

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>Hack Andrew A. F.</u>  (Last) (First) (Middle) <u>C/O EDITAS MEDICINE, INC.</u> <u>11 HURLEY ST.</u>  (Street) <u>CAMBRIDGE MA 02141</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Editas Medicine, Inc. [ EDIT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/16/2018</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	03/16/2018		M <sup>(1)</sup>		6,000	A	\$6.48	6,000	D	
Common Stock	03/16/2018		S <sup>(1)</sup>		6,000	D	\$39.43 <sup>(2)</sup>	0	D	
Common Stock	03/19/2018		M <sup>(1)</sup>		6,000	A	\$6.48	6,000	D	
Common Stock	03/19/2018		S <sup>(1)</sup>		6,000	D	\$37.65 <sup>(3)</sup>	0	D	
Common Stock	03/20/2018		M <sup>(1)</sup>		5,000	A	\$6.48	5,000	D	
Common Stock	03/20/2018		S <sup>(1)</sup>		5,000	D	\$37.51 <sup>(4)</sup>	0	D	
Common Stock	03/20/2018		M <sup>(1)</sup>		1,000	A	\$6.48	1,000	D	
Common Stock	03/20/2018		S <sup>(1)</sup>		1,000	D	\$38.39 <sup>(5)</sup>	0	D	
Common Stock	03/20/2018		M		22,000	A	\$24.6	22,000	D	
Common Stock	03/20/2018		S		22,000	D	\$37.91 <sup>(6)</sup>	0	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. 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
Stock Option (right to buy)	\$6.48	03/16/2018		M <sup>(1)</sup>			6,000	(7)	09/13/2025	Common Stock	6,000	\$0	60,513 <sup>(8)</sup>	D	
Stock Option (right to buy)	\$6.48	03/19/2018		M <sup>(1)</sup>			6,000	(7)	09/13/2025	Common Stock	6,000	\$0	54,513 <sup>(8)</sup>	D	
Stock Option (right to buy)	\$6.48	03/20/2018		M <sup>(1)</sup>			6,000	(7)	09/13/2025	Common Stock	6,000	\$0	48,513 <sup>(8)</sup>	D	
Stock Option (right to buy)	\$24.6	03/20/2018		M			22,000	(9)	02/28/2027	Common Stock	22,000	\$0	70,500	D	

**Explanation of Responses:**

- The exercise and sale reported on this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on December 15, 2017.
- This transaction was executed in multiple trades at prices ranging from \$39.02 to \$40. The price reported above reflects the weighted average sale 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.
- This transaction was executed in multiple trades at prices ranging from \$37.29 to \$38.12. The price reported above reflects the weighted average sale 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.
- This transaction was executed in multiple trades at prices ranging from \$37.13 to \$38.11. The price reported above reflects the weighted average sale 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. This transaction was executed in multiple trades at prices ranging from \$38.23 to \$38.59. The price reported above reflects the weighted average sale 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.

6. This transaction was executed in multiple trades at prices ranging from \$37.86 to \$38.12. The price reported above reflects the weighted average sale 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. This option was granted on September 14, 2015 and is scheduled to vest over four years with 25% of the shares having vested on July 1, 2016, and the remaining 75% of the shares scheduled to vest in equal monthly installments thereafter through July 1, 2019.

8. This amount includes an additional 2,851 option shares relating to the portion of this award constituting an Incentive Stock Option that the Reporting Person inadvertently omitted in that Form 4 filed by the Reporting Person with the SEC on February 16, 2018.

9. This option was granted on March 1, 2017 and is scheduled to vest over four years in equal monthly installments beginning on March 1, 2017 through March 1, 2021.

/s/ Andrew Hack

03/20/2018

\*\* 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.**