

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

SCHEDULE 13G

(Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2
Under the Securities Exchange Act of 1934
(Amendment No. 6)*

LARIMAR THERAPEUTICS

(Name of Issuer)

Common Stock, \$0.001

(Title of Class of Securities)

517125100

(CUSIP Number)

December 31, 2020

(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*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 the purpose of Section 18 of the Securities Exchange Act of 1934 ("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).

1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Atlas Venture Fund VII, L.P.	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC USE ONLY	
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER
	6.	SHARED VOTING POWER 292,182
	7.	SOLE DISPOSITIVE POWER
	8.	SHARED DISPOSITIVE POWER 292,182
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 292,182	
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	<input type="checkbox"/>
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.90%	
12.	TYPE OF REPORTING PERSON* PN	

1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Atlas Venture Associates VII, L.P.	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC USE ONLY	
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER
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10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	<input type="checkbox"/>
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.90%	
12.	TYPE OF REPORTING PERSON* PN	

1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Atlas Venture Associates VII, Inc.	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC USE ONLY	
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER
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11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.90%	
12.	TYPE OF REPORTING PERSON* OO	

Item 1(a). **Name of Issuer**

The name of the issuer to which this filing on Schedule 13G relates is Larimar Therapeutics, Inc. (the "**Company**").

Item 1(b). **Address of Issuer's Principal Executive Offices**

The principal executive offices of the Company are located at Three Bala Plaza East, Suite 506, Bala Cynwyd, PA 19004.

Item 2(a). **Name of Person Filing**

This Statement is being filed on behalf of Atlas Venture Fund VII, L.P. ("Atlas VII"). Atlas Venture Associates VII, L.P. ("AVA VII LP") is the sole general partner of Atlas VII. Atlas Venture Associates VII, Inc. ("AVA VII Inc.") is the sole general partner of AVA VII LP. Peter Barrett, Bruce Booth, Jeff Fagnan and Jean-Francois Formela, is each a director of AVA VII Inc. (the "Directors").

Item 2(b). **Address of Principal Business Office or, if none, Residence**

The principal business address of each of Atlas VII, AVA VII LP, AVA VII Inc. and the Directors is 56 Wareham Street, 3rd Flr, Boston, MA 02118.

Item 2(c). **Citizenship**

Each of Atlas VII, AVA VII LP and AVA VII Inc. is organized under the laws of Delaware. Mr. Barrett is a citizen of the United States. Mr. Booth is a citizen of the United States. Mr. Fagnan is a citizen of the United States. Mr. Formela is a citizen of the United States

Item 2(d). **Title of Class of Securities**

The class of equity securities of the Company to which this filing on Schedule 13G relates is Common Stock, par value \$0.001 ("**Common Stock**").

Item 2(e). **CUSIP Number**

The CUSIP number of the Company's Common Stock is 517125100.

Item 3. **If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:** Not applicable.

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 73c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).

- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
 - (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).
- If this statement is filed pursuant to §240.13d-1(c), check this box.**

Item 4. Ownership

Item 4(a). Amount beneficially owned

As of the close of business on December 31, 2020, Atlas VII is the record holder of 292,182 shares of Common Stock (the “Atlas Shares”). AVA VII LP is the sole general partner of Atlas VII. AVA VII Inc. is the sole general partner of AVA VII LP. Messrs. Barrett, Booth, Fagnan and Formela are the directors of AVA VII Inc. No person other than the respective owner referred to herein of the Atlas Shares is known to have the right to receive or the power to direct the receipt of dividends from or the proceeds from the sale of such Atlas Shares. Each of Atlas VII, AVA VII LP, AVA VII Inc. and the Directors disclaim beneficial ownership of the Atlas Shares except for such shares, if any, such person holds of record.

Item 4(b). Percent of Class

As of the close of business on December 31, 2020, Atlas VII was the beneficial owner of 1.90% of the Common Stock, based on 15,356,206 shares outstanding as listed in the Company’s 10-Q filed on November 12, 2020.

Item 4(c). Number of shares as to which the person has:

Reporting Person	Number of Shares of Common Stock			
	(i)	(ii)	(iii)	(iv)
Atlas VII	-0-	292,182	-0-	292,182
AVA VII LP	-0-	292,182	-0-	292,182
AVA VII Inc.	-0-	292,182	-0-	292,182

- (i) Sole power to vote or direct the vote
- (ii) Shared power to vote or to direct the vote
- (iii) Sole power to dispose or to direct the disposition of
- (iv) Shared power to dispose or to direct the disposition of

Item 5. Ownership of Five Percent or Less of a Class

Each Filing Person has ceased to own beneficially more than 5% of the outstanding Common Stock of the Company.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable.

Item 8. **Identification and Classification of Members of the Group**

Not Applicable. The Filing Persons expressly disclaim membership in a “group” as used in Rule 13d-5(b)(1).

Item 9. **Notice of Dissolution of Group**

Not Applicable.

Item 10. **Certification**

Not Applicable. This statement on Schedule 13G is not filed pursuant to Rule 13d-1(b) or 13(d)-1(c).

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: February 2, 2021

ATLAS VENTURE FUND VII, L.P.

By: Atlas Venture Associates VII, L.P.,
its general partner

By: Atlas Venture Associates VII, Inc.,
its general partner

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary

ATLAS VENTURE ASSOCIATES VII, L.P.

By: Atlas Venture Associates VII, Inc.,
its general partner

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary

ATLAS VENTURE ASSOCIATES VII, INC.

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary

Joint Filing Agreement

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: February 2, 2021

ATLAS VENTURE FUND VII, L.P.

By: Atlas Venture Associates VII, L.P.,
its general partner

By: Atlas Venture Associates VII, Inc.,
its general partner

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary

ATLAS VENTURE ASSOCIATES VII, L.P.

By: Atlas Venture Associates VII, Inc.,
its general partner

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary

ATLAS VENTURE ASSOCIATES VII, INC.

By: /s/ Frank Castellucci

Name: Frank Castellucci

Title: Secretary