(Street)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Instruc	tion 1(b).			Filed	l pursu	ant to S	Section	on 16(a) of the	Secur	rities Exchang	ge Act of	1934				1		
					or S	ection 3	30(h)	of the	Investn	nent C	ompany Act c	of 1940							
		Reporting Person	*								g Symbol REPL]				ationship call app	o of Reportir licable)	ng Pe	erson(s) to I	ssuer
Omega Fund IV, L.P.				Replimune Group, Inc. [REPL]								_	X Director			7	(10% O		
(Last)	(Fi	rst) (Middle)		ate of E 1 <mark>6/20</mark> 2		st Tran	saction	(Mont	th/Day/Year)				below	er (give title v)		below)	specify
888 BOY	YLSTON S	TREET, SUITE	1111		11/.	10/202	.1												
					4. If	Amend	ment	t, Date	of Origi	nal Fil	ed (Month/Da	ay/Year)			/idual or	r Joint/Grou	p Filiı	ng (Check A	pplicable
(Street) BOSTO	N M.	A ()2199										l'	.ine)		filed by On		•	
														X	Form Perso	filed by Mo on	re tha	an One Rep	orting
(City)	(St	ate) (Zip)																
		Table	2 I - N	on-Deriva	ative	Secu	ritie	s Ac	quire	d, Di	sposed of	f, or B	enefic	ially	Own	ed			
1. Title of	Security (Ins	tr. 3)		2. Transacti Date	on	2A. De Execu			3. Transa	etion	4. Securities Disposed Of	Acquire	ed (A) or	nd E)	5. Amo Securi			wnership m: Direct	7. Nature
				(Month/Day	/Year)	if any			Code (Instr. 8)		Disposed Oi	(D) (IIIS	3, 4 aı	iu 3)	Benefi		(D)	D) or Indirect (Instr. 4)	Beneficia Ownershi
						,	•	,	Code	v	Amount	(A) or	Price		Report Transa	ted action(s)	```		(Instr. 4)
	C ₁ 1			11/10/20	224							(D)		(1)(2)	Ė	3 and 4)		D(4)	
Common				11/16/20					S ⁽¹⁾		153	D	\$33.5		-	11,245		D ⁽⁴⁾	
Common	Stock			11/18/20					S ⁽¹⁾		2,441	D	\$33.5			08,804		D ⁽⁴⁾	
		Та	ble II								posed of, convertib				Owne	d			
1. Title of	2.	3. Transaction	3A. D	eemed	4.	a113, 1	_	lumber	1		rcisable and	7. Title		÷	rice of	9. Number	of	10.	11. Natu
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execu	ution Date,	Trans Code	action (Instr.	of Derivative		Expiration I (Month/Day		Date	Amoui Securi	Amount of Securities		ivative curity	derivative Securities		Ownership Form:	Benefic
(Instr. 3)	Price of Derivative Security		(Mon	th/Day/Year)	8)			curities quired				Under Deriva		(Ins	str. 5)	Beneficially Owned Following	У	Direct (D) or Indirect (I) (Instr. 4)	Owners (Instr. 4
	County							posed				3 and				Reported Transaction	n(s)	(i) (iii) 4)	
							(Ins	str. 3, 4 I 5)								(Instr. 4)			
													Amount or	1					
									Date		Expiration		Number of						
					Code	V	(A)	(D)	Exerc	isable	Date	Title	Shares						
ı	nd Address of Fund IV,	Reporting Person	*																
<u>Omega</u>	Fullu IV,	<u>, L.F.</u>				_													
(Last)		(First)	(1)	Middle)															
888 BOY	YLSTON S	TREET, SUITE	1111																
(04===4)						-													
(Street) BOSTO	N	MA	0	2199															
						-													
(City)		(State)	(2	Zip)															
		Reporting Person	*																
<u>Omega</u>	Fund IV	<u>GP, L.P.</u>																	
(Last)		(First)	(1)	Middle)		_													
l		TREET, SUITE		,															
						-													
(Street) BOSTO	NT.	MA	0	2199															
DO3101		IVIA				_													
(City)		(State)	(2	Zip)															
1. Name a	nd Address of	Reporting Person	*			\neg													
<u>Omega</u>	Fund IV	G.P. Manage	<u>er, Lt</u>	<u>:d.</u>															
(1 cot)		(First)		Middle)		-													
(Last) 888 BO		(First) TREET, SUITE		Middle)															

BOSTON	MA	02199						
(City)	(State)	(Zip)						
Name and Address of Reporting Person* Stampacchia Otello								
(Last) 888 BOYLSTO	(First) ON STREET, SU	(Middle) ITE 1111						
(Street) BOSTON	MA	02199						
(City)	(State)	(Zip)						

Explanation of Responses:

- 1. Shares were sold pursuant to a Rule 10b5-1 trading plan.
- 2. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.50 inclusive. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was affected.
- 4. The reported securities are held directly by Omega Fund IV, L.P. ("Omega IV"), as the general partner of Omega IV, and Omega Fund IV GP Manager, Ltd. ("Omega IV GP Manager"), as the general partner of Omega IV, and Omega Fund IV GP Manager, Ltd. ("Omega IV GP Manager"), as the general partner of Omega IV GP. Otello Stampacchia and Anne-Mari Paster are all the shareholders and directors of Omega IV GP Manager and have shared voting and investment power over the shares held by Omega IV. Each of Omega IV GP, Omega Fund IV GP Manager and the Omega Directors disclaims beneficial ownership of the securities reported herein, except to the extent of its or their pecuniary interest therein, if any. Otello Stampacchia is a director of the issuer.

Remarks:

/s/ Anne-Mari Paster, as an 11/18/2021 authorized signatory of each Reporting Person

** Signature of Reporting Person

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.