# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

# Metabolix, Inc.

(Name of Issuer)

Common Stock, par value \$.01 per share (Title of Class of Securities)

**591018809** (CUSIP Number)

January 13, 2012 (Date of Event Which Requires Filing of This Statement)

□ Rule 13d-1(b)

☑ Rule 13d-1(c)
□ Rule 13d-1(d)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSII	P No.5910	)1880	9 13G	Page 2 of 6
(1)			orting person ication number (entity only)	
	Jack W.			
(2)	Check tl	he ap	propriate box if a member of a group	
	(a) 🗆			
	(b) ⊠			
(3)	SEC use	only		
(4)	Citizens	hip o	r place of organization	
	United S	States		
	•	(5)	Sole voting power	
Number of shares			3,124,876	
		(6)	Shared voting power	
	eficially ned by		1,915,819	
each reporting person with:		(7)		
			3,124,876	
		(8)	Shared dispositive power	
		` '		
(9)	Aggrega	ate an	1,915,819 nount beneficially owned by each reporting person	
(5)			rount beneficially owned by each reporting person	
(10)	5,040,695  10) Check if the aggregate amount in Row (9) excludes certain shares			
(10)	Check ii	ı uie a	iggregate amount in Row (9) excludes certain shares	
(11)	Percent	of cla	ass represented by amount in Row (9)	
	14.8%			
(12)	Type of	repor	rting person	
	IN			

CUSII	P No.5910	1880	9 13G	Page 3 of 6
(1)			orting person cation number (entity only)	
	Renate Schuler			
(2)	Check tl	he ap	propriate box if a member of a group	
	(a) 🗆			
	(b) ⊠			
(3) SEC use only				
(4)	Citizens	hip o	r place of organization	
	United S	States		
Number of shares beneficially owned by each reporting person with:		(5)	Sole voting power	
			50,600	
		(6)	Shared voting power	
			1,915,819	
		(7)	Sole dispositive power	
			50,600	
		(8)	Shared dispositive power	
		. ,	1,915,819	
(9)	Aggrega	ate an	nount beneficially owned by each reporting person	
(10)	1,966,419  O) Check if the aggregate amount in Row (9) excludes certain shares			
(10)		i uie c	iggregate amount in Now (3) excludes certain shales	
(1.1)				
(11)	Percent	of cla	ass represented by amount in Row (9)	
	5.8%			
(12)	Type of	repor	ting person	
	IN			

CUSII	P No.5910	1880	9 13G	Page 4 of 6
(1)			orting person ication number (entity only)	
	EIN 36-	4154		
(2)	Check tl	ne apj	propriate box if a member of a group	
	(a) 🗆			
	(b) ⊠			
(3)	SEC use	only		
(4)	Citizens	hip o	r place of organization	
	Illinois			
	l.	(5)	Sole voting power	
Nu	mber of		1,915,819	
shares beneficially owned by		(6)	Shared voting power	
			0	
	each	(7)	Sole dispositive power	
	porting erson		1,915,819	
with:		(8)	Shared dispositive power	
			0	
(9)	Aggrega	ite an	nount beneficially owned by each reporting person	
	1,915,81	19		
(10)			aggregate amount in Row (9) excludes certain shares	
(11)		of cla	ass represented by amount in Row (9)	
	5.6%			
(12)		repor	ting person	
	CO			
	30			

This Amendment No. 2 to Schedule 13G is filed to amend certain items of the Schedule 13G filed on September 28, 2011, as amended by the Schedule 13G/A (Amendment No. 1) filed on October 17, 2011. The amended items read as follows:

## Item 4. Ownership

## (a) Amount Beneficially Owned:

The 5,091,295 shares of the common stock of Metabolix, Inc. for which this schedule is filed consist of (i) 3,124,876 shares owned by Jack W. Schuler, (ii) 50,600 shares owned by Renate Schuler, Mr. Schuler's wife, and (iii) 1,915,819 shares owned by the Schuler Family Foundation, a tax-exempt private operating foundation of which Mr. Schuler and Mrs. Schuler are two of the three directors.

Mr. Schuler disclaims any beneficial interest in (i) the 50,600 shares owned by his wife and (ii) the 1,915,819 shares owned by the Schuler Family Foundation.

Mrs. Schuler disclaims any beneficial interest in the 1,915,819 shares owned by the Schuler Family Foundation.

#### (b) Percent of class:

14.9%

The percentages in this schedule were calculated on the basis of 34,113,882 shares outstanding, which is the number of shares outstanding as of October 26, 2011 as reported by Metabolix, Inc. in its quarterly report on Form 10-Q for the quarter ended September 30, 2011, which was filed on November 2, 2011

#### (c) Number of Shares as to Which Such Person has:

for Jack W. Schuler:

(i)	Sole power to vote or to direct the vote:	3,124,876
(ii)	Shared power to vote or direct the vote:	1,915,819*
(iii)	Sole power to dispose or to direct the disposition of:	3,124,876
(iv)	Shared power to dispose of to direct the disposition of:	1,915,819*

<sup>\*</sup> Mr. Schuler shares the voting and dispositive power in respect of the 1,915,819 shares owned by the Schuler Family Foundation, of which Mr. Schuler is one of three directors. The other two directors are Mr. Schuler's wife, Renate Schuler, and his adult daughter, Tanya Schuler.

CUSIP No. 591018809	13G	Page 6 of 6
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for Renate Schuler:

(i)	Sole power to vote or to direct the vote:	50,600
(ii)	Shared power to vote or direct the vote:	1,915,819*
(iii)	Sole power to dispose or to direct the disposition of:	50,600
(iv)	Shared power to dispose of to direct the disposition of:	1.915.819*

\* Mrs. Schuler shares the voting and dispositive power in respect of the 1,915,819 shares owned by the Schuler Family Foundation, of which Mrs. Schuler is one of three directors. The other two directors are Mrs. Schuler's husband, Jack W. Schuler, and her adult daughter, Tanya Schuler.

for the Schuler Family Foundation:

(1)	Sole power to vote or to direct the vote:	1,915,819
(ii)	Shared power to vote or direct the vote:	0
(iii)	Sole power to dispose or to direct the disposition of:	1,915,819
(iv)	Shared power to dispose of to direct the disposition of:	0

#### Item 10. Certification

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

## **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Dated: January 23, 2012.

/s/ JACK W. SCHULER

Jack W. Schuler

/s/ RENATE SCHULER

Renate Schuler

Schuler Family Foundation

Jack W. Schuler, Director

By /S/ JACK W. SCHULER