(Street) CAMBRIDGE

MA

02142

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington	, D.C.	20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden 0.5 hours per response:

Instruc	tion 1(b).		Filed	pursua or Se	ant i	to Sect on 30(h	tion 1	L6(a) o the Inv	f the S estme	Securitent Co	ies Excha mpany Ac	nge Act t of 194	of 1934 0								
1. Name and Address of Reporting Person*  GADICKE ANSBERT				2. Issuer Name and Ticker or Trading Symbol iTeos Therapeutics, Inc. [ ITOS ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner									
(Last) (First) (Middle) C/O MPM CAPITAL 450 KENDALL STREET				09/1	3. Date of Earliest Transaction (Month/Day/Year) 09/16/2021										below			bel	ow)	pecify	
(Street) CAMBRIDGE MA 02142				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing Line)  Form filed by One Report  X  Form filed by More than Person									porting F	· Perso	n					
(City)	(St	ate) (Z	Zip)																		
		Table	I - Non-Deriva	tive S	Sec	curiti	es /	Acqu	iired	, Dis	posed	of, or	Benef	icia	lly Own	ed					
Date		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Da if any (Month/Day/Y		ion Dat	Date, Trans		ansaction de (Instr.				equired (A) or ) (Instr. 3, 4 and 5)		5. Amoun Securities Beneficial Owned Following Reported	s Ily I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amo	ount	(A) or (D)	Price		Transaction (Instr. 3 a	on(s)					
Common	Stock		09/16/2021					S <sup>(1)</sup>		35,	565(2)(3)	D	\$28.4	7(4)	5,693	,358		I		tnote <sup>(5)</sup>	
Common	Stock		09/17/2021					S <sup>(1)</sup>		76	,473 <sup>(6)</sup>	D	\$28.8	2 <sup>(7)</sup>	5,616	5,616,885		I See Footnote		tnote <sup>(8)</sup>	
Common	Stock		09/20/2021					S <sup>(1)</sup>		17	7,743 <sup>(9)</sup>	D	\$27.03(10) 5			5,599,142		42 1		See Footnote <sup>(11)</sup>	
Common	Stock		09/20/2021					S <sup>(1)</sup>			,930 <sup>(12)</sup>	D	\$27.84	Footnot				otnote <sup>(14)</sup>			
		Tal	ole II - Derivati (e.g., pu												y Owned	d 					
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)		on of tr. Do So Ad (A Di of	Num erivar ecurit cquir () or ispos f (D) nstr. (	tive ( ties red	Expira	Date Exercisable and Diration Date Onth/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		8. Price of Derivative Security (Instr. 5)				Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A	s) (		Date Exerci:	sable	Expiratio Date	n Title	Amour or Number of Shares	er							
	nd Address of	Reporting Person*																			
	M CAPITA		(Middle)																		
(Street)	IDGE	MA	02142																		
(City)		(State)	(Zip)																		
		Reporting Person*  Impact Fund I	L. <u>P.</u>																		
	M CAPITA		(Middle)																		

(City)	(State)	(Zip)									
1. Name and Address BioImpact Ca	s of Reporting Person* pital LLC										
(Last)	(First)	(Middle)									
C/O MPM CAPITAL											
450 KENDALL S	450 KENDALL STREET										
(Street) CAMBRIDGE	MA	02142									
(City)	(State)	(Zip)									
1. Name and Address of Reporting Person*											
Oncology Imp	act Fund (Cayma	an) Management									
	act i una (Cayim	an) Management									
L.P.	det runa (Caymi	an) Management									
	(First)	(Middle)									
L.P.	(First)										
L.P. (Last)	(First)										
L.P.  (Last)  C/O MPM CAPIT	(First)										
L.P.  (Last)  C/O MPM CAPIT.  450 KENDALL S	(First) FAL STREET										

## **Explanation of Responses:**

- 1. Transaction effected pursuant to a plan established pursuant to Rule 10b5-1.
- 2. The shares were sold as follows: 12,662 by MPM BioVentures 2014, L.P. ("BV 2014"), 436 by MPM Asset Management Investors BV2014 LLC ("AM BV2014"), 7,997 by MPM BioVentures 2018, L.P. ("BV 2018"), 158 by MPM Asset Management Investors BV2018 LLC ("AM BV2018") and 14,312 by UBS Oncology Impact Fund L.P. ("UBS Oncology"). MPM BioVentures 2014 GP LLC and MPM BioVentures 2014 LLC ("BV 2014 LLC") are the direct and indirect general partners of BV 2014 and BV 2014 LLC is the manager of AM BV2014. MPM BioVentures 2018 GP LLC and MPM BioVentures 2018 LLC ("BV 2018 LLC") are the direct and indirect general partners of BV 2018 and BV 2018 (B). BV 2018 LLC is the manager of AM BV2018. Ansbert Gadicke is a managing director of BV 2014 LLC and BV 2018 LLC.
- 3. BioImpact Capital LLC ("BioImpact") is the General Partner of Oncology Impact Fund (Cayman) Management L.P., the General Partner of UBS Oncology Impact Fund, L.P. Ansbert Gadicke is a managing partner of BioImpact. Each of the Reporting Persons disclaims beneficial ownership of the securities herein except to the extent of his or its respective pecuniary interest therein, if any.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.885 to \$28.69 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.
- 5. The shares are held as follows: 1,969,301 by BV 2014, 107,713 by MPM BioVentures 2014(B), L.P. ("BV 2014(B)"), 67,782 by AM BV2014, 1,243,769 by BV 2018, 54,213 by MPM BioVentures 2018(B), L.P. ("BV 2018(B)"), 24,545 by AM BV2018 and 2,226,035 by UBS Oncology. Each of the Reporting Persons disclaims beneficial ownership of the securities herein except to the extent of his or its respective pecuniary interest therein, if any.
- $6. \ The shares were sold as follows: 27,226 \ by \ BV \ 2014, 937 \ by \ AM \ BV \ 2014, 17,195 \ by \ BV \ 2018, 340 \ by \ AM \ BV \ 2018 \ and 30,775 \ by \ UBS \ Oncology.$
- 7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.50 to \$29.11 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.
- 8. The shares are held as follows: 1,942,075 by BV 2014, 107,713 by BV 2014(B), 66,845 by AM BV2014, 1,226,574 by BV 2018, 54,213 by BV 2018(B), 24,205 by AM BV2018 and 2,195,260 by UBS Oncology. Each of the Reporting Persons disclaims beneficial ownership of the securities herein except to the extent of his or its respective pecuniary interest therein, if any.
- $9. \ The shares were sold as follows: 6,317 \ by \ BV \ 2014, 217 \ by \ AM \ BV \ 2014, 3,990 \ by \ BV \ 2018, 78 \ by \ AM \ BV \ 2018 \ and \ 7,141 \ by \ UBS \ Oncology$
- 10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.535 to \$27.52 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.
- 11. The shares are held as follows: 1,935,758 by BV 2014, 107,713 by BV 2014(B), 66,628 by AM BV2014, 1,222,584 by BV 2018, 54,213 by BV 2018(B), 24,127 by AM BV2018 and 2,188,119 by UBS Oncology. Each of the Reporting Persons disclaims beneficial ownership of the securities herein except to the extent of his or its respective pecuniary interest therein, if any.
- 12. The shares were sold as follows: 8,163 by BV 2014, 281 by AM BV2014, 5,156 by BV 2018, 101 by AM BV2018 and 9,229 by UBS Oncology.
- 13. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.53 to \$28.39 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.
- 14. The shares are held as follows: 1,927,595 by BV 2014, 107,713 by BV 2014(B), 66,347 by AM BV2014, 1,217,428 by BV 2018, 54,213 by BV 2018(B), 24,026 by AM BV2018 and 2,178,890 by UBS Oncology. Each of the Reporting Persons disclaims beneficial ownership of the securities herein except to the extent of his or its respective pecuniary interest therein, if any.

## Remarks:

/s/ Ansbert Gadicke 09/20/2021 /s/ Ansbert Gadicke, managing partner of BioImpact Capital LLC, the general partner of Oncology Impact Fund 09/20/2021 (Cayman) Management L.P., the general partner of UBS Oncology Impact Fund L.P /s/ Ansbert Gadicke, managing partner of BioImpact Capital 09/20/2021 LLC /s/ Ansbert Gadicke, managing partner of BioImpact Capital 09/20/2021 LLC, the general partner of Oncology Impact Fund (Cayman) Management L.P. \*\* 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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