

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

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

1. Name and Address of Reporting Person* <u>Atlas Venture Fund VII L P</u> (Last) (First) (Middle) 25 FIRST STREET, SUITE 303 (Street) CAMBRIDGE MA 02141 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ZAFGEN, INC. [ZFGN]</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) 03/24/2015	
		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	03/24/2015		j ⁽¹⁾		1,000,000	D	\$0 ⁽¹⁾	4,632,730	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)		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)					

1. Name and Address of Reporting Person*
Atlas Venture Fund VII L P
 (Last) (First) (Middle)
 25 FIRST STREET, SUITE 303
 (Street)
 CAMBRIDGE MA 02141
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Atlas Venture Associates VII, L.P.
 (Last) (First) (Middle)
 25 FIRST STREET, SUITE 303
 (Street)
 CAMBRIDGE MA 02141
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Atlas Venture Associates VII, Inc.
 (Last) (First) (Middle)
 25 FIRST STREET, SUITE 303
 (Street)
 CAMBRIDGE MA 02141
 (City) (State) (Zip)

(City)

(State)

(Zip)

Explanation of Responses:

1. On March 24, 2015, Atlas Venture Fund VII LP ("Atlas Venture") distributed in-kind, without consideration, all 1,000,000 shares of the Issuer's Common Stock, pro-rata, to its limited partners.
2. These shares were held directly by Atlas Venture. The general partner of Atlas Venture is Atlas Venture Associates VII, L.P. ("AVA VII LP"), and the general partner of AVA VII LP is Atlas Venture Associates VII, Inc. ("AVA VII Inc."). AVA VII LP and AVA VII Inc. disclaim beneficial ownership of such shares, except to the extent of a pecuniary interest, if any, therein.

By: Atlas Venture Fund VII LP,
By: Atlas Venture Associates
VII, L.P., its general partner, 03/26/2015
By: Atlas Venture Associates
VII, Inc., its general partner, /s/
Frank Castellucci, Secretary.

By: Atlas Venture Associates
VII, L.P., By: Atlas Venture
Associates VII, Inc., its general 03/26/2015
partner, /s/ Frank Castellucci,
Secretary.

By: Atlas Venture Associates
VII, Inc., /s/ Frank Castellucci, 03/26/2015
Secretary.

** 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.