SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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

STATEMENT 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

				015	ection	n 30(n) oi	the my	sune	nt Company	ACL U	1 1940	J								
1. Name and Address of Reporting Person* MPM BIOVENTURES 2018, L.P.				2. Issuer Name and Ticker or Trading Symbol <u>iTeos Therapeutics, Inc.</u> [ITOS]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner									
(Last) (First) (Middle) C/O MPM CAPITAL					3. Date of Earliest Transaction (Month/Day/Year) 09/16/2021							Officer (give title Other (specify below) below)								
450 KENDALL STREET (Street) CAMBRIDGE MA 02142				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person							
(City)	(St		Zip)																	
1. Title of	Security (Ins		I - Non-Deriva	2A	. Deer	med	3.	-	4. Securitie	s Acq	uired	(A) or	5. /	Amoun	t of		nership		ture of	
, (Date (Month/Day/Yea	r) if any		on Date, Day/Year)	Transaction Code (Instr. 8)				0) (Instr. 3, 4 and 9		5) Securitie Beneficia Owned Following		lly	(D) or Indired	Form: Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	(# (E	A) or D)	Price	Re Tra	eported ansactionstr. 3 a	on(s)		,	(.,	
Common Stock		09/16/2021				S ⁽¹⁾		21,253(2)		D	\$28.47	(3)	3,467	7,323		I See Footnote		note ⁽⁴⁾		
Common Stock			09/17/2021				S ⁽¹⁾		45,698(5)		D	\$28.82	.82 ⁽⁶⁾ 3,42		l,625 I		I	See Footnote ⁽⁷⁾		
Common Stock 09/20/2021					S ⁽¹⁾		10,602(8)		D \$27.03 ⁽⁹⁾		(9)	3,411	1,023		I See Footnote ⁽²		note ⁽¹⁰			
Common Stock 09/20/2021						S ⁽¹⁾		13,701(11)	D	\$27.84 ⁽	34 ⁽¹²⁾ 3,397		7,322 I		I	See Foot	note ⁽¹³		
		Tal	ole II - Derivat (e.g., ρι						Disposed ns, conve					wned	ł					
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. Trans Code 8)			umber Expiration vative urities uired r osed) r, 3, 4		Exercisable and tion Date //Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		8. Price of Derivative Security (Instr. 5) tr.				10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Natur of Indire Beneficia Ownersh (Instr. 4)	
				Code	v	(A)		ate xercis	Expira	tion	Title	Amount or Number of Shares								
		Reporting Person [*]	, <u>L.P.</u>	-					7		-						-			
	M CAPITA NDALL ST		(Middle)																	
					-															

(Street) CAMBRIDGE	MA	02142			
(City)	(State)	(Zip)			
1. Name and Address of Reporting Person* MPM BioVentures 2018 LLC					

(Last)	(First)	(Middle)						
C/O MPM CAPITAL								
450 KENDALL STREET								
(Street)								

(Street)		
CAMBRIDGE	MA	02142

(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* <u>MPM BioVentures 2018 GP LLC</u>							
(Last) C/O MPM CAPI 450 KENDALL	(Middle)						
(Street) CAMBRIDGE (City)	MA (State)	02142 (Zip)					

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") and 158 by MPM Asset Management Investors BV2018 LLC ("AM BV2018"). 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(B). 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. Messrs. Evnin and Foley are managing directors of BV 2014 LLC and BV 2018 LLC.

3. 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.

4. 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)") and 24,545 by AM BV2018. 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: 27,226 by BV 2014, 937 by AM BV2014, 17,195 by BV 2018 and 340 by AM BV2018.

6. 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.

7. 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) and 24,205 by AM BV2018. 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.

8. The shares were sold as follows: 6,317 by BV 2014, 217 by AM BV2014, 3,990 by BV 2018 and 78 by AM BV2018.

9. 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.

10. 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) and 24,127 by AM BV2018. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

11. The shares were sold as follows: 8,163 by BV 2014, 281 by AM BV2014, 5,156 by BV 2018 and 101 by AM BV2018.

12. 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.

13. 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) and 24,026 by AM BV2018. The Reporting Person disclaims beneficial ownership of the securities except to the extent of his pecuniary interest therein.

Remarks:

See Form 4 for MPM BioVentures 2014, L.P for additional members of this joint filing.

/s/ Ansbert Gadicke, managing director of MPM BioVentures 2018 LLC, the managing member of MPM BioVentures 09/20/2021 2018 GP LLC, the general partner of MPM BioVentures 2018, L.P. /s/ Ansbert Gadicke, managing

director of MPM BioVentures 09/20/2021 2018 LLC

/s/ Ansbert Gadicke, managing

director of MPM BioVentures

2018 LLC, the managing 09/20/2021

member of MPM BioVentures 2018 GP LLC

2010 GP LL

** 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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