

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>Flagship Ventures Fund IV, L.P.</u> <hr/> (Last) (First) (Middle) 1 MEMORIAL DRIVE #7 <hr/> (Street) CAMBRIDGE MA 02142 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/02/2016	3. Issuer Name and Ticker or Trading Symbol <u>Editas Medicine, Inc. [EDIT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A-1 Preferred Stock	(1)	(1)	Common Stock	2,039,549 ⁽²⁾	(1)	D ⁽²⁾	
Series A-1 Preferred Stock	(1)	(1)	Common Stock	509,885 ⁽³⁾	(1)	I	See Footnote ⁽³⁾
Series A-2 Preferred Stock	(4)	(4)	Common Stock	1,617,015 ⁽²⁾	(4)	D ⁽²⁾	
Series A-2 Preferred Stock	(4)	(4)	Common Stock	404,253 ⁽³⁾	(4)	I	See Footnote ⁽³⁾
Series B Preferred Stock	(5)	(5)	Common Stock	307,692 ⁽²⁾	(5)	D ⁽²⁾	
Series B Preferred Stock	(5)	(5)	Common Stock	76,922 ⁽³⁾	(5)	I	See Footnote ⁽³⁾

1. Name and Address of Reporting Person* <u>Flagship Ventures Fund IV, L.P.</u> <hr/> (Last) (First) (Middle) 1 MEMORIAL DRIVE #7 <hr/> (Street) CAMBRIDGE MA 02142 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Flagship Ventures Fund IV-Rx, L.P.</u> <hr/> (Last) (First) (Middle) 1 MEMORIAL DRIVE #7 <hr/> (Street) CAMBRIDGE MA 02142 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Flagship Ventures Fund IV General Partner LLC</u> <hr/> (Last) (First) (Middle) 1 MEMORIAL DRIVE #7 <hr/> (City) (State) (Zip)		
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(Street)
 CAMBRIDGE MA 02142

(City) (State) (Zip)

1. Name and Address of Reporting Person*
AFEYAN NOUBAR

(Last) (First) (Middle)
 1 MEMORIAL DRIVE #7

(Street)
 CAMBRIDGE MA 02142

(City) (State) (Zip)

1. Name and Address of Reporting Person*
KANIA EDWIN M JR

(Last) (First) (Middle)
 1 MEMORIAL DR. #7

(Street)
 CAMBRIDGE MA 02142

(City) (State) (Zip)

Explanation of Responses:

1. The Series A-1 Preferred Stock is convertible into Common Stock on a 2.6-for-one basis into the number of shares shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.
2. Held by Flagship Ventures Fund IV, L.P. ("Flagship IV"). Flagship Ventures Fund IV General Partner LLC ("Flagship IV LLC") is the general partner of Flagship IV. Noubar B. Afeyan, Ph.D. and Edwin M. Kania, Jr. are the managers of Flagship IV LLC. Flagship IV LLC and each of these individuals may be deemed to share voting and investment power with respect to all shares held by Flagship IV. Each of the filing persons other than Flagship IV disclaims beneficial ownership of the shares except to the extent of his or its pecuniary interest therein.
3. Held by Flagship Ventures Fund IV-Rx, L.P. ("Flagship IV-Rx"). Flagship IV LLC is the general partner of Flagship IV-Rx. Noubar B. Afeyan, Ph.D. and Edwin M. Kania, Jr. are the managers of Flagship IV LLC. Flagship IV LLC and each of these individuals may be deemed to share voting and investment power with respect to all shares held by Flagship IV-Rx. Each of the filing persons other than Flagship IV-Rx disclaims beneficial ownership of the shares except to the extent of his or its pecuniary interest therein.
4. The Series A-2 Preferred Stock is convertible into Common Stock on a 2.6-for-one basis into the number of shares shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.
5. The Series B Preferred Stock is convertible into Common Stock on a 2.6-for-one basis into the number of shares shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.

FLAGSHIP VENTURES
FUND IV, L.P., By: Flagship
Ventures Fund IV General 02/02/2016
Partner, LLC, By: /s/ Noubar
Afeyan, Name: Noubar B.
Afeyan, Title: Manager
FLAGSHIP VENTURES
FUND IV-RX, L.P., By: 02/02/2016
Flagship Ventures Fund IV
General Partner, LLC, By: /s/
Noubar Afeyan, Name: Noubar
B. Afeyan, Title: Manager
FLAGSHIP VENTURES
FUND IV GENERAL 02/02/2016
PARTNER LLC, By: /s/
Noubar Afeyan, Name: Noubar
B. Afeyan, Title: Manager
/s/ Noubar Afeyan 02/02/2016
/s/ Edwin Kania Jr. 02/02/2016

** 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 5 (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.