(City)

**BOSTON** 

(City)

(Last)

(State)

(First)

MA

(State)

(First)

1. Name and Address of Reporting Person\*

TRV GP III, LLC

29 NEWBURY STREET, 3RD FLOOR

1. Name and Address of Reporting Person\*

<u>Third Rock Ventures GP III, L.P.</u>

(Zip)

(Middle)

02116

(Zip)

(Middle)

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

vvasnington,	D.C. 2054

OMB APPROVAL										
	OMB Number:	3235-0287								
	Estimated average	burden								

0.5

hours per response:

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

											mpany Act of								
1. Name and Address of Reporting Person* <u>Third Rock Ventures III</u> , <u>L.P.</u>				2. Issuer Name and Ticker or Trading Symbol  Voyager Therapeutics, Inc. [ VYGR ]								ationship k all app Direc	,	ng Per	10% O	wner			
		rst) (I VENTURES, L REET, 3RD FLO				3. Date of Earliest Transaction (Month/Day/Year) 08/12/2022							Officer (give title Other (specify below)						
(Street)	N M.	<b>A</b> 0	2116		4. If <i>I</i>	Amen	idment,	Date of	of Origin	al File	d (Month/Da	y/Year	)	6. Indi	Form	r Joint/Grou I filed by On I filed by Mo on	e Rep	orting Pers	son
(City)	(St	ate) (2	Zip)																
		Table	I - No	n-Deriva	ative S	Secu	urities	Acc	uired	, Dis	posed of	, or E	Bene	ficially	y Own	ed			
			2. Transac Date (Month/Da			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		4 and Secu Bene Own		cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) (D)	or P	rice	Report Transa (Instr.	ted action(s) 3 and 4)			(Instr. 4)
Common	Stock			08/12/2	2022				S		348,007	D	\$	6.12(1)	6,0	43,169		D <sup>(2)</sup>	
Common	Stock			08/15/2	2022				S		135,808	D \$		6.04(3)	5,907,36			D <sup>(2)</sup>	
Common	Stock														3	6,701		D <sup>(4)</sup>	
		Tal	ble II								osed of, c				Owne	d			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	5. Number			cisable and	7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4)		8. De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y Owi For Dire or li (I) (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amor or Numl of Share	ber					
		Reporting Person*			,		,							·					,
	RD ROCK	(First) VENTURES, L REET, 3RD FLO	LC,	iddle)															
(Street)	NT.	MA	02	116															

29 NEWBURY	STREET, 3RD	LOOR						
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>TEPPER ROBERT I</u>								
(Last)	(First) (Middle)							
29 NEWBURY STREET, 3RD FLOOR								
(Street) BOSTON	MA	02116						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.00 to \$6.376, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (1).
- 2. These shares are directly held by Third Rock Ventures III, L.P. ("TRV III"). The general partner of TRV III is Third Rock Ventures GP III, L.P. ("TRV GP III"). The general partner of TRV GP III is TRV GP III, L.P. ("TRV GP III LLC, and Tepper disclaims beneficial ownership of the shares except to the extent of its or his pecuniary interest therein, if any, and this report shall not be deemed an admission that it or he is the beneficial owner of such shares.
- 3. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.00 to \$6.16, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3).
- 4. The shares are directly held by Tepper.

## Remarks:

/s/ Kevin Gillis, Chief Operating Officer of TRV GP III, LLC, general partner of 08/16/2022 Third Rock Ventures GP III, L.P., general partner of Third Rock Ventures III, L.P. /s/ Kevin Gillis, Chief Operating Officer of TRV GP 08/16/2022 III, LLC, general partner of Third Rock Ventures GP III, <u>L.P</u>. /s/ Kevin Gillis, Chief Operating Officer of TRV GP 08/16/2022 III, LLC /s/ Kevin Gillis, by power of 08/16/2022 attorney for Dr. Robert Tepper \*\* Signature of Reporting Person

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.