SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Poddar Richa</u>				2. Issuer Name and Ticker or Trading Symbol <u>AGIOS PHARMACEUTICALS, INC.</u> [AGIO]									(Che	ck all applie Directo	cable)	Person(s) to Is 10% C Other	I	
(Last) (First) (Middle) 88 SIDNEY STREET					3. Date of Earliest Transaction (Month/Day/Year) 03/01/2022									X below) below) Chief Commercial Officer				
(Street) CAMBRIDGE MA 02139 (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) Date (Month/Date)				ction 2A. Deemed Execution Date,				Code	3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)					5. Amou Securitie Beneficia Owned F Reported	es Forr ially (D) Following (I) (I	. Ownership Form: Direct D) or Indirect I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) (D)		Price	Transact (Instr. 3 a	ion(s)		(1150.4)	
	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 D if any (Month/Day)	Date, Tr	ransaction ode (Instr.		of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)
				c	ode	v	(A)	(D)	Date Exercisal		Expiration Date	Title	OI Ni Of	umber				
Restricted stock units	(1)	03/01/2022			A		11,500		(2)	T	(2)	Commo	ⁿ 1	1,500	\$ <mark>0</mark>	11,500	D	

Explanation of Responses:

\$32.2

1. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock.

2. The restricted stock units were granted on March 1, 2022. Beginning on March 1, 2023, the shares underlying the restricted stock units will vest in three equal annual installments.

41,000

3. This option was granted on March 1, 2022. The shares underlying this option vest as to 25% of the underlying shares on March 1, 2023, with the remaining 75% vesting in 36 equal monthly installments thereafter.

(3)

Remarks:

Stock options (right to

buy)

/s/ William Cook, as Attorney 03/03/2022 in Fact for Richa Poddar Date

** Signature of Reporting Person

41,000

\$<mark>0</mark>

41,000

D

Commo

stock

03/01/2032

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

03/01/2022

** 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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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.