SEC Form 4

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

10% Owner

below)

Other (specify

7. Nature of Indirect Beneficial

Ownership

Footnote⁽⁴⁾

Footnote⁽⁷⁾

Footnote⁽¹⁰⁾

Footnote⁽¹³⁾

Footnote⁽¹⁶⁾

Footnote⁽¹⁹⁾

Fpotnote⁽²²⁾

11. Nature

of Indirect

Beneficial

Ownership

(Instr. 4)

(Instr. 4)

See

See

See

See

See

See

See

Х

6. Ownership Form: Direct

I

T

T

T

T

T

T

10.

Form:

Ownership

Direct (D)

or Indirect

(I) (Instr. 4)

9. Number of

derivative

Securities

Following Reported

(Instr. 4)

Transaction(s)

Owned

Beneficially

Indirect (I)

(Instr. 4)

(D) or

to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) iTeos Therapeutics, Inc. [ITOS] MPM BIOVENTURES 2018, L.P. Director Officer (give title 3. Date of Earliest Transaction (Month/Day/Year) below) (Middle) (Last) (First) 11/30/2021 C/O MPM CAPITAL **450 KENDALL STREET** 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person CAMBRIDGE MA 02142 Form filed by More than One Reporting Х Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 5. Amount of Transaction Securitie (Month/Day/Year) Beneficially if any Code (Instr. Owned (Month/Day/Year) 8) Following Reported Transaction(s) (Instr. 3 and 4) (A) 01 v Code Amount Price (D) **S**⁽¹⁾ \$34.62(3) Common Stock 11/30/2021 5,861(2) D 3,012,959 s⁽¹⁾ 28,076(5) \$35.19(6) 2,984,883 11/30/2021 Common Stock D **S**⁽¹⁾ 6,042(8) \$33.82(9) Common Stock 12/01/2021 2,978,841 D **S**⁽¹⁾ 5,457(11) \$34.61(12) 12/01/2021 Common Stock D 2,973,384 \$35.34(15) **S**⁽¹⁾ 896(14) 12/01/2021 Common Stock D 2,972,488 S⁽¹⁾ 29,757(17) \$33.74(18) 12/02/2021 2,942,731 Common Stock D 7,430(20) **S**⁽¹⁾ \$34.83(21) 2,935,301 12/02/2021 Common Stock D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed Execution Date, 8. Price of Derivative 1. Title of 3. Transaction 5. Number 6. Date Exercisable and 7. Title and Conversion Transaction Expiration Date (Month/Day/Year) Derivative Date Amount of (Month/Dav/Year) Derivative Security or Exercise if anv Code (Instr. Securities Security (Instr. 3) Price of Derivative (Month/Day/Year) 8) Securities Acquired Underlying (Instr. 5) Derivative Security (A) or Disposed Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Amount or Number Expiration Date of Shares Code v (A) (D) Exercisable Title Date 1. Name and Address of Reporting Person MPM BIOVENTURES 2018, L.P. (Last) (First) (Middle) C/O MPM CAPITAL **450 KENDALL STREET** (Street) CAMBRIDGE MA 02142 (City) (State) (Zip) 1. Name and Address of Reporting Person* MPM BioVentures 2018 LLC

(Last)	(First)	(Middle)
C/O MPM CAPIT	AL	
450 KENDALL S	TREET	
(Street)		
CAMBRIDGE	MA	02142
(City)	(State)	(Zip)
1. Name and Address <u>MPM BioVent</u>		
(Last)	(First)	(Middle)
C/O MPM CAPITAL		
450 KENDALL STREET		
(Street)		
CAMBRIDGE	MA	02142
(City)	(State)	(Zip)

Explanation of Responses:

1. Transaction effected pursuant to a plan established pursuant to Rule 10b5-1.

2. The shares were sold as follows: 3,494 by MPM BioVentures 2014, L.P. ("BV 2014"), 120 by MPM Asset Management Investors BV2014 LLC ("AM BV2014"), 2,206 by MPM BioVentures 2018, L.P. ("BV 2018") and 41 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 \$33.93 to \$34.92 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: 1,707,933 by BV 2014, 97,289 by, 58,786 by AM BV2014, 1,078,695 by BV 2018, 48,966 by BV 2018(B) and 21,290 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.

5. The shares were sold as follows: 16,733 by BV 2014, 576 by AM BV2014, 10,569 by BV 2018 and 198 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 \$34.93 to \$35.465 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: 1,691,200 by BV 2014, 97,289 by BV 2014(B), 58,210 by AM BV2014, 1,068,126 by BV 2018, 48,966 by BV 2018(B) and 21,092 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: 3,600 by BV 2014, 124 by AM BV2014, 2,274 by BV 2018 and 44 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 \$33.26 to \$34.22 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: 1,687,600 by BV 2014, 97,289 by BV 2014(B), 58,086 by AM BV2014, 1,065,852 by BV 2018, 48,966 by BV 2018(B) and 21,048 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.

11. The shares were sold as follows: 3,251 by BV 2014, 112 by AM BV2014, 2,053 by BV 2018 and 41 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 \$34.30 to \$35.17 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: 1,684,349 by BV 2014, 97,289 by BV 2014(B), 57,974 by AM BV2014, 1,063,799 by BV 2018, 48,966 by BV 2018(B) and 21,007 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.

14. The shares were sold as follows: 534 by BV 2014, 18 by AM BV2014, 337 by BV 2018 and 7 by AM BV2018.

15. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.30 to \$35.77 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.

16. The shares are held as follows: 1,683,815 by BV 2014, 97,289 by BV 2014(B), 57,956 by AM BV2014, 1,063,462 by BV 2018, 48,966 by BV 2018(B) and 21,000 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.

17. The shares were sold as follows: 17,728 by BV 2014, 611 by AM BV2014, 11,197 by BV 2018 and 221 by AM BV2018.

18. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.19 to \$34.17 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.

19. The shares are held as follows: 1,666,087 by BV 2014, 97,289 by BV 2014(B), 57,345 by AM BV2014, 1,052,265 by BV 2018, 48,966 by BV 2018(B) and 20,779 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.

20. The shares were sold as follows: 4,427 by BV 2014, 152 by AM BV2014, 2,796 by BV 2018 and 55 by AM BV2018.

21. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.25 to \$35.14 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.

22. The shares are held as follows: 1,661,660 by BV 2014, 97,289 by BV 2014(B), 57,193 by AM BV2014, 1,049,469 by BV 2018, 48,966 by BV 2018(B) and 20,724 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.

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 12/02/2021 2018 GP LLC, the general partner of MPM BioVentures 2018, L.P. /s/ Ansbert Gadicke, managing

director of MPM BioVentures 12/02/2021 2018 LLC

/s/ Ansbert Gadicke, managing 12/02/2021 director of MPM BioVentures 2018 LLC, the managing

member of MPM BioVentures 2018 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.