SEC Form 4

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Peoples Oliver P	METABOLIX, INC. [MBLX]	

(Last) (First) (Middle)
C/O METABOLIX, INC.
21 ERIE STREET

3. Date of Earliest Transaction (Month/Day/Year)
08/22/2014

X Director   10% Owner
X Officer (give title below)   Other (specify below)

VP Research, CSO

(Street)
CAMBRIDGE MA 02139
(City) (State) (Zip)

4. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
☐ 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	08/22/2014		P		400,000[1][2]	A	[1]	766,288	D	
Common Stock								26,283	I	By 401k Plan[3]

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 Convertible Preferred Stock	[4]	08/22/2014		P		400[1][2]		[4]	[4]	Common Stock	400,000[4]	[1]	400	D	

Explanation of Responses:

1. The reported securities are included within 400,000 units of Issuer securities (the "Units") purchased by the reporting person for $0.50 per Unit pursuant to a Securities Purchase Agreement, dated August 4, 2014 by and among the Issuer and certain other qualified institutional and individual investors (the "Purchase Agreement").

2. Each Unit consists of one share of the Issuer's common stock, par value $0.01 per share ("Common Stock") and one one-thousandth (1/1,000) of a share of the Series B Preferred Stock.

3. Shares acquired as Company matching contributions under the Metabolix, Inc. 401(k) Plan.

4. Each share of Preferred Stock will automatically convert into 1,000 shares of Common Stock upon the effectiveness of the filing of an amendment to the Issuer's charter to increase the number of shares of the Issuer's authorized Common Stock to not less than 150,000,000.

/s/ Sarah P. Cecil, attorney-in-fact   08/26/2014

** 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.