FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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|  |   |                          | 16(a) of the Securities Exchange of the Investment Company Act of 1          |  |                                    |   |  |  |  |
|--|---|--------------------------|--|--|------------------------------------|---|--|--|--|
| 1. Name and Address of Reporting Person*  Nashat Amir  | 2. Date of Event<br>Requiring Statement<br>(Month/Day/Year)<br>06/21/2016 |                          | 3. Issuer Name and Ticker or Trading Symbol SELECTA BIOSCIENCES INC [ SELB ] |  |                                    |   |  |  |  |
| (Last) (First) (Middle) C/O SELECTA BIOSCIENCES, INC.  |   |                          | Relationship of Reporting Pers (Check all applicable)     X Director X       | , ,  | (Mo                                | 5. If Amendment, Date of Original Filed (Month/Day/Year)  |  |  |  |
| 480 ARSENAL STREET, BUILDING ONE   |   |                          | Officer (give title below)   | Other (spe<br>below)   | App                                | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person |  |  |  |
| WATERTOWN MA 02472   |   |                          |  |  |                                    | Form filed by More than One<br>Reporting Person   |  |  |  |
| (City) (State) (Zip)   |   |                          |  |  |                                    |   |  |  |  |
|  | Table I - No  | n-Deriva                 | tive Securities Beneficial   | lly Owned  |                                    |   |  |  |  |
| 1. Title of Security (Instr. 4)  |   |                          | 2. Amount of Securities<br>Beneficially Owned (Instr. 4)                     | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  4. Nature of Indirect E (Instr. 5) |                                    | Beneficial Ownership  |  |  |  |
| Common Stock   |   |                          | 765  | I  | See                                | See Footnote <sup>(1)(2)</sup>  |  |  |  |
| Common Stock   |   |                          | 268  | I Se   |                                    | ee Footnote <sup>(3)(4)</sup>   |  |  |  |
| Common Stock   |   |                          | 392  | I  | See                                | ee Footnote <sup>(5)(6)</sup>   |  |  |  |
| Common Stock   |   |                          | 39,317   | I  | See                                | Footnote <sup>(7)(8)</sup>  |  |  |  |
| (6   |   |                          | re Securities Beneficially<br>ants, options, convertible                     |  | s)                                 |   |  |  |  |
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exercisable an<br>Expiration Date<br>(Month/Day/Year)             |                          | 3. Title and Amount of Securi<br>Underlying Derivative Securit               |  | 4.<br>Conversion<br>or Exercise    | cise Form:  | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5)  |  |  |
|  | Date<br>Exercisable   | Expiration<br>Date       | n Title  | Amount<br>or<br>Number<br>of<br>Shares   | Price of<br>Derivative<br>Security | Direct (D)<br>or Indirect<br>(I) (Instr. 5)   |  |  |  |
| Series A Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 6,494  | (9)                                | I   | See Footnote <sup>(1)(2)</sup>   |  |  |
| Series A Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 2,282  | (9)                                | I   | See Footnote <sup>(3)(4)</sup>   |  |  |
| Series A Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 3,332  | (9)                                | I   | See Footnote <sup>(5)(6)</sup>   |  |  |
| Series A Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 333,207  | (9)                                | I   | See Footnote <sup>(7)(8)</sup>   |  |  |
| Series B Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 11,875   | (9)                                | I   | See Footnote <sup>(1)(2)</sup>   |  |  |
| Series B Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 4,174  | (9)                                | I   | See Footnote <sup>(3)(4)</sup>   |  |  |
| Series B Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 6,093  | (9)                                | I   | See Footnote <sup>(5)(6)</sup>   |  |  |
| Series B Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 609,316  | (9)                                | I   | See Footnote <sup>(7)(8)</sup>   |  |  |
| Series C Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 4,420  | (9)                                | I   | See Footnote <sup>(1)(2)</sup>   |  |  |
| Series C Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 1,553  | (9)                                | I   | See Footnote <sup>(3)(4)</sup>   |  |  |
| Series C Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 2,267  | (9)                                | I   | See Footnote <sup>(5)(6)</sup>   |  |  |
| Series C Convertible Preferred Stock   | (9)   | (9)                      | Carrana Starla   |  | (9)                                |   | (7)(0)   |  |  |
| Series & Convertible Freience Stock  | (3)   | (3)                      | Common Stock   | 226,801  | (3)                                | I   | See Footnote <sup>(7)(8)</sup>   |  |  |
| Series D Convertible Preferred Stock   | (9)   | (9)                      | Common Stock  Common Stock   | 226,801<br>4,647   | (9)                                | I   | See Footnote <sup>(7)(8)</sup> See Footnote <sup>(1)(2)</sup>  |  |  |
|  | -   |                          | +  | _  |                                    | 1   |  |  |  |
| Series D Convertible Preferred Stock   | (9)   | (9)                      | Common Stock   | 4,647  | (9)                                | I   | See Footnote <sup>(1)(2)</sup>   |  |  |
| Series D Convertible Preferred Stock Series D Convertible Preferred Stock  | (9)   | (9)<br>(9)               | Common Stock Common Stock  | 4,647<br>1,632   | (9)                                | I   | See Footnote <sup>(1)(2)</sup> See Footnote <sup>(3)(4)</sup>  |  |  |
| Series D Convertible Preferred Stock Series D Convertible Preferred Stock Series D Convertible Preferred Stock   | (9)<br>(9)<br>(9)   | (9)<br>(9)<br>(9)        | Common Stock Common Stock Common Stock                                       | 4,647<br>1,632<br>2,384  | (9)                                | I<br>I  | See Footnote <sup>(1)(2)</sup> See Footnote <sup>(3)(4)</sup> See Footnote <sup>(5)(6)</sup>   |  |  |
| Series D Convertible Preferred Stock                                      | (9)<br>(9)<br>(9)<br>(9)  | (9)<br>(9)<br>(9)        | Common Stock Common Stock Common Stock Common Stock                          | 4,647<br>1,632<br>2,384<br>238,470   | (9)<br>(9)<br>(9)<br>(9)           | I<br>I<br>I   | See Footnote <sup>(1)(2)</sup> See Footnote <sup>(3)(4)</sup> See Footnote <sup>(5)(6)</sup> See Footnote <sup>(7)(8)</sup>                                |  |  |
| Series D Convertible Preferred Stock Series E Convertible Preferred Stock | (9)<br>(9)<br>(9)<br>(9)  | (9)<br>(9)<br>(9)<br>(9) | Common Stock Common Stock Common Stock Common Stock Common Stock             | 4,647<br>1,632<br>2,384<br>238,470<br>3,078  | (9)<br>(9)<br>(9)<br>(9)           | I<br>I<br>I   | See Footnote <sup>(1)(2)</sup> See Footnote <sup>(3)(4)</sup> See Footnote <sup>(5)(6)</sup> See Footnote <sup>(7)(8)</sup> See Footnote <sup>(1)(2)</sup> |  |  |

| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |                    |  |  |                                    |   |   |  |  |  |  |
|--|--|--------------------|--|--|------------------------------------|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 3. Title and Amount of Securities<br>Underlying Derivative Security (Instr. 4) |  | 4.<br>Conversion<br>or Exercise    | 5.<br>Ownership<br>Form:                    | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |  |  |  |  |
|  | Date<br>Exercisable                                      | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares | Price of<br>Derivative<br>Security | Direct (D)<br>or Indirect<br>(I) (Instr. 5) |   |  |  |  |  |
| Common Warrants  | 07/24/2015   | 07/24/2018         | Common Stock   | 389                                    | 17.55                              | I   | See Footnote <sup>(1)(2)</sup>                              |  |  |  |  |
| Common Warrants  | 07/24/2015   | 07/24/2018         | Common Stock   | 136                                    | 17.55                              | I   | See Footnote <sup>(3)(4)</sup>                              |  |  |  |  |
| Common Warrants  | 07/24/2015   | 07/24/2018         | Common Stock   | 199                                    | 17.55                              | I   | See Footnote <sup>(5)(6)</sup>                              |  |  |  |  |
| Common Warrants  | 07/24/2015   | 07/24/2018         | Common Stock   | 19,990                                 | 17.55                              | I   | See Footnote <sup>(7)(8)</sup>                              |  |  |  |  |

#### **Explanation of Responses:**

- 1. The reportable securities are owned directly by Polaris Venture Partners Entrepreneurs' Fund V, L.P. ("PVPE V"). Polaris Venture Management Co. V, L.L.C. ("PVM V") is the general partner of PVPE V. PVM V disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM V is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein. Each of Jonathan A. Flint ("Flint") and Terrance G. McGuire ("McGuire") are the managing members of PVM V.
- 2. The Reporting Person, who is a member of the Issuer's Board of Directors, is a member of PVM V. Each of Flint, McGuire and the Reporting Person, in their respective capacities with regard to PVM V, may be deemed to have shared voting and dispositive power of the shares held by PVPE V. Each of Flint, McGuire and the Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.
- 3. The reportable securities are owned directly by Polaris Venture Partners Founders' Fund V, L.P. ("PVPFF V"). PVM V is the general partner of PVPFF V. PVM V disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM V is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein.
- 4. Each of Flint and McGuire are the managing members of PVM V. The Reporting Person, who is a member of the Issuer's Board of Directors, is a member of PVM V. Each of Flint, McGuire and the Reporting Person, in their respective capacities with regard to PVM V, may be deemed to have shared voting and dispositive power of the shares held by PVPFF V. Each of Flint, McGuire and the Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.
- 5. The reportable securities are owned directly by Polaris Venture Partners Special Founders' Fund V, L.P. ("PVPSFF V"). PVM V is the general partner of PVPSFF V. PVM V disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM V is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein.
- 6. Each of Flint and McGuire are the managing members of PVM V. The Reporting Person, who is a member of the Issuer's Board of Directors, is a member of PVM V. Each of Flint, McGuire and the Reporting Person, in their respective capacities with regard to PVM V, may be deemed to have shared voting and dispositive power of the shares held by PVPSFF V. Each of Flint, McGuire and the Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.
- 7. The reportable securities are owned directly by Polaris Venture Partners V, L.P. ("PVP V"). PVM V is the general partner of PVP V. PVM V disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM V is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein. Each of Flint and McGuire are the managing members of PVM V.
- 8. The Reporting Person, who is a member of the Issuer's Board of Directors, is a member of PVM V. Each of Flint, McGuire and the Reporting Person, in their respective capacities with regard to PVM V, may be deemed to have shared voting and dispositive power of the shares held by PVP V. Each of Flint, McGuire and the Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.
- 9. The preferred stock is convertible at any time, at the holder's election and has no expiration date. The preferred stock will automatically convert into common stock upon the closing of the Issuer's initial public offering.

## Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

/s/ David Siewers, attorney-infact 06/21/2016

\*\* 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 5 (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.

### POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Selecta Biosciences, Inc. (the "*Company*"), the undersigned hereby constitutes and appoints the individuals named on <u>Schedule A</u> attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- 1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain and/or regenerate codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;
- 2. execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- 3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- 4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by Selecta Biosciences, Inc., unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact..

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of June, 2016.

/s/ Amir Nashat

Signature

Amir Nashat

Printed Name

# Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

David Abraham David Siewers