g., puts, calls, warrants, options, convertible securities)** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | **1. Title of** | **2.** |  | **3. Transaction** | **3A. Deemed** | **4.** |  |  |  | **5. Number** | **6. Date Exercisable and** | **7. Title and** | **8. Price of** | **9. Number of** | **10.** |  | **11. Nature** |  |
|  | **Derivative** | **Conversion** | **Date** | **Execution Date,** |  | **Transaction** | **of** | **Expiration Date** | **Amount of** | **Derivative** | **derivative** | **Ownership** | **of Indirect** |  |
|  | **Security** | **or Exercise** | **(Month/Day/Year) if any** |  | **Code (Instr.** | **Derivative** | **(Month/Day/Year)** | **Securities** | **Security** | **Securities** | **Form:** |  | **Beneficial** |  |
|  | **(Instr. 3)** | **Price of** |  |  | **(Month/Day/Year)** | **8)** |  |  |  | **Securities** |  |  | **Underlying** | **(Instr. 5)** | **Beneficially** | **Direct (D)** | **Ownership** |  |
|  |  |  | **Derivative** |  |  |  |  |  |  |  | **Acquired** |  |  | **Derivative** |  |  |  | **Owned** |  | **or Indirect** | **(Instr. 4)** |  |
|  |  |  | **Security** |  |  |  |  |  |  |  |  | **(A) or** |  |  | **Security (Instr.** |  |  |  | **Following** | **(I) (Instr. 4)** |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **Disposed** |  |  | **3 and 4)** |  |  |  | **Reported** |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **of (D)** |  |  |  |  |  |  |  |  | **Transaction(s)** |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **(Instr. 3, 4** |  |  |  |  |  |  |  |  | **(Instr. 4)** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **and 5)** |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **or** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Number** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Date** | **Expiration** |  | **of** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **Code** | **V** | **(A) (D)** | **Exercisable** | **Date** | **Title** | **Shares** |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |



1. Name and Address of Reporting Person\*

[Versant Vantage I, L.P.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001765253)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | (Last) | (First) | (Middle) |  |
|  | ONE SANSOME STREET |  |  |  |
|  | SUITE 3630 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| (Street) |  |  |  |  |  |  |
|  | SAN | CA | 94104 |  |  |
|  | FRANCISCO |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | (City) | (State) | (Zip) |  |
|  |  |  |  |  |  |  |
| 1. Name and Address of Reporting Person\* |  |  |  |
|  | [Versant Vantage I GP, L.P.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001777651) |  |  |  |
|  |  |  |  |  |  |  |  |
|  | (Last) | (First) | (Middle) |  |
|  | ONE SANSOME STREET |  |  |  |
|  | SUITE 3630 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| (Street) |  |  |  |  |  |  |
|  | SAN | CA | 94104 |  |  |
|  | FRANCISCO |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | (City) | (State) | (Zip) |  |
|  |  |  |  |  |  |  |
| 1. Name and Address of Reporting Person\* |  |  |  |
|  | [Versant Vantage I GP-GP, LLC](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001777653) |  |  |  |
|  |  |  |  |  |  |  |  |
|  | (Last) | (First) | (Middle) |  |
|  | ONE SANSOME STREET |  |  |  |
|  | SUITE 3630 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| (Street) |  |  |  |  |  |  |
|  | SAN | CA | 94104 |  |  |
|  | FRANCISCO |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | (City) | (State) | (Zip) |  |



**Explanation of Responses:**

1. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by Versant Venture Capital V, L.P. ("VVC V") to its partners pursuant to a Rule 10b5-1 trading plan.
2. Shares held by VVC V. Versant Ventures V, LLC ("VV V") is the sole general partner of VVC V. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV V and may be deemed to share voting and dispositive power over the shares held by VVC V. Each of VV V and Jerel C. Davis disclaims beneficial ownership of the shares held by VVC V, except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
3. Represents a change in the form of ownership of VV V by virtue of the receipt of shares in the pro-rata in-kind distribution of common shares of the Issuer for no consideration by VVC V.
4. Shares held by VV V. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV V and may be deemed to share voting and dispositive power over the shares held by VV V; however, he disclaims beneficial ownership of such securities, except to the extent of his pecuniary interest therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
5. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by Versant Affiliates Fund V, L.P. ("VAF V") to its partners pursuant to a Rule 10b5-1 trading plan.
6. Shares held by VAF V. VV V is the sole general partner of VAF V. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV V and may be deemed to share voting and dispositive power over the shares held by VAF V. Each of VV V and Jerel C. Davis disclaims beneficial ownership of the shares held by VAF V, except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
7. Represents a change in the form of ownership of VV V by virtue of the receipt of shares in the pro-rata in-kind distribution of common shares of the Issuer for no consideration by VAF V.
8. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by Versant Ophthalmic Affiliates Fund I, L.P. ("VOAF I") to its partners pursuant to a Rule 10b5-1 trading plan.
9. Shares held by VOAF I. VV V is the sole general partner of VOAF I. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV V and may be deemed to share voting and dispositive power over the shares held by VOAF I. Each of VV V and Jerel C. Davis disclaims beneficial ownership of the shares held by VOAF I, except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
10. Represents a change in the form of ownership of VV V by virtue of the receipt of shares in the pro-rata in-kind distribution of common shares of the Issuer for no consideration by VOAF I.
11. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by VV V, to its members.
12. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by Versant Venture Capital V (Canada) LP ("VVC V (Canada)") to its partners pursuant to a Rule 10b5-1 trading plan.
13. Shares held by VVC V (Canada). Versant Ventures V (Canada) GP-GP, Inc. ("VV V (Canada) GP") is the sole general partner of Versant Ventures V (Canada), L.P. ("VV V (Canada)") and VV V (Canada) is the sole general partner of VVC V (Canada). Jerel C. Davis, a member of the Issuer's board of directors, is a director of VV V (Canada) GP and may be deemed to share voting and dispositive power over the shares held by VVC V (Canada). Each of VV V (Canada), VV V (Canada) GP and Jerel C. Davis disclaims beneficial ownership of the shares held by VVC V (Canada), except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
14. Represents a change in the form of ownership of VV V (Canada) by virtue of the receipt of shares in the pro-rata in-kind distribution of common shares of the Issuer for no consideration by VVC V (Canada).
15. Shares held by VV V (Canada). VV V (Canada) GP is the sole general partner of VV V (Canada). Jerel C. Davis, a member of the Issuer's board of directors, is a director of VV V (Canada) GP and may be deemed to share voting and dispositive power over the shares held by VV V (Canada). Each of VV V (Canada) GP and Jerel C. Davis disclaims beneficial ownership of the shares held by VV V (Canada), except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
16. Represents a pro-rata distribution, and not a purchase or sale, without additional consideration by VV V (Canada), to its partners.
17. Shares held by Versant Venture Capital VI, L.P. "VVC VI". Versant Ventures VI GP-GP, LLC ("VV VI GP") is the sole general partner of Versant Ventures VI GP, L.P. ("VV VI") and VV VI is the sole general partner of VVC VI. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV VI GP and may be deemed to share voting and dispositive power over the shares held by VVC VI. Each of VV VI GP, VV VI and Jerel C. Davis disclaims beneficial ownership of the shares held by VVC VI, except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.
18. Shares held by Versant Vantage I, L.P. "VV I". Versant Vantage I GP-GP, LLC ("VV I GP-GP") is the sole general partner of Versant Vantage I GP, L.P. ("VV I GP") and VV I GP is the sole general partner of VV I. Jerel C. Davis, a member of the Issuer's board of directors, is a managing member of VV I GP-GP and may be deemed to share voting and dispositive power over the shares held by VV I. Each of VV I GP-GP, VV I GP and Jerel C. Davis disclaims beneficial ownership of the shares held by VV I, except to the extent of their respective pecuniary interests therein. Jerel C. Davis is a director of the Issuer and, accordingly files separate Section 16 reports.

**Remarks:**

2 of 2: Since there are 13 joint filers with this transaction and EDGAR will not allow for entry of more than 10 joint filers, this Form 4 is being filed in conjunction with a Form 4 for Versant Ventures V, LLC, Versant Ophthalmic Affiliates Fund I, L.P., Versant Affiliates Fund V, L.P., Versant Venture Capital V (Canada) LP, Versant Venture Capital V, L.P., Versant Ventures V (Canada), L.P., Versant Ventures V GP-GP (Canada), Inc., Versant Venture Capital VI, L.P., Versant Ventures VI GP, L.P. and Versant Ventures VI GP-GP, LLC.

|  |  |
| --- | --- |
| /s/ Robin L. Praeger, | 05/05/2021 |
|  |  |  |  |
| Managing Director of Versant |  |  |

Vantage I GP-GP, LLC,



general partner of Versant



Vantage I GP, L.P., the general



partner of Versant Vantage I,



L.P.



/s/ Robin L. Praeger,



Managing Director of Versant



Vantage I GP-GP, LLC, 05/05/2021



general partner of Versant



Vantage I GP, L.P.



/s/ Robin L. Praeger,



Managing Director of Versant 05/05/2021



Vantage I GP-GP, LLC



\*\* 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.**