

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Invus Public Equities, L.P.</u> (Last) (First) (Middle) 750 LEXINGTON AVENUE 30TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Generation Bio Co. [GBIO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/16/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		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	06/16/2020		C		2,014,191	A	(1)(2)	2,014,191	D(3)(4)	
Common Stock	06/16/2020		P		800,000	A	\$19	2,814,191	D(3)(4)	

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	Amount or Number of Shares				
Series B Preferred Stock	(1)	06/16/2020		C			2,186,820	(1)	(1)	Common Stock	1,406,664	\$0.00	0	D(3)(4)	
Series C Preferred Stock	(2)	06/16/2020		C			1,073,076	(2)	(2)	Common Stock	607,527	\$0.00	0	D(3)(4)	

1. Name and Address of Reporting Person*
Invus Public Equities, L.P.
 (Last) (First) (Middle)
 750 LEXINGTON AVENUE 30TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Minne Pascal
 (Last) (First) (Middle)
 8 CLOS DU BOCAGE, B-1332 GENVAL, BELGIUM
 (Street)
 CITIZENSHIP: BELGIUM C9
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Artal International S.C.A.
 (Last) (First) (Middle)
 VALLEY PARK, 44, RUE DE LA VALLEE
 (Street)
 LUXEMBOURG N4 L-2661
 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Artal International Management S.A.		
(Last)	(First)	(Middle)
VALLEY PARK, 44, RUE DE LA VALLEE		
(Street)		
LUXEMBOURG	N4	L-2661
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Artal Group S.A.		
(Last)	(First)	(Middle)
VALLEY PARK, 44, RUE DE LA VALLEE		
(Street)		
LUXEMBOURG	N4	L-2661
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Westend S.A.		
(Last)	(First)	(Middle)
VALLEY PARK, 44, RUE DE LA VALLEE		
(Street)		
LUXEMBOURG	N4	L-2661
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Stichting Administratiekantoor Westend		
(Last)	(First)	(Middle)
CLAUDE DEBUSSYLAAN, 46 1082 MD AMSTERDAM		
(Street)		
THE NETHERLANDS	P7	
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Artal Treasury Ltd		
(Last)	(First)	(Middle)
P.O. BOX 165 SUITE 4, BOROUGH HOUSE, RUE DU PRE		
(Street)		
ST. PETER PORT		GY1 3JJ
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Invus Public Equities Advisors, LLC		
(Last)	(First)	(Middle)
750 LEXINGTON AVENUE, 30TH FLOOR		
(Street)		
NEW YORK	NY	10022
(City)	(State)	(Zip)

Explanation of Responses:

- On June 16, 2020, the Series B Preferred Stock automatically converted into Common Stock on approximately a 1.5546-for-one basis (when rounded to the nearest ten-thousandth) without payment of further consideration upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.
- On June 16, 2020, the Series C Preferred Stock automatically converted into Common Stock on a 1.7663-for-one basis without payment of further consideration upon closing of the initial public offering of the Issuer's common stock. The shares had no expiration date.
- The shares are held directly by Invus Public Equities, L.P. The general partner of Invus Public Equities, L.P. is Invus Public Equities Advisors, LLC. Artal Treasury Ltd is the managing member of Invus Public

Equities Advisors, LLC. Artal Treasury Ltd is a wholly owned subsidiary of the Geneva branch of Artal International S.C.A. The managing partner of Artal International S.C.A. is Artal International Management S.A., both of which are wholly owned subsidiaries of Artal Group S.A., which is a wholly owned subsidiary of Westend S.A., which is a wholly owned subsidiary of Stichting Administratiekantoor Westend (the "Stichting"). Mr. Pascal Minne is the sole member of the board of the Stichting.

4. (Continued from footnote 3) Each of the Reporting Persons, other than Invus Public Equities L.P., disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such reporting person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Exchange Act, each of the reporting persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 of the Exchange Act or for any other purpose.

Remarks:

<u>/s/ Invus Public Equities, L.P., By: Invus Public Equities Advisors, LLC, its General Partner, By: Raymond Debbane, President, /s/ Raymond Debbane</u>	<u>06/18/2020</u>
<u>/s/ Invus Public Equities Advisors, LLC, By: Raymond Debbane, President, /s/ Raymond Debbane</u>	<u>06/18/2020</u>
<u>/s/ Artal Treasury Ltd, By: Keith Le Poidevin, Director, /s/ Keith Le Poidevin</u>	<u>06/18/2020</u>
<u>/s/ Artal International S.C.A., By: Artal International Management S.A., its Managing Partner, By: Anne Goffard, Managing Director, /s/ Anne Goffard</u>	<u>06/18/2020</u>
<u>/s/ Artal International Management S.A., By: Anne Goffard, Managing Director, /s/ Anne Goffard</u>	<u>06/18/2020</u>
<u>/s/ Artal Group S.A., By: Anne Goffard, Authorized Person, /s/ Anne Goffard</u>	<u>06/18/2020</u>
<u>/s/ Westend S.A., By: Pascal Minne, Director, /s/ Pascal Minne</u>	<u>06/18/2020</u>
<u>/s/ Stichting Administratiekantoor Westend, By: Pascal Minne, Sole Member of the Board, /s/ Pascal Minne</u>	<u>06/18/2020</u>
<u>/s/ Pascal Minne</u>	<u>06/18/2020</u>

** 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.