SEC Form 4

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

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* GOLDSMITH MARK A	2. Issuer Name **and** Ticker or Trading Symbol Revolution Medicines, Inc. [RVMD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)

C/O REVOLUTION MEDICINES, INC.

700 SAGINAW DRIVE

(Street)

REDWOOD CITY   CA   94063

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year) 09/01/2023

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

X Director

X Officer (give title below)

10% Owner

Other (specify below)

See Remarks

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

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

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

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	09/01/2023		M[1]		17,993	A	$0.54	375,379[2][3]	D	
Common Stock	09/01/2023		M[1]		12,007	A	$1.12	387,386[2][3]	D	
Common Stock	09/01/2023		S[1]		30,000	D	$35.0521[4]	357,386[2][3]	D	
Common Stock	09/01/2023		S[5]		5,000	D	$35.0382[6]	35,424	I	Trust[7]
Common Stock	09/01/2023		S[8]		5,000	D	$35.0438[9]	35,424	I	Trust[10]
Common Stock								327,547	I	Trust[11]

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				
Stock Option (Right to Buy)	$0.54	09/01/2023		M[1]			17,993	03/01/2022	02/11/2028	Common Stock	17,993	$0	205,503	D	
Stock Option (Right to Buy)	$1.12	09/01/2023		M[1]			12,007	03/29/2022	04/19/2028	Common Stock	12,007	$0	46,479	D	

Explanation of Responses:

1. Transaction made pursuant to a 10b5-1 trading plan adopted by Mark A. Goldsmith on November 22, 2022.

2. Includes 190,000 restricted stock units.

3. Includes 1,514 shares acquired under the Issuer's Employee Stock Purchase Plan on May 31, 2023.

4. This transaction was executed in multiple trades at prices ranging from $35.00 to $35.24. The price reported above reflects the weighted average price. 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 effected.

5. Transaction made pursuant to a 10b5-1 trading plan adopted by the Jonathan Henry Goldsmith Trust on November 21, 2022.

6. This transaction was executed in multiple trades at prices ranging from $35.00 to $35.16. The price reported above reflects the weighted average price. 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 effected.

7. Held by Jonathan Henry Goldsmith Trust under the Goldsmith Children's 2011 Irrevocable Education Trust, dated December 15, 2011.

8. Transaction made pursuant to a 10b5-1 trading plan adopted by the Rebecca Eve Goldsmith Trust on November 21, 2022.

9. This transaction was executed in multiple trades at prices ranging from $35.00 to $35.22. The price reported above reflects the weighted average price. 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 effected.

10. Held by Rebecca Eve Goldsmith Trust under the Goldsmith Children's 2011 Irrevocable Education Trust, dated December 15, 2011.

11. Held by Mark A. Goldsmith and Anne E. Midler 2002 Revocable Living Trust.

Remarks:

President and Chief Executive Officer

/s/ Jack Anders, as attorney-in fact for Mark A. Goldsmith   09/06/2023

** Signature of Reporting Person   Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.