SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

Evelo Biosciences, Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share (Title of Class of Securities)

299734103 (CUSIP Number)

Noubar B. Afeyan, Ph.D. Flagship Pioneering Inc. 55 Cambridge Parkway, Suite 800E Cambridge, MA 02142 (617) 868-1888

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this	
schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. \Box	

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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, as amended ("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, see the Notes).

1.	Names of Reporting Persons.			
	Flagship VentureLabs IV LLC			
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) D) ☑	
3.	SEC U	Jse On	ly	
4.	Source	of Fu	ands (See Instructions)	
	WC			
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
6.			or Place of Organization	
	Delaw			
		7.	Sole Voting Power	
Nui	nber of		0	
_	hares	8.	Shared Voting Power	
Ow	eficially ned by		684,372	
	Each porting	9.	Sole Dispositive Power	
	erson		0	
	With	10.	Shared Dispositive Power	
			•	
			684,372	
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person	
	684,37	72		
12.	· ·			
13.	3. Percent of Class Represented by Amount in Row (11)			
	0.6%			
14.	Type c	f Rep	orting Person (See Instructions)	
	00			
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1.	Names of Reporting Persons.				
	Flagship Ventures Fund IV, L.P.				
2.			ppropriate Box if a Member of a Group (See Instructions)		
	(a) 🗆	(1	b) 🗵		
3.	SEC U	Jse On	ly		
4.	Source	of Fu	ands (See Instructions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.		ıship (or Place of Organization		
		_			
	Delaw				
		7.	Sole Voting Power		
	mber of		0		
	hares eficially	8.	Shared Voting Power		
Ow	ned by		8,275,245		
	Each porting	9.	Sole Dispositive Power		
P	erson		0		
'	With	10.	Shared Dispositive Power		
11.	Λαατοι	rato A	8,275,245 mount Beneficially Owned by Each Reporting Person		
11.	Aggre	gate A	mount beneficiary Owned by Each Reporting Ferson		
	8,275,				
12.	2. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	7.7%				
14.		f Rep	orting Person (See Instructions)		
	DNT				
	PN				

1.	Names of Reporting Persons.				
	Flagship Ventures Fund IV-Rx, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) b) ⊠		
	(a) ⊔	(1			
3.	SEC U	se On	ıly		
4.	Source	of Fi	ands (See Instructions)		
٦.		. 01 1 0	indis (See Institutions)		
_	WC				
5.	Check	if Dis	sclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizer	ıship (or Place of Organization		
	Delaw	are			
		7.	Sole Voting Power		
Niii	mber of				
S	hares	8.	Shared Voting Power		
	eficially ned by				
	Each	9.	1,887,419		
	porting	9.	Sole Dispositive Power		
	erson With		0		
		10.	Shared Dispositive Power		
			1,887,419		
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person		
	1,887,4	419			
12.					
13.					
	4 =0.4				
14.	1.7% Type o	f Ren	orting Person (See Instructions)		
17.	1ypc 0	. rcp	orang recoon (occ monucuono)		
	PN				

1.	Names of Reporting Persons.				
	Flagship Ventures Fund IV General Partner LLC				
2.	(a) 🗆	(l	ppropriate Box if a Member of a Group (See Instructions) b) ⊠		
3.	SEC U	se On	lly		
4.	Source	of Fu	unds (See Instructions)		
	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizer	iship (or Place of Organization		
	Delaw				
		7.	Sole Voting Power		
	mber of		0		
Ben	hares eficially	8.	Shared Voting Power		
	ned by Each		10,162,664		
Re	porting	9.	Sole Dispositive Power		
	erson With		0		
		10.	Shared Dispositive Power		
			10,162,664		
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person		
	10,162				
12.	2. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	9.4%	4.5			
14.	Type o	t Rep	orting Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Flagship VentureLabs V LLC				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) Di ⊠		
3.	SEC U	Jse On	ly		
4.	Source	of Fu	ands (See Instructions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizei	ıship o	or Place of Organization		
	Delaw	are			
7. Sole Voting Power					
Number of 0			0		
	hares eficially	8.	Shared Voting Power		
Ow	ned by		2,645,637		
Re	Each porting	9.	Sole Dispositive Power		
Person With 0		0			
	· · · · · · · · · · · · · · · · · · ·	10.	Shared Dispositive Power		
			2,645,637		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
	2,645,	637			
12.					
13.	B. Percent of Class Represented by Amount in Row (11)				
	2.5%				
14.		f Rep	orting Person (See Instructions)		
	00				

		. D			
1.	Names of Reporting Persons.				
	Flagship VentureLabs V Manager LLC				
2.			ppropriate Box if a Member of a Group (See Instructions)		
	(a) 🗆	(l	b) ⊠		
3.	SEC U	[so On			
٥.	SEC C	ise On	uy		
4.	Source	of Fu	ands (See Instructions)		
	AF				
5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
5.	Circui	11 210	eroome of Begin Frocecumings to recipient around to remo E(a) of E(c)		
6.	Citizer	iship (or Place of Organization		
	Delaw	are			
	Delaw	7.	Sole Voting Power		
	mber of hares		0		
Beneficially		8.	Shared Voting Power		
Ow	ned by		2,645,637		
	Each porting	9.	Sole Dispositive Power		
	erson				
1	With	10.	0 Shared Dispositive Power		
		10.	Shared Dispositive Power		
			2,645,637		
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person		
	2,645,0	527			
12.			Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
	Check				
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	2.5%				
14.		f Rep	orting Person (See Instructions)		
	J.1	r			
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1.	Names of Reporting Persons.				
	Flagship Pioneering, Inc.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) o) ⊠		
3.	SEC U	Jse On	ly		
4.	Source	of Fu	ands (See Instructions)		
	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizei	nship o	or Place of Organization		
	Delaw	are			
		7.	Sole Voting Power		
Number of 0			0		
	hares	8.	Shared Voting Power		
Ow	eficially ned by		16,344,267		
	Each porting	9.	Sole Dispositive Power		
	erson				
7	With	10			
		10.	Shared Dispositive Power		
			16,344,267		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
	16,344	.267			
12.					
13.	□ . Percent of Class Represented by Amount in Row (11)				
20.	7. I electic of Glass represented by Annount in Row (11)				
	15.1%				
14.	Type c	f Repo	orting Person (See Instructions)		
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1.	Names of Reporting Persons.				
	Flagship Ventures Fund V, L.P.				
2.			ppropriate Box if a Member of a Group (See Instructions)		
	(a) □	(l	b) 🗵		
			,		
3.	SEC U	se On	lly		
4.	Source	of Fi	ands (See Instructions)		
4.	Jource	OFF	inds (See Histractions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
	_				
6.	Citizer	iship (or Place of Organization		
	Delaw	are			
	2 cla ii	7.	Sole Voting Power		
			č		
Number of			0		
Shares Beneficially		8.	Shared Voting Power		
Ow	ned by		4,201,284		
	Each	9.	Sole Dispositive Power		
	porting erson				
	With		0		
		10.	Shared Dispositive Power		
			4,201,284		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
40	4,201,2		A CONTROL OF THE CONT		
12.	Check	ir the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	2.00/				
1.4	3.9%	f Do-	outing Davon (Con Instructions)		
14.	1ype 0	т кер	orting Person (See Instructions)		
	PN				

1.	Names of Reporting Persons.				
	Flagship V VentureLabs Rx Fund, L.P.				
2.			ppropriate Box if a Member of a Group (See Instructions)		
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3.	SEC U	se On	lly		
4.	Source	of Fi	ands (See Instructions)		
4.	Jource	OLIT	inds (See Histractions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
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6.	Citizer	iship (or Place of Organization		
	Delaw	are			
	2 cla ii	7.	Sole Voting Power		
			č		
Number of			0		
Shares Beneficiall		8.	Shared Voting Power		
Ow	ned by		1,609,871		
	Each	9.	Sole Dispositive Power		
	porting erson				
	With		0		
		10.	Shared Dispositive Power		
			1,609,871		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
10	1,609,8		A		
12.	Check	if the	Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percen	t of C	lass Represented by Amount in Row (11)		
	1.50/				
1.4	1.5%	f Dar	owting Davon (See Instructions)		
14.	Type o	т кер	orting Person (See Instructions)		
	PN				
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1.	. Names of Reporting Persons.				
	Nutritional Health Side Fund, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) b) ⊠		
	(a) ⊔	(I			
3.	SEC U	Jse On	ıly		
4.	Source	of Eu	ands (See Instructions)		
4.	Source	01 1 0	inus (See Histractions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizei	nship (or Place of Organization		
	Delaw	are			
		7.	Sole Voting Power		
			0		
	mber of hares	8.	Shared Voting Power		
Ben	eficially				
	ned by Each	9.	795,950 Sole Dispositive Power		
Re	porting	٥.	Sole Dispositive Fower		
	erson With	10	0		
	**1(11	10.	Shared Dispositive Power		
			795,950		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
	795,95	50			
12.	·				
13.					
	0.70/				
14.	0.7% Type o	f Ren	orting Person (See Instructions)		
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	PN				

1.	Names of Reporting Persons.				
	Nutritional Health Disruptive Innovation Fund, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) b) ☑		
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3.	SEC U	se On	lly		
4.	Source	of Fu	ands (See Instructions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizer	iship (or Place of Organization		
	Delaw	are			
7. Sole Voting Power					
Nu	mber of		0		
S	hares	8.	Shared Voting Power		
Ow	eficially ned by		3,598,177		
	Each porting	9.	Sole Dispositive Power		
P	erson		0		
,	With	10.	Shared Dispositive Power		
			3,598,177		
11.	Aggre	gate A	mount Beneficially Owned by Each Reporting Person		
	3,598,177				
12.	2. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	3. Percent of Class Represented by Amount in Row (11)				
	3.3%	4.5			
14.	Type o	t Kep	orting Person (See Instructions)		
	PN				

1.	Names of Reporting Persons.					
	Flagsh	Flagship Ventures Fund V General Partner LLC				
2.			ppropriate Box if a Member of a Group (See Instructions)			
	(a) 🗆	(l	b) 🗵			
	CECT		1			
3.	SEC U	se On	uy			
4.	Source	of Fu	ands (See Instructions)			
	AF					
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
	П					
6.	Citizer	ıship o	or Place of Organization			
		•				
	Delaw					
		7.	Sole Voting Power			
			0			
Number of		8.	Shared Voting Power			
Shares Beneficially		0.	Shared voting Fower			
Owned by			10,205,282			
]	Each	9.	Sole Dispositive Power			
	Reporting					
Person With						
	**1(11	10.	Shared Dispositive Power			
			10,205,282			
11.	Aggreg	gate A	mount Beneficially Owned by Each Reporting Person			
	10.005.000					
12.	10,205,282 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Represented by Amount in Row (11)					
	0.507					
1.4	9.5%	f D	anting David (Can Laterations)			
14.	туре о	т кер	orting Person (See Instructions)			
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1.	Names of Reporting Persons.				
			ntures Opportunities Fund I, L.P.		
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) o) ⊠		
	(a) ⊔	(1			
3.	SEC U	se On	ly		
4.	Source	of Fu	ands (See Instructions)		
	WC				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizer	ıship (or Place of Organization		
	Delaw	are			
		7.	Sole Voting Power		
NI	mboy of		0		
Number of Shares		8.	Shared Voting Power		
_	eficially				
	ned by		5,495,324		
	Each	9.	Sole Dispositive Power		
	Reporting				
Person			0		
With 10. Shared Dispositive Power			Shared Dispositive Power		
			5,495,324		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	5,495,324				
12.					
13.					
10.	ı erceli	i oi C	nass represented by Annount in Now (11)		
	5.1%				
14.	Type o	f Rep	orting Person (See Instructions)		
	PN				

1.	Names of Reporting Persons.				
	Flagship Ventures Opportunities Fund I General Partner LLC				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) Di ⊠		
3.	SEC U	Jse On	ly		
4.	Source	of Fu	ands (See Instructions)		
	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizei	nship (or Place of Organization		
	Delaw	are			
		7.	Sole Voting Power		
Nııı	nber of		0		
S	hares	8.	Shared Voting Power		
Beneficially Owned by			5,495,324		
Each 9. Sole Dispositive Power Reporting			Sole Dispositive Power		
P	Person		0		
'	With	10.	Shared Dispositive Power		
			5,495,324		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	5,495,324				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Represented by Amount in Row (11)				
	5.1%				
14.	Type o	f Rep	orting Person (See Instructions)		
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1.	Names of Reporting Persons.					
		Nutritional Health LTP Fund, L.P.				
2.			ppropriate Box if a Member of a Group (See Instructions)			
	(a) 🗆	(I	b) 🗵			
3.	SEC U	Jse On	dy			
4.	Source	of Fu	ands (See Instructions)			
	WC					
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.		ıship o	or Place of Organization			
	ъ.					
	Delaw	are 7.	Sole Voting Power			
		, ,	oole vollig fower			
Nu	mber of		0			
Shares Beneficially		8.	Shared Voting Power			
Owned by			8,219,791			
	Each	9.	Sole Dispositive Power			
Reporting Person			0			
With		10.	Shared Dispositive Power			
11.	Δαατοι	rato Δ	8,219,791 mount Beneficially Owned by Each Reporting Person			
11.	Aggregate Amount Denenctary Owned by Lach Reporting Leison					
	8,219,791					
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percen	t of C	lass Represented by Amount in Row (11)			
	7.6%					
14.		f Rep	orting Person (See Instructions)			
	PN					

1.	Names of Reporting Persons.				
	Nutriti	Nutritional Health LTP General Partner LLC			
2.			ppropriate Box if a Member of a Group (See Instructions)		
	(a) 🗆	(l	b) 🗵		
	oro:		1		
3.	SEC U	se On	lly		
4.	Source	of E	ands (See Instructions)		
4.	Source	OI I'U	וועס (שבב זווטו עבעטווש)		
	AF				
5.	Check	if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
	_				
6.	Citizer	iship (or Place of Organization		
	Delaw	are			
	Denaw	7.	Sole Voting Power		
		-			
Number of			0		
Shares		8.	Shared Voting Power		
	eficially		0.210.701		
	ned by Each	9.	8,219,791 Sole Dispositive Power		
	porting	э.	Sole Dishositive I ower		
P	erson		0		
'	With	10.	Shared Dispositive Power		
4. 1			8,219,791		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person				
	8,219,791				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Represented by Amount in Row (11)				
14.	7.6%	f Rope	orting Person (See Instructions)		
14.	туре о	ı icebi	ormig 1 erson (See monachons)		
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1.	Names of Reporting Persons.					
		Flagship Pioneering Fund VII, L.P.				
2.	Check (a) □		ppropriate Box if a Member of a Group (See Instructions) o) ⊠			
	(a) L	(1				
3.	SEC U	se On	ly			
4.	Source	of Fu	ands (See Instructions)			
	WC					
5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.		ishin (or Place of Organization			
0.		_	A Time of Organization			
	Delaw					
		7.	Sole Voting Power			
Nu	mber of		0			
Shares		8.	Shared Voting Power			
Beneficially Owned by			13,698,630			
]	Each	9.	Sole Dispositive Power			
Reporting Person						
Person With		10.	0 Shared Dispositive Power			
		10.	Shaled Dispositive Fower			
			13,698,630			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person					
	13,698,630					
12.						
13.						
14.	12.7%	f Ran	orting Person (See Instructions)			
14.	Type of Reporting Person (See Instructions)					
	PN					

1.	Names of Reporting Persons.					
		Flagship Pioneering Fund VII General Partner LLC				
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) ⊠					
		`				
3.	SEC U	se On	lly			
4.	Source	of Fu	ands (See Instructions)			
	AF					
5.		if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizer	ıship (or Place of Organization			
	Delaw	aro				
	Delaw	7.	Sole Voting Power			
	mber of	8.	0 Shared Voting Power			
Shares Beneficially		0.	Shared Volling Fower			
Owned by			13,698,630			
	Each porting	9.	Sole Dispositive Power			
Person			0			
,	With	10.	Shared Dispositive Power			
			13,698,630			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person					
	13,698,630					
12.						
13.	Percent of Class Represented by Amount in Row (11)					
	12.7%					
14.			orting Person (See Instructions)			
	00					

 Names of Reporting Persons. Noubar B. Afeyan, Ph.D. Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) ⊠ SEC Use Only 				
Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) ☒ SEC Use Only				
(a) □ (b) ⊠ 3. SEC Use Only				
3. SEC Use Only				
4 Course of Funds (See Instructions)				
1 A Course of Funds (Coe Instructions)				
4. Source of Funds (See Instructions)				
AF				
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
5. Check it Disclosure of Legal Proceedings is Kequired Pulsualit to Items 2(u) of 2(e)				
6. Citizenship or Place of Organization				
United States of America				
7. Sole Voting Power				
Number of 0				
Shares 8. Shared Voting Power				
Beneficially Owned by 50,427,328				
Each 9. Sole Dispositive Power				
Reporting Reporting				
Person 0				
With 10. Shared Dispositive Power				
50,427,328				
11. Aggregate Amount Beneficially Owned by Each Reporting Person	Aggregate Amount Beneficially Owned by Each Reporting Person			
F0 427 220				
50,427,328 Charly if the Aggregate Aggregate in Proceeding Proceeding Sharper (See Francisco)				
. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
	Percent of Class Represented by Amount in Row (11)			
13. Percent of Class Represented by Amount in Row (11) 46.7%				
13. Percent of Class Represented by Amount in Row (11)				
13. Percent of Class Represented by Amount in Row (11) 46.7%				

Item 1. Security and Issuer

This Amendment No. 3 (this "Amendment") amends and supplements the Schedule 13D (the "Schedule 13D") filed by the Reporting Persons (as defined below) on May 21, 2018, as amended, with respect to the shares of common stock, \$0.001 par value per share ("Common Stock"), of Evelo Biosciences, Inc. (the "Company" or the "Issuer"). Except as specifically provided herein, this Amendment does not modify any of the information previously reported in the Schedule 13D.

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and restated as follows:

This Schedule 13D is being filed by the following persons (each a "Reporting Person"):

- i. Flagship VentureLabs IV LLC, a Delaware limited liability company ("VentureLabs IV"). The manager of VentureLabs IV is Flagship Ventures Fund IV, L.P., a Delaware limited partnership ("Flagship Fund IV").
- ii. Flagship Fund IV. The general partner of Flagship Fund IV is Flagship Ventures Fund IV General Partner LLC ("Flagship Fund IV GP").
- iii. Flagship Ventures Fund IV-Rx, L.P., a Delaware limited partnership ("<u>Flagship Fund IV-Rx</u>," and together with VentureLabs IV and Flagship Fund IV, the "<u>Flagship Fund IV Funds</u>"). Flagship Fund IV GP is the general partner of Flagship Fund IV-Rx.
- iv. Flagship Fund IV GP. Noubar B. Afeyan, Ph.D. ("Dr. Afeyan") is the sole manager of Flagship Fund IV GP.
- v. Flagship VentureLabs V, LLC, a Delaware limited liability company ("<u>VentureLabs V</u>"). The manager of VentureLabs V is Flagship VentureLabs V Manager LLC, a Delaware limited liability company ("<u>VentureLabs V Manager</u>").
- vi. VentureLabs V Manager. The manager of VentureLabs V Manager is Flagship Pioneering, Inc. ("Flagship Pioneering"), a Delaware corporation.
- vii. Flagship Pioneering. Dr. Afeyan is the Chief Executive Officer, director and sole stockholder of Flagship Pioneering.
- viii. Flagship Ventures Fund V, L.P., a Delaware limited partnership ("Flagship Fund V") The general partner of Flagship Fund V is Flagship Ventures Fund V General Partner LLC, a Delaware limited liability company ("Flagship Fund V GP").
- ix. Flagship V VentureLabs Rx Fund, L.P., a Delaware limited partnership ("<u>VentureLabs Rx V</u>"). Flagship Fund V GP is the general partner of VentureLabs Rx V.
- x. Nutritional Health Side Fund, L.P., a Delaware limited partnership ("<u>Nutritional Health Side Fund</u>"). Flagship Fund V GP is the general partner of Nutritional Health Side Fund.
- xi. Nutritional Health Disruptive Innovation Fund, L.P., a Delaware limited partnership ("Nutritional Innovation Fund," and together with Flagship Fund V, VentureLabs Rx V and Nutritional Health Side Fund, the "Flagship Fund V Funds"). Flagship Fund V GP is the general partner of Nutritional Innovation Fund.
- xii. Flagship Fund V GP. Dr. Afeyan is the managing member of Flagship Fund V GP.
- xiii. Flagship Ventures Opportunities Fund I, L.P., a Delaware limited partnership ("<u>Flagship Opportunities I</u>"). The general partner of Flagship Opportunities I is Flagship Ventures Opportunities Fund I General Partner LLC, a Delaware limited liability company ("<u>Flagship Opportunities GP</u>").
- xiv. Flagship Opportunities GP. Dr. Afeyan is the managing member of Flagship Opportunities GP.
- xv. Nutritional Health LTP Fund, L.P., a Delaware limited partnership ("<u>Nutritional LTP</u>,"). The general partner of Nutritional LTP is Nutritional Health LTP General Partner LLC, a Delaware limited liability company ("Nutritional LTP GP").
- xvi. Nutritional LTP GP. Dr. Afeyan is the sole member and manager of Nutritional LTP GP.
- xvii. Flagship Pioneering Fund VII, L.P., a Delaware limited partnership ("<u>Flagship Fund VII</u>" and together with the Flagship Fund IV Funds, VentureLabs V, the Flagship Fund V Funds, Flagship Opportunities I and Nutritional LTP, the "<u>Flagship Funds</u>"). The general partner of Flagship Fund VII is Flagship Pioneering Fund VII General Partner LLC, a Delaware limited liability company ("<u>Flagship Fund VII GP</u>").
- xviii. Flagship Fund VII GP. The manager of Flagship Fund VII GP is Flagship Pioneering.
- xix. Dr. Afeyan, a citizen of the United States of America.

The principal business of each Reporting Person is the venture capital investment business. The principal business address of each Reporting Person is 55 Cambridge Parkway, Suite 800E, Cambridge, Massachusetts 02142.

During the last five years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

During the last five years, none of the Reporting Persons has been party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding were or are subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 4. Purpose of Transaction

Item 4 is hereby amended to include the following:

On May 27, 2022, the Flagship Funds purchased an aggregate of 27,397,259 shares of the Issuer's Common Stock in a registered direct offering (the "May 2022 Offering") for a purchase price of \$1.46 per share, as set forth in the table below.

Purchaser (Reporting Person)	Number of Shares
Flagship Fund IV	4,383,561
Flagship Fund IV-Rx	1,095,890
Flagship Opportunities I	1,369,863
Nutritional Health LTP	6,849,315
Flagship Fund VII	13,698,630

In connection with the May 2022 Offering, the Company entered into a letter agreement with Flagship Pioneering, to permit a designee of Flagship Pioneering to, subject to certain customary exceptions, be present as an observer at meetings of the board of directors of the Company and committees thereof and to receive materials provided to directors at such meetings, for a term of up to 24 months. As a condition to such observer rights, such designee is required to enter into a mutually agreed non-disclosure agreement.

Item 5. Interest in Securities of the Issuer

Item 5(a)-(b) is hereby amended and restated as follows:

(a)-(b) The information set forth in rows 7 through 13 of the cover pages to this Schedule 13D is incorporated by reference. The percentage set forth in row 13 is based on 107,894,547 outstanding shares of Common Stock immediately following the Issuer's May 2022 Offering, as reported in the Issuer's Form 424(b)(5) prospectus, as filed with the Securities and Exchange Commission on May 25, 2022.

VentureLabs IV, Flagship Fund IV, and Flagship Fund IV-Rx directly hold 684,372 shares, 7,590,873 shares and 1,887,419 shares of Common Stock, respectively. Flagship Fund IV, as the manager of VentureLabs IV, may be deemed to beneficially own the shares directly held by VentureLabs IV. Flagship Fund IV GP, as the general partner of Flagship Fund IV and Flagship Fund IV-Rx, may be deemed to beneficially own the shares directly held by the Flagship Fund IV Funds.

VentureLabs V directly holds 2,645,637 shares of Common Stock. VentureLabs V Manager, as the manager of VentureLabs V, and Flagship Pioneering, as the manager of VentureLabs V Manager, may be deemed to beneficially own the shares directly held by VentureLabs V.

Flagship Fund V, VentureLabs Rx V, Nutritional Health Side Fund, and Nutritional Innovation Fund directly hold 4,201,284 shares, 1,609,871 shares, 795,950 shares, and 3,598,177 shares of Common Stock, respectively. Flagship Fund V GP, as the general partner of the Flagship Fund V Funds, may be deemed to beneficially own the shares directly held by the Flagship Fund V Funds.

Flagship Opportunities I directly holds 5,495,324 shares of Common Stock. Flagship Opportunities GP, as the general partner of Flagship Opportunities I, may be deemed to beneficially own the shares directly held by Flagship Opportunities I.

Nutritional LTP directly holds 8,219,791 shares of Common Stock. Nutritional LTP GP, as the general partner of Nutritional LTP, may be deemed to beneficially own the shares directly held by Nutritional LTP.

Flagship Fund VII directly holds 13,698,630 shares of Common Stock. Flagship Fund VII GP, as the general partner of Flagship Fund VII, and Flagship Pioneering, as the manager of Flagship Fund VII GP, may be deemed to beneficially hold the shares held directly by Flagship Fund VII.

Dr. Afeyan, as the sole manager of Flagship Fund IV GP, Flagship Fund V GP, Flagship Opportunities GP, Nutritional LTP GP and as the Chief Executive Officer, director and sole stockholder of Flagship Pioneering, may be deemed to beneficially own the shares directly held by the Flagship Funds.

Item 5(c) is hereby amended to include the following:

(c) On May 27, 2022, the Flagship Funds purchased an aggregate of 27,397,259 shares of the Issuer's Common Stock in connection with the May 2022 Offering, as described in Item 3 above. The purchase price was \$1.46 per share.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Item 6 is hereby amended to include the following:

Securities Purchase Agreement

In connection with the May 2022 Offering, the Company entered into a securities purchase agreement (the "<u>Purchase Agreement</u>") with the purchasers named therein, including certain of the Reporting Persons (collectively, the "<u>Purchasers</u>"). Pursuant to the Purchase Agreement, the Company agreed to issue and sell in a registered direct offering an aggregate of 54,246,358 shares of Common Stock at a purchase price of \$1.46 per share pursuant to an effective shelf registration statement on Form S-3 (Registration No. 333-259005) and a related prospectus supplement filed with the Securities and Exchange Commission.

The Purchase Agreement contains customary representations, warranties and agreements by the Company, customary conditions to closing, indemnification obligations of the Company and the Purchasers, including for liabilities under the Securities Act of 1933, as amended, other obligations of the parties and termination provisions.

The information set forth in Item 4 above is incorporated by reference in its entirety into this Item 6.

The foregoing description of the Purchase Agreement is not complete and is qualified in its entirety by reference to the full text of the Purchase Agreement, a copy of which is filed as Exhibit 99.2 and is incorporated by reference herein.

Item 7. Material to be Filed as Exhibits

- Exhibit 99.1 Joint Filing Agreement (filed herewith)
- Exhibit 99.2 Securities Purchase Agreement (incorporated by reference to Exhibit 1.1 of the Issuer's Current Report on Form 8-K, as filed with the Securities and Exchange Commission on May 25, 2022).

SIGNATURES

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.

Dated: June 1, 2022

FLAGSHIP VENTURELABS IV LLC

By: Flagship Ventures Fund IV, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV-RX, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV GENERAL PARTNER

LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURELABS V LLC

By: Flagship VentureLabs V Manager LLC

By: Flagship Pioneering, Inc.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP VENTURELABS V MANAGER LLC

By: Flagship Pioneering, Inc.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP VENTURES FUND V, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP V VENTURLABS RX FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH SIDE FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH DISRUPTIVE INNOVATION

FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND V GENERAL PARTNER LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES OPPORTUNITIES FUND I, L.P.

By: Flagship Ventures Opportunities Fund I General

Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES OPPORTUNITIES FUND I GENERAL PARTNER LLC

/s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH LTP FUND, L.P.

Nutritional Health LTP Fund General Partner LLC By:

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH LTP FUND GENERAL PARTNER LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP PIONEERING FUND VII, L.P.

Flagship Pioneering Fund VII General Partner LLC By:

By: Flagship Pioneering, Inc.

/s/ Noubar B. Afeyan, Ph.D. By:

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP PIONEERING FUND VII GENERAL PARTNER LLC

Flagship Pioneering, Inc. By:

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP PIONEERING, INC.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.
Title: Chief Executive Officer

/s/ Noubar B. Afeyan, Ph.D.

NOUBAR B. AFEYAN, PH.D.

JOINT FILING AGREEMENT

The persons below hereby agree that the Schedule 13D to which this agreement is attached as an exhibit, as well as all future amendments to such Schedule 13D, shall be filed jointly on behalf of each of them. This agreement is intended to satisfy the requirements of Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934.

Dated: June 1, 2022

FLAGSHIP VENTURELABS IV LLC

By: Flagship Ventures Fund IV, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV-RX, L.P.

By: Flagship Ventures Fund IV General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND IV GENERAL PARTNER

LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURELABS V LLC

By: Flagship VentureLabs V Manager LLC

By: Flagship Pioneering, Inc.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP VENTURELABS V MANAGER LLC

By: Flagship Pioneering, Inc.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP VENTURES FUND V, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP V VENTURLABS RX FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH SIDE FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH DISRUPTIVE INNOVATION

FUND, L.P.

By: Flagship Ventures Fund V General Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES FUND V GENERAL PARTNER LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES OPPORTUNITIES FUND I, L.P.

By: Flagship Ventures Opportunities Fund I General

Partner LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP VENTURES OPPORTUNITIES FUND I GENERAL PARTNER LLC

/s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH LTP FUND, L.P.

Nutritional Health LTP Fund General Partner LLC By:

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

NUTRITIONAL HEALTH LTP FUND GENERAL

PARTNER LLC

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.

Title: Manager

FLAGSHIP PIONEERING FUND VII, L.P.

Flagship Pioneering Fund VII General Partner LLC By:

By: Flagship Pioneering, Inc.

/s/ Noubar B. Afeyan, Ph.D. By:

Name: Noubar B. Afeyan, Ph.D. Title: Chief Executive Officer

FLAGSHIP PIONEERING FUND VII GENERAL PARTNER LLC

By: Flagship Pioneering, Inc.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.
Title: Chief Executive Officer

FLAGSHIP PIONEERING, INC.

By: /s/ Noubar B. Afeyan, Ph.D.

Name: Noubar B. Afeyan, Ph.D.
Title: Chief Executive Officer

/s/ Noubar B. Afeyan, Ph.D.

NOUBAR B. AFEYAN, PH.D.