SEC Form 4	
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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APP	ROVAL
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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 [*] Esposito Pamela	2. Issuer Name and Ticker or Trading Symbol <u>Replimune Group, Inc.</u> [REPL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
(Last) (First) (Middle) C/O REPLIMUNE GROUP, INC.	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2023	X Officer (give title Other (specify below) below) Chief Business Officer							
500 UNICORN PARK DRIVE	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
		X Form filed by One Reporting Person							
(Street) WOBURN MA 01801		Form filed by More than One Reporting Person							
(City) (State) (Zip)	Rule 10b5-1(c) Transaction Indication								
	X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	L. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					Securities	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
0	Common Stock	08/11/2023		М		1,400	A	\$ <mark>3.3</mark>	264,836	D	
0	Common Stock	08/11/2023		S ⁽¹⁾		1,400	D	\$20	263,436 ⁽²⁾	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. Transa Code (8)		of Deri Seci Acq (A) o Disp of (E	oosed 0) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		e and 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)	\$3.3	08/11/2023		М			1,400	(3)	07/26/2027	Common Stock	1,400	\$0	105,291	D	

Explanation of Responses:

1. The sales reported on this Form 4 were made by the reporting person pursuant to a trading plan adopted on March 15, 2023, that is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended.

2. Following the sales reported on this Form 4, the reporting person continues to beneficially own 263,436 shares of the Issuer's common stock, including restricted stock units. The reporting person also holds options to acquire an aggregate of 515,827 shares of the Issuer's common stock, 397,473 of which are exercisable as of the date hereof.

3. The reporting person was granted an option to purchase 134,281 shares of the Issuer's common stock on July 26, 2017. All of the shares underlying such stock option have vested and are exercisable as of the date hereof.

<u>/s/ Shawn Glidden, attorney-in-</u> <u>68/15/2023</u>

** 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.