SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

Third Rock Ventures V, L.P.

(Last) (First) (Middle)

C/O THIRD ROCK VENTURES, LLC

201 BROOKLINE AVE, SUITE 1401

(Street)

BOSTON MA 02215

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Rapport Therapeutics, Inc. [RAPP]

Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)

10/30/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director ☑ 10% Owner

Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

☑ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	10/30/2026		A(1)		238,095	A	$21	6,518,620	D(2)(3)	
Common Stock	10/30/2026		A(1)		1,190,476	A	$21	2,159,694	I	By Third Rock Ventures VI, L.P. (3)(4)

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				

1. Name and Address of Reporting Person*

Third Rock Ventures V, L.P.

(Last) (First) (Middle)

C/O THIRD ROCK VENTURES, LLC

201 BROOKLINE AVE, SUITE 1401

(Street)

BOSTON MA 02215

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Third Rock Ventures GP V, LP

(Last) (First) (Middle)

C/O THIRD ROCK VENTURES, LLC

201 BROOKLINE AVE, SUITE 1401

(Street)
BOSTON MA 02215

(City) (State) (Zip)

1. Name and Address of Reporting Person*
TRV GP V, LLC

(Last) (First) (Middle)
C/O THIRD ROCK VENTURES, LLC
201 BROOKLINE AVE, SUITE 1401

(Street)
BOSTON MA 02215

(City) (State) (Zip)

1. Name and Address of Reporting Person*
Third Rock Ventures VI, L.P.

(Last) (First) (Middle)
C/O THIRD ROCK VENTURES, LLC
201 BROOKLINE AVE, SUITE 1401

(Street)
BOSTON MA 02215

(City) (State) (Zip)

1. Name and Address of Reporting Person*
Third Rock Ventures GP VI, L.P.

(Last) (First) (Middle)
C/O THIRD ROCK VENTURES, LLC
201 BROOKLINE AVE, SUITE 1401

(Street)
BOSTON MA 02215

(City) (State) (Zip)

1. Name and Address of Reporting Person*
TRV GP VI, LLC

(Last) (First) (Middle)
C/O THIRD ROCK VENTURES, LLC
201 BROOKLINE AVE, SUITE 1401

(Street)
BOSTON MA 02215

(City) (State) (Zip)

Explanation of Responses:

1. Shares acquired in a private placement pursuant to a Securities Purchase Agreement dated October 28, 2026 by and between the Issuer, Third Rock Ventures V, L.P. ("TRV V") and Third Rock Ventures VI, L.P. ("TRV VI").

2. These shares are directly held by TRV V. The general partner of TRV V is Third Rock Ventures GP V, L.P. ("TRV GP V"). The general partner of TRV GP V is TRV GP V, LLC ("TRV GP V LLC"). Each of TRV GP V and TRV GP V LLC disclaims beneficial ownership of the shares except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that it is the beneficial owner of such shares.

3. Each of Reporting Persons disclaims the existence of a Section 13(d) "group" as between any TRV V related parties and any TRV VI related parties and this report shall not be deemed an admission that any of such parties is or may be part of such a group with any of the other parties.

4. These shares are held directly by TRV VI. The general partner of TRV VI is Third Rock Ventures GP VI, L.P. ("TRV GP VI"). The general partner of TRV GP VI is TRV GP VI, LLC ("TRV GP VI LLC"). Each of TRV GP VI, and TRV GP VI LLC, disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that it is the beneficial owner of such shares.

Remarks:

Reid Huber, a partner at Third Rock Ventures, serves on the board of directors of the Issuer, and has been deputized to represent the Reporting Persons on the board of directors. By virtue of Dr. Huber's representation, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, each of the Reporting Persons may be deemed a director by deputization of the Issuer.

/s/ Kevin Gillis, Chief Operating Officer of TRV GP V, LLC, general partner of Third Rock Ventures GP V, L.P., general partner of Third Rock Ventures V, L.P.	11/03/2026
/s/ Kevin Gillis, Chief Operating Officer of TRV GP	11/03/2026

V, LLC, general partner of Third Rock Ventures GP V, L.P.	
/s/ Kevin Gillis, Chief Operating Officer of TRV GP V, LLC	11/03/2026
/s/ Kevin Gillis, Chief Operating Officer of TRV GP VI, LLC, general partner of Third Rock Ventures GP VI, L.P., general partner of Third Rock Ventures VI, L.P.	11/03/2026
/s/ Kevin Gillis, Chief Operating Officer of TRV GP VI, LLC, general partner of Third Rock Ventures GP VI, L.P.	11/03/2026
/s/ Kevin Gillis, Chief Operating Officer of TRV GP VI, LLC	11/03/2026
** 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.