

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* <u>Schuler Family Foundation</u> (Last) (First) (Middle) <u>28161 NORTH KEITH DRIVE</u> (Street) <u>LAKE FOREST IL 60045</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>METABOLIX, INC. [MBLX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/19/2015</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	06/19/2015		P		1,664,840 ⁽¹⁾	A	\$3.32 ⁽¹⁾	9,784,143 ⁽²⁾⁽³⁾	D	

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					
Common Stock Warrants	\$3.98	06/19/2015		P		1,498,356 ⁽¹⁾		06/19/2015	06/19/2019	Common Stock	\$0.125	1,498,356	D	

Explanation of Responses:

- The reported securities are included within 1,664,840 units of Issuer securities (the "Units") purchased by Schuler Family Foundation for \$3.4325 per Unit pursuant to a Securities Purchase Agreement, dated June 15, 2015 by and among the Issuer, the reporting person and certain other qualified institutional and individual investors. Each Unit consists of one share of the Issuer's Common Stock, par value \$0.01 per share ("Common Stock") and and nine-tenths of a Common Stock warrant to purchase one share of Common Stock at an exercise price of \$3.98 per share (subject to adjustment in the event of stock splits, stock dividends, reclassifications and the like).
- The shares of Common Stock reported herein give effect to the 1-for-6 reverse stock split which became effective in accordance with the terms of the Certificate of Amendment to the Company's Amended and Restated Certificate of Incorporation filed with the Secretary of State of Delaware on May 26, 2015.
- The Schuler Family Foundation may be deemed to be a member of a "group" for purposes of Section 13(d) with Jack Schuler and his wife, Renate Schuler but disclaims Section 13(d) beneficial ownership over the securities held by Mr. Schuler and Mrs. Schuler.

Remarks:

Jack W. Schuler, attorney-in-fact 06/23/2015

** 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.

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