(City)

(State)

(First)

55 CAMBRIDGE PARKWAY, SUITE 800E

1. Name and Address of Reporting Person\* Flagship Ventures Fund IV, L.P.

(Zip)

(Middle)

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

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

						01 0	Conc	311 30(11) (	JI LIIC	IIIVCStii	iiciii C	ompany Act o	1 1340									
1. Name and Address of Reporting Person* <u>Flagship Ventures Fund IV General</u> Partner LLC				2. Issuer Name <b>and</b> Ticker or Trading Symbol Axcella Health Inc. [ AXLA ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director									
rauner LLC				3. D	Date of Earliest Transaction (Month/Day/Year)									Officer (give title Other (specify below) below)								
					05/18/2020																	
C/O FLA	AGSHIP PI	ONE	ERING INC	2.																		
55 CAMBRIDGE PARKWAY, SUITE 800E				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)																	
(Street) CAMBRIDGE MA 02142					Form filed by One Reporting Person  X Form filed by More than One Reporting Person																	
(City)	(S	tate)	(Z	ip)																		
			Table	I - N	on-Deriva	tive	Sec	curities	A C	quire	d, Di	sposed of	, or B	enef	icial	ly Own	ed					
Date			2. Transaction Date (Month/Day/	Year)   Execut		ıy	cution Date,		ection (Instr.	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5)				s ally following	Form	nership : Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership					
										Code	v	Amount	(A) or (D)	Pric	Trancac		ion(s)	$\perp$		(Instr. 4)		
Common	Stock				05/18/20	20				P		1,520,000	A	\$4	4.75 4,80		8,780		I	See Footnote <sup>(1)</sup>		
Common Stock			05/18/20	20				P		380,000	A	\$4	\$4.75 1,050		6,752		I	See Footnote <sup>(2)</sup>				
Common Stock			05/18/20	20			P		1,900,000	A	\$4	\$4.75 2,88		6,023		I	See Footnote <sup>(3)</sup>					
Common Stock										2,03		5,830 I		I	See Footnote <sup>(4)</sup>							
Common Stock											1,76		51,029		I	See Footnote <sup>(5)</sup>						
			Tab	ole II	- Derivati (e.g., pu	ve S its, c	ecu alls	ırities . s, warr	Acq ants	uired, , opti	, Dis ons,	posed of, o	or Be le sec	nefic curiti	ially es)	Owne	d					
Derivative Conversion Date Security Or Exercise (Month/Day/Year) if ar		Exec if any			Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ation I	rcisable and Date //Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4)		S (1	s. Price of Derivative Security Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reported Transact (Instr. 4)	ve es Form: ally Direct or India ng (I) (Inst		Beneficia Ownershi ct (Instr. 4)				
						Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amou or Numb of Share	er							
			orting Person* und IV Ge	ener	al Partnei	1																
			) ERING INC WAY, SUIT	2.	лiddle)		_															
(Street)	IDGE	MA		0	2142																	

(Street) CAMBRIDGE	MA	02142						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  Flagship Ventures Fund IV-Rx, L.P.								
(Last) 55 CAMBRIDGE	(First) PARKWAY, SUITE	(Middle) 800E						
(Street) CAMBRIDGE	MA	02142						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* Flagship Ventures Opportunities Fund I General Partner LLC								
(Last) 55 CAMBRIDGE	(First) PARKWAY, SUITE	(Middle) 800E						
(Street) CAMBRIDGE	MA	02142						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  Flagship Ventures Opportunities Fund I, L.P.								
(Last) 55 CAMBRIDGE	(First) PARKWAY, SUITE	(Middle) 800E						
(Street) CAMBRIDGE	MA	02142						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>AFEYAN NOUBAR</u>								
(Last) 55 CAMBRIDGE	(First) PARKWAY, SUITE	(Middle) 800E						
(Street) CAMBRIDGE	MA	02142						
(City)	(State)	(Zip)						

## Explanation of Responses:

- 1. Shares held by Flagship Ventures Fund IV, L.P. ("Flagship Fund IV"). Flagship Fund IV"). Flagship Fund IV General Partner LLC ("Flagship Fund IV GP") is the general partner of Flagship Fund IV. Noubar B. Afeyan, Ph.D. is the sole manager of Flagship Fund IV GP. Each of the reporting persons except for Flagship Fund IV disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein. Edwin M. Kania, Jr. is retired both from Flagship Pioneering, Inc. and as a manager of Flagship Fund IV GP.
- 2. Shares held by Flagship Ventures Fund IV-Rx, L.P. ("Flagship Fund IV-Rx"). Flagship Fund IV GP is the general partner of Flagship Fund IV-Rx. Noubar B. Afeyan, Ph.D. is the sole manager of Flagship Fund IV GP. Each of the reporting persons except for Flagship Fund IV-Rx disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein.
- 3. Shares held by Flagship Ventures Opportunities Fund I, L.P. ("Flagship Opportunities I"). Flagship Ventures Opportunities Fund I General Partner LLC ("Flagship Opportunities GP") is the general partner of Flagship Opportunities I. Noubar B. Afeyan, Ph.D. is the sole manager of Flagship Opportunities. Each of the reporting persons except for Flagship Opportunities I disclaims beneficial ownership of the shares except to the extent of his or its pecuniary interest therein.
- 4. Shares held by Flagship VentureLabs IV, LLC ("VentureLabs IV"). Flagship Fund IV is a member of VentureLabs IV and also serves as its manager. Flagship Fund IV GP is the general partner of Flagship Fund IV. Noubar B. Afeyan, Ph.D. is the sole manager of Flagship Fund IV GP. Each of the reporting persons except for VentureLabs IV disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein.
- 5. Shares held by Flagship Ventures Fund 2007, L.P. ("Flagship Fund 2007"). Flagship Ventures 2007 General Partner LLC ("Fund 2007 GP") is the general partner of Flagship Fund 2007. Noubar B. Afeyan, Ph.D. is the sole manager of Fund 2007 GP. Each of the reporting persons except for Flagship Fund 2007 disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein. Edwin M. Kania, Jr. is retired both from Flagship Pioneering, Inc. and as a manager of Fund 2007 GP.

## Remarks:

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,
its general partner, 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, its general partner, By: /s/ Noubar B.

Afeyan, Ph.D., Name: Noubar

B. Afeyan, Ph.D., Title:

Manager

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, L.P. By:

Flagship Ventures

Opportunities Fund I General

Partner LLC, its general 05/20/2020

partner, By: /s/ Noubar B.

Afeyan, Ph.D., Name: Noubar

B. Afeyan, Ph.D., Title:

Manager

Noubar B. Afeyan, Ph.D. By:

05/20/2020

05/20/2020

05/2<u>0/2020</u>

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

\*\* Signature of Reporting Person Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

 $Persons \ who \ respond \ to \ the \ collection \ of \ information \ contained \ in \ this \ form \ are \ not \ required \ to \ respond \ unless \ the \ form \ displays \ a \ currently \ valid \ OMB \ Number.$ 

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).