

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>Zinda Michael</u>  (Last) (First) (Middle) C/O REPARE THERAPEUTICS INC. 7210 FREDERICK-BANTING, SUITE 100  (Street) ST-LAURENT A8 H4S 2A1  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Repare Therapeutics Inc. [ RPTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <b>X</b> <b>EVP, Chief Science Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 12/22/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/22/2020		M		15,706	A	\$1.637	100,935	D	
Common Stock	12/22/2020		M		25,606	A	\$2.062	126,541	D	
Common Stock	12/22/2020		S		1,612	D	\$34	124,929	D	
Common Stock	12/22/2020		S		39,700	D	\$33.36 <sup>(1)</sup>	85,229	D	
Common Stock	12/23/2020		M		1,976	A	\$1.637	87,205	D	
Common Stock	12/23/2020		M		4,771	A	\$2.062	91,976	D	
Common Stock	12/23/2020		M		9,488	A	\$2.425	101,464	D	
Common Stock	12/23/2020		S		12,556	D	\$33.48 <sup>(2)</sup>	88,908	D	
Common Stock	12/23/2020		S		3,679	D	\$34.26 <sup>(3)</sup>	85,229	D	
Common Stock	12/24/2020		M		432	A	\$2.062	85,661	D	
Common Stock	12/24/2020		S		432	D	\$33.14 <sup>(4)</sup>	85,229	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	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					
Employee Stock Option (right to buy)	\$1.637	12/22/2020		M		15,706	(5)	12/04/2027	Common Stock	15,706	\$0.00	13,832	D	
Employee Stock Option (right to buy)	\$2.062	12/22/2020		M		25,606	(6)	03/29/2029	Common Stock	25,606	\$0.00	60,101	D	
Employee Stock Option (right to buy)	\$1.637	12/23/2020		M		1,976	(5)	12/04/2027	Common Stock	1,976	\$0.00	11,856	D	
Employee Stock Option (right to buy)	\$2.062	12/23/2020		M		4,771	(6)	03/29/2029	Common Stock	4,771	\$0.00	55,330	D	
Employee Stock Option (right to buy)	\$2.425	12/23/2020		M		9,488	(7)	12/16/2029	Common Stock	9,488	\$0.00	148,466	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	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				
Employee Stock Option (right to buy)	\$2.062	12/24/2020		M			432	(6)	03/29/2029	Common Stock	432	\$0.00	54,898	D	

**Explanation of Responses:**

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.925 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 ranges set forth in footnotes (1), (2), (3) and (4).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.97 inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.00 to \$34.61 inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$33.46 inclusive.
- Twenty-five percent (25%) of the shares subject to the option vested on June 22, 2018, and one thirty-sixth (1/36th) of the remaining shares subject to the option vested or shall vest each month thereafter, subject to Reporting Person continuing to provide service through each such date.
- Twenty-five percent (25%) of the shares subject to the option vested on March 29, 2020, and one thirty-sixth (1/36th) of the remaining shares subject to the option vested or shall vest each month thereafter, subject to Reporting Person continuing to provide service through each such date.
- Twenty-five percent (25%) of the shares subject to the option vested on December 16, 2020, and one thirty-ninth (1/39th) of the remaining shares subject to the option shall vest each month thereafter, subject to Reporting Person continuing to provide service through each such date.

**Remarks:**

/s/ Steve Forte, Attorney-in-Fact 12/28/2020

\*\* 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.

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