

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

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* <u>Third Rock Ventures III, L.P.</u> <hr/> (Last) (First) (Middle) <u>C/O THIRD ROCK VENTURES, LLC</u> <u>29 NEWBURY STREET, 3RD FLOOR</u> <hr/> (Street) <u>BOSTON MA 02116</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Voyager Therapeutics, Inc. [ VYGR ]</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) <u>11/16/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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	11/16/2015		C		10,588,235	A	(1)	11,061,176	D(2)	

**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				
Series A Preferred Stock	(1)	11/16/2015		C		45,000,000	(1)	(1)	Common Stock	10,588,235(1)	\$0	0	D(2)	

1. Name and Address of Reporting Person\*  
Third Rock Ventures III, L.P.  


---

 (Last) (First) (Middle)  
C/O THIRD ROCK VENTURES, LLC  
29 NEWBURY STREET, 3RD FLOOR  


---

 (Street)  
BOSTON MA 02116  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Third Rock Ventures GP III, L.P.  


---

 (Last) (First) (Middle)  
29 NEWBURY STREET, 3RD FLOOR  


---

 (Street)  
BOSTON MA 02116  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
TRV GP III, LLC  


---

 (Last) (First) (Middle)  
29 NEWBURY STREET, 3RD FLOOR  


---

 (Street)  
BOSTON MA 02116  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

STARR KEVIN P

(Last) (First) (Middle)

29 NEWBURY STREET, 3RD FLOOR

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

TEPPER ROBERT I

(Last) (First) (Middle)

29 NEWBURY STREET, 3RD FLOOR

(Street)

BOSTON MA 02116

(City) (State) (Zip)

**Explanation of Responses:**

1. The aggregate number of shares of Issuer's Preferred Stock held by the Reporting Person converted into Common Stock immediately prior to the closing of the Issuer's initial public offering and has no expiration date. These shares converted into Common Stock on a 1-for-4.25 basis.
2. The shares are directly held by Third Rock Ventures III, L.P. ("TRV"). The general partner of TRV is Third Rock Ventures GP III, L.P. ("TRV GP"). The general partner of TRV GP is TRV GP III, LLC ("TRV GP LLC"). The individual managers of TRV GP LLC are Mark Levin ("Levin"), Kevin Starr ("Starr") and Dr. Robert Tepper ("Tepper") and, as such, each of TRV GP, TRV GP LLC, Levin, Starr and Tepper exercises shared voting and investment power over the shares held of record by TRV. Each of the Reporting Persons disclaims beneficial ownership of the shares except to the extent of their pecuniary interest therein, if any.

**Remarks:**

/s/ Third Rock Ventures III, L.P.  
by Third Rock Ventures GP III,  
L.P. its general partner by TRV  
GP III, LLC its general partner 11/18/2015

/s/ Third Rock Ventures GP III,  
L.P. by TRV GP III, LLC its  
general partner 11/18/2015

/s/ TRV GP III, LLC 11/18/2015

/s/ Kevin Gillis by power of  
attorney for Kevin Starr 11/18/2015

/s/ Kevin Gillis by power of  
attorney for Dr. Robert Tepper 11/18/2015

\*\* 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.