SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
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Check this box if no longer subject	SIA
to Section 16. Form 4 or Form 5 obligations may continue. See	
Instruction 1(b).	

TATEMENT 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* Foley Todd	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)				
		X Director 10% Owner				
(Last) (First) (Middle) C/O MPM CAPITAL	3. Date of Earliest Transaction (Month/Day/Year) 06/24/2021	 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 Line)				
(Street)		X Form filed by One Reporting Person				
CAMBRIDGE MA 02142		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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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	06/24/2021		S ⁽¹⁾		2,697 ⁽²⁾	D	\$33.53 ⁽³⁾	2,288,390	Ι	See Footnote ⁽⁴⁾
Common Shares	06/25/2021		S ⁽¹⁾		9,943 ⁽⁵⁾	D	\$33.51 ⁽⁶⁾	2,278,447	Ι	See Footnote ⁽⁷⁾

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 Expira		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)	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: 2,607 by MPM BioVentures 2014, L.P. ("BV 2014") and 90 by MPM Asset Management Investors BV2014 LLC ("AM BV2014").

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.11 to \$33.90 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: 2,080,922 by BV 2014, 135,843 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)") and 71,625 by AM BV2014. 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. Todd Foley is a managing director of BV 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: 9,612 by BV 2014 and 331 by AM BV2014.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.10 to \$33.98 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: 2,071,310 by BV 2014, 135,843 by BV 2014(B) and 71,294 by AM BV2014. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

Remarks:



06/28/2021

** 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.