# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

**Under the Securities Exchange Act of 1934** 

| Editas Medicine, Inc.  (Name of Issuer)  Common Stock, \$0.0001 par value per share  (Title of Class of Securities)  28106W103  (CUSIP Number)  December 31, 2019  (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  Rule 13d-1(b)  Rule 13d-1(c)  Rule 13d-1(d)  |
|---|
| Common Stock, \$0.0001 par value per share  (Title of Class of Securities)  28106W103  (CUSIP Number)  December 31, 2019  (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  Rule 13d-1(b)  Rule 13d-1(c)  |
| (Title of Class of Securities)  28106W103 (CUSIP Number)  December 31, 2019  (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  Rule 13d-1(b)  Rule 13d-1(c)   |
| (Title of Class of Securities)  28106W103 (CUSIP Number)  December 31, 2019  (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  Rule 13d-1(b)  Rule 13d-1(c)   |
| (CUSIP Number)  December 31, 2019  (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  □ Rule 13d-1(b)  □ Rule 13d-1(c)   |
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| (Date of Event which Requires Filing of this Statement)  Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  ☑ Rule 13d-1(b)  ☐ Rule 13d-1(c)  |
| Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  ☐ Rule 13d-1(b)  ☐ Rule 13d-1(c)   |
| <ul><li>✓ Rule 13d-1(b)</li><li>☐ Rule 13d-1(c)</li></ul>   |
| □ Rule 13d-1(c)   |
|   |
| □ Rule 13d-1(d)   |
|   |
| * The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.  The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, <i>see</i> the <i>Notes</i> ). |
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| 13G |
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## CUSIP No. 28106W103

| 1.   | NAMES OF REPORTING PERSONS   |           |   |  |  |  |
|--|--|-----------|---|--|--|--|
|  | Sumitomo Mitsui Trust Holdings, Inc. ("SMTH")  |           |   |  |  |  |
|  | Sumtomo vinsui 11ust 11otumgs, me. ( Siviiii )   |           |   |  |  |  |
| 2.   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a)  |           |   |  |  |  |
|  | (b) $\Box$   |           |   |  |  |  |
| 3.   | SEC USE ONLY   | Y         |   |  |  |  |
|  |  |           |   |  |  |  |
| 4.   | CITIZENSHIP (  | OR PLACI  | E OF ORGANIZATION                           |  |  |  |
|  | Ionan  |           |   |  |  |  |
|  | Japan  |           |   |  |  |  |
|  |  | _         | SOLE VOTING POWER                           |  |  |  |
| 5.   |  |           |   |  |  |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING<br>PERSON WITH |  |           | SHARED VOTING POWER                         |  |  |  |
|  |  | 6.        | 4,948,227                                   |  |  |  |
|  |  |           | SOLE DISPOSITIVE POWER                      |  |  |  |
|  |  | 7.        |   |  |  |  |
| SHARED DISPOSITIVE POWER   |  |           |   |  |  |  |
|  |  | 8.        |   |  |  |  |
| 9.   | 4,948,227 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                             |           |   |  |  |  |
| <i>J</i> .   |  | 111100111 | DENEITORIEET OWNED DI ENGINEI ORING I EROON |  |  |  |
| 10   | 4,948,227  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) |           |   |  |  |  |
| 10.  | CHECK DOA IF THE AGGREGATE AWOUNT IN KOW (9) EXCLUDES CERTAIN SHARES (See IIISUUCUOIIS)            |           |   |  |  |  |
|  |  |           |   |  |  |  |
| 11.  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  |           |   |  |  |  |
|  | 9.65%  |           |   |  |  |  |
| 12.  | TYPE OF REPO   | ORTING P  | ERSON (see instructions)                    |  |  |  |
|  | HC, FI   |           |   |  |  |  |

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## CUSIP No. 28106W103

| 1.                                   | NAMES OF REPORTING PERSONS  |           |                     |  |  |  |
|--------------------------------------|---|-----------|---------------------|--|--|--|
|                                      | Nikko Asset Management Co., Ltd. ("NAM")  |           |                     |  |  |  |
| 2.                                   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □  (b) □                          |           |                     |  |  |  |
|                                      |   |           |                     |  |  |  |
| 3.                                   | SEC USE ONLY  |           |                     |  |  |  |
| 4.                                   | CITIZENSHIP (   | OR PLACE  | E OF ORGANIZATION   |  |  |  |
|                                      | Japan   |           |                     |  |  |  |
|                                      |   | _         | SOLE VOTING POWER   |  |  |  |
|                                      |   | 5.        | 0                   |  |  |  |
|                                      | MBER OF   |           | SHARED VOTING POWER |  |  |  |
| SHARES<br>BENEFICIALLY               |   | 6.        | 4,948,227           |  |  |  |
| OWNED BY EACH SOLE DISPOSITIVE POWER |   |           |                     |  |  |  |
| REPORTING 7. PERSON WITH 0           |   |           |                     |  |  |  |
| SHARED DISPOSITIVE POWER             |   |           |                     |  |  |  |
|                                      | <b>8.</b> 4,948,227   |           |                     |  |  |  |
| 9.                                   | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                            |           |                     |  |  |  |
|                                      | 4,948,227   |           |                     |  |  |  |
|                                      | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) |           |                     |  |  |  |
|                                      |   |           |                     |  |  |  |
| 11.                                  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                                       |           |                     |  |  |  |
|                                      | <b>9.65</b> %   |           |                     |  |  |  |
|                                      | TYPE OF REPO  | ORTING PI | ERSON               |  |  |  |
|                                      | IA, HC, FI  |           |                     |  |  |  |
| Page 3 of 9                          |   |           |                     |  |  |  |

Item 1(a). Name of Issuer: **Editas Medicine, Inc.** Item 1(b). Address of Issuer's Principal Executive Offices: 11 Hurley Street, Cambridge, MA 02141 Item 2(a). Name of Person Filing: Sumitomo Mitsui Trust Holdings, Inc. Nikko Asset Management Co., Ltd. Item 2(b). Address of Principal Business Office or, if None, Residence: SMTH: 1-4-1 Marunouchi, Chiyoda-ku, Tokyo 100-8233, Japan NAM: Midtown Tower, 9-7-1 Akasaka, Minato-ku, Tokyo 107-6242, Japan Item 2(c). Citizenship: SMTH: Japan NAM: Japan Item 2(d). Title of Class of Securities: Common Stock, \$0.0001 par value per share Item 2(e). CUSIP Number:

28106W103

| (k)                    |            | Group, in accordance with §240.13d-1(b)(1)(ii)(J).   |
|------------------------|------------|--|
| If filing a<br>Company |            | -U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: Investment Adviser, Parent Holding |
| Item 4.                | Owne       | rship.   |
| Prov                   | ride the f | following information regarding the aggregate number and percentage of the class of securities of issuer identified in Item 1.           |
| SMTH:                  |            |  |
| (a)                    |            | Amount beneficially owned: 4,948,227   |
| (b)                    |            | Percent of class: 9.65%  |
| (c)                    |            | Number of shares as to which such person has:  |
|                        | (i)        | Sole power to vote or to direct the vote: 0  |
|                        | (ii)       | Shared power to vote or to direct the vote: <b>4,948,227</b>   |
|                        | (iii)      | Sole power to dispose or to direct the disposition of: 0   |
|                        | (iv)       | Shared power to dispose or to direct the disposition of: <b>4,948,227</b>  |
| NAM:                   |            |  |
| (a)                    |            | Amount beneficially owned: <b>4,948,227</b>  |
| (b)                    |            | Percent of class: 9.65%  |
| (c)                    |            | Number of shares as to which such person has:  |
|                        | (i)        | Sole power to vote or to direct the vote: 0  |
|                        | (ii)       | Shared power to vote or to direct the vote: <b>4,948,227</b>   |
|                        | (iii)      | Sole power to dispose or to direct the disposition of: 0   |
|                        | (iv)       | Shared power to dispose or to direct the disposition of: <b>4,948,227</b>  |
|                        |            |  |
|                        |            | Page 6 of 9  |

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.  $\Box$ 

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

See Exhibit A.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit A.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURE**

| After reasonable inquiry and to the best of my knowledge and belief, I certify that | the information set forth in this statement is true, complete and correct. |
|---|--|
| Date: February 12, 2020   |  |
|   | Sumitomo Mitsui Trust Holdings, Inc.                                       |
|   | (Company)  |
|   | /s/ Tomokazu Kusumi  |
|   | (Signature)  |
|   | Tomokazu Kusumi / Senior Manager of Risk Management                        |
|   | Dept   |
|   | (Name/Title)   |
|   | Nikko Asset Management Co.,Ltd   |
|   | (Company)  |
|   | /s/ Masahito Tonegawa  |
|   | (Signature)  |
|   | Masahito Tonegawa / Head of Business Regulatory Compliance                 |
|   | (Name/Title)   |

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#### Exhibit A

Pursuant to the instructions in Item 6 and Item 7 of Schedule 13G, the securities being reported on by each of SMTH and NAM, as parent holding companies, are owned, or may be deemed to be beneficially owned, by their subsidiary Nikko Asset Management Americas, Inc., which is classified as an investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).

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