

---

---

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

---

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934  
(Amendment No. 3)\***

---

**WAVE Life Sciences Ltd.**

(Name of Issuer)

**Ordinary Shares**  
(Title of Class of Securities)

**Y95308105**  
(CUSIP Number)

**Katsunori Nagakari**  
**1-10 Yamanokuchi-cho, Kagoshima City, Kagoshima, 892-0844, Japan**  
**+81 99 295 6151**  
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**March 8, 2019**  
(Date of Event which Requires Filing of this Statement)

---

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

---

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* Rule 13d-7(b) for other parties to whom copies are to be sent.

---

\* 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 "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 by shall be subject to all other provisions of the Act (however, see the Notes).

---

---

1	NAME OF REPORTING PERSON Kagoshima Shinsangyo Sousei Investment Limited Partnership	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Japan	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 2,134,974
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 2,134,974
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,134,974	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.24%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON  Kagoshima Development Co. Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF THE GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS  AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Japan	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER  0
	8	SHARED VOTING POWER  2,134,974
	9	SOLE DISPOSITIVE POWER  0
	10	SHARED DISPOSITIVE POWER  2,134,974
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,134,974	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  6.24%	
14	TYPE OF REPORTING PERSON  CO	

---

Explanatory Note: This Amendment No. 3 (this “**Statement**”) to the Schedule 13D (the “**Initial 13D**”) filed by the Reporting Persons (as defined below) with the U.S. Securities and Exchange Commission (the “**SEC**”) on November 25, 2015, as amended and supplemented by Amendment No. 1 to the Initial 13D filed on March 31, 2017 and Amendment No. 2 to the Initial 13D filed on March 22, 2018, amends and supplements the items set forth herein. As used in this Schedule 13D, as amended hereby, the term “**Reporting Persons**” collectively refers to Kagoshima Shinsangyo Sousei Investment Limited Partnership (“**KSS**”) and Kagoshima Development Co. Ltd. (“**Kagoshima Development Co.**”).

**Item 5. Interest in Securities of the Issuer.**

Items 5(a), (b) and (c) are hereby amended and restated as follows:

(a) and (b) The information relating to the beneficial ownership of the Issuer’s Ordinary Shares by each of the Reporting Persons set forth in Rows 7 through 13 of the cover pages hereto is incorporated herein by reference. The information in this Item 5(a) and in Row 13 of each cover page to this Statement with respect to the Reporting Persons is based on an aggregate of 34,192,106 shares of the Issuer’s Ordinary Shares issued and outstanding as of February 26, 2019, as reported in the Issuer’s Annual Report on Form 10-K for the fiscal year ended December 31, 2018, filed with the SEC on March 1, 2019.

(c) The Reporting Persons effected open market sales transactions in the Issuer’s Ordinary Shares in numbers, at the prices and on the dates indicated in Exhibit No. 1 hereto which is incorporated herein by reference.

**Item 7. Material to be Filed as Exhibits.**

Item 7 is hereby amended and supplemented as follows:

<u>Exhibit No.</u>	<u>Description</u>
1	List of Sales Transactions

---

**SIGNATURE**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: March 14, 2019

Kagoshima Shinsangyo Sousei Investment Limited  
Partnership  
By: Kagoshima Development Co. Ltd., its General Partner

By: /s/ Satoru Motomura  
Name: Satoru Motomura  
Its: Representative Director

Dated: March 14, 2019

Kagoshima Development Co. Ltd.

By: /s/ Satoru Motomura  
Name: Satoru Motomura  
Its: Representative Director

## LIST OF SALES TRANSACTIONS

<u>Name</u>	<u>Date of Sale</u>	<u>Quantity of Shares Sold</u>	<u>Average Weighted Price Per Share (\$)</u>	<u>Lowest Price Per Share (\$)</u>	<u>Highest Price Per Share (\$)</u>
KSS	3/8/2019	22,381.00	45.2535	44.55	46.00
KSS	3/7/2019	18,164.00	45.098847	44.5601	45.50
KSS	3/6/2019	17,943.00	45.116632	44.6	45.44
KSS	3/5/2019	41,512.00	45.056588	44.15	45.5
KSS	12/14/2018	3,941.00	50.414829	47.605	50.98
KSS	12/13/2018	5,950.00	50.355089	49.065	50.74
KSS	9/7/2018	3,232.00	50.751733	49.6	51.6
KSS	9/6/2018	9,467.00	50.62308	49.71	52.55
KSS	9/5/2018	16,184.00	51.65355	50.95	52.4
KSS	9/4/2018	19,017.00	52.248167	51.16	53.8
KSS	8/31/2018	22,989.00	53.626531	52.95	54.95
KSS	8/30/2018	12,175.00	52.649749	50.1	53.8
KSS	8/29/2018	16,936.00	50.979523	50.6	51.845
KSS	8/28/2018	11,748.00	50.114934	48.85	51
KSS	8/27/2018	9,080.00	48.897197	48.6	49.4
KSS	8/24/2018	8,281.00	48.606189	48.25	49.65
KSS	8/23/2018	4,700.00	48.066489	47.15	48.925
KSS	8/22/2018	6,749.00	48.763395	48.15	49.7
KSS	8/21/2018	7,630.00	47.832615	47	48.6
KSS	8/20/2018	4,980.00	47.388424	46.55	47.95
KSS	8/17/2018	6,514.00	46.836498	46.25	47.55
KSS	8/16/2018	16,468.00	46.957205	46.237	47.95
KSS	8/15/2018	4,917.00	46.034584	44.25	46.65
KSS	8/14/2018	18,933.00	46.5708580	45.7	47.5607
KSS	3/28/2018	48,912.00	38.525628	37.6	39.9
KSS	3/27/2018	200.00	40.025	38.55	40.9
KSS	3/26/2018	888.00	40.229505	38.75	40.325