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).

1. Name and Address of Reporting Person*

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

5. Relationship of Reporting Person(s) to Issuer

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

2. Issuer Name and Ticker or Trading Symbol

1. Name and Add Rhodes Jas	Generation Bio Co. [GBIO] 3. Date of Earliest Transaction (Month/Day/Year) 06/21/2021							Check all applicable) X Director 10% Owner							
(Last) C/O GENERA 301 BINNEY								Officer (give title Other (specify below) below)							
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(Stat	e)	(Zip)								reisi	OII			
		Tab	e I - Non-Deriva	tive Securi	ities A	cquir	ed,	Disposed	of, or	Benefici	ally Own	ed			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea				2A. Deeme Execution if any (Month/Day	Date,	3. Transaction Code (Instr. 8)				d (A) or r. 3, 4 and 5)	Benefici Owned Followin	Following		Direct Ir B t (I) C	Nature of adirect eneficial wnership nstr. 4)
						Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	tion(s)			
Common Stoc	k		06/21/2021			S ⁽¹⁾		59,978(2)	D	\$24.82 ⁽³	155,	708(2)]	1 -	ee ootnote ⁽⁴⁾
Common Stoc	k		06/21/2021			S ⁽¹⁾		3,796(2)	D	\$25.12 ⁽⁵	151,	912 ⁽²⁾]		ee ootnote ⁽⁴⁾
Common Stoc	k		06/21/2021			S ⁽¹⁾		111 ⁽⁶⁾	D	\$24.82 ⁽³	89	7(6)]		ee ootnote ⁽⁷⁾
Common Stoc	k		06/21/2021			S ⁽¹⁾		7 ⁽⁶⁾	D	\$25.12 ⁽⁵	89	0(6)]	f	ee ootnote ⁽⁷⁾
Common Stoc	k		06/22/2021			S ⁽¹⁾		33,261 ⁽²⁾	D	\$24.76 ⁽⁸	3) 118,0	651 ⁽²⁾]	f	ee ootnote ⁽⁴⁾
Common Stoc	k		06/22/2021			S ⁽¹⁾		25,208(2)	D	\$25.2 ⁽⁹⁾	93,4	143 ⁽²⁾]	f	ee ootnote ⁽⁴⁾
Common Stoc	k		06/22/2021			S ⁽¹⁾		61 ⁽⁶⁾	D	\$24.76(8	82	9(6)]	f	ee ootnote ⁽⁷⁾
Common Stoc	k		06/22/2021			S ⁽¹⁾		47 ⁽⁶⁾	D	\$25.2 ⁽⁹⁾	78	2(6)]	f	ee ootnote ⁽⁷⁾
Common Stoc	k		06/23/2021			S ⁽¹⁾		34,162(2)	D	\$25.08(1)	⁰⁾ 59,2	281 ⁽²⁾]	f	ee ootnote ⁽⁴⁾
Common Stoc	k		06/23/2021			S ⁽¹⁾		28,331(2)	D	\$25.69(1	30,9)50 ⁽²⁾]	f	ee ootnote ⁽⁴⁾
Common Stoc	k		06/23/2021			S ⁽¹⁾		63(6)	D	\$25.08(1)	0) 71	9(6)]	f	ee ootnote ⁽⁷⁾
Common Stock		06/23/2021			S ⁽¹⁾		53(6)	D	\$25.69(1	1) 66	6(6)]	f	ee ootnote ⁽⁷⁾ ee	
Common Stock										8,11	1,939]	f	ootnote ⁽¹²⁾	
Common Stoc			•						6,937]		ootnote ⁽¹³⁾			
		Т	able II - Derivativ e.g., pu	ve Securiti ts, calls, w								d			
1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Yea		Execution Date, if any	Transaction Code (Instr. 8)	5. Number of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4	es Ex (Mo	piratio	Exercisable and on Date Day/Year)	Amo Seci Und Deri	tle and bunt of urities erlying vative urity (Instr. d 4)	8. Price of Derivative Security (Instr. 5) (Instr. 5) 9. Num derivat Securit General Securit General Securit Securit Securit Securit General Securit		ve ies ially ng ed ction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficia Ownersh (Instr. 4)	
					•										

		Tal	ole II - Derivat (e.g., pu					ired, Disp options, o			l or	,	d		
1. Title of	2.	3. Transaction	3A. Deemed	C ode		(5A)Nu	ın(D) r	6xDectis Elaker	is⊡adde and		e Salnadres	8. Price of	9. Number of	10.	11. Nature
ESepelantatio		e(\$Month/Day/Year)	Execution Date, if any (Month/Day/Year) ding plan dated Apri	Transa Code (8),202	Instr.		vative Irities Lired	(Month/Day/		Secu Unde Deriv	rities rlying	Derivative Security (Instr. 5)	Securities Beneficially	Form: Direct (D)	of Indirect Beneficial Ownership (Instr. 4)
general partn shares consti 3. The price i provide to the	ner, Atlas Ventu tuted only a cha reported in Col e Issuer, any se	are Associates X, L.P. ange in the form of the umn 4 is a weighted a ccurity holder of the I	ro rata distribution of ("AVA X LP"), subsole Reporting Persons average price. These suer, or the staff of the ball, (9), (10) and (11).	equent to ownersl shares w	the Re hip in si rere solo	pDisp of (D (Inst	9 Sed so Pres, the r. 3, 4 Hytiple t	ons' last Section e Reporting Per ransactions at p	16 filing reportsions were not prices ranging	or 3nand t require from \$	(4) ership of ed to report 24.08 to \$25	the Issuer's C the distribution 5.07 inclusive	Co Reported ock, A on Transagtion(s) - (Instr. 4) - The Reporting P	s the distributi ction 16. Persons underta	on of such - akes to
4. The shares are held directly by AVA X LP. Atlas Venture Associates X, LLC ("AVA X LLC") is the general partner of AVA X LP. The Reporting Person is a member of AVA X LLC and disclaims Section 16 beneficial ownership of such securities held by AVA X LP, except to the extent of his pecuniary interest therein, if any.															
5. The price i	reported in Col	umn 4 is a weighted	average price. These	shares w	ere sol	in mu	ıltiple t	ransactions at p	rices ranging	from \$	25 .089Unt 2	5.20 inclusive			-
6. The shares general partn	s reported herei ner, Atlas Ventu	n give effect to the pa re Associates Opport	ro rata distribution of unity I, LP ("AVAO I nge in the form of the	shares b LP"), sub	y Atlas osequen	Ventu	re Opp e Repoi	ortunity Fund I rti Dgt® ersons' la	, L.P. ("AVOF as Expiration 6	I") for filing r	n Narkbei on ep oi rting ow	al considerati	ion to its limited p e Issuer's Commo	n Stock. As the	2

- 7. The shares are held directly by AVAO LP. Atlas Venture Associates Opportunity I, LLC ("AVAO LLC") is the general partner of AVAO LP. The Reporting Person is a member of AVAO LLC and disclaims Section 16 beneficial ownership of such securities held by AVOF I, except to the extent of his pecuniary interest therein, if any.
- 8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.08 to \$25.07 inclusive.
- 9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.10 to \$25.285 inclusive.
- 10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.63 to \$25.62 inclusive.
- 11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.63 to \$25.95 inclusive.
- 12. These shares are held directly by Atlas Venture Fund X. The general partner of Atlas Venture Fund X is AVA X LP. AVA X LLC is the general partner of AVA X LP. The Reporting Person is a member of AVA X LLC and disclaims Section 16 beneficial ownership of the securities held by Atlas Venture Fund X, except to the extend if its pecuniary interest therein, if any.
- 13. The shares are owned directly by AVOF I. AVAO LP is the general partner of AVOF I. AVAO LLC is the general partner of AVAO LP. The Reporting Person is a member of AVAO LLC and disclaims Section 16 beneficial ownership of such securities held by AVOF I, except to the extent of his pecuniary interest therein, if any.

Remarks:

/s/ Ommer Chohan, Attorneyin-Fact 06/23/2021

** 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.