

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

---

**SCHEDULE 14A**  
(Rule 14a-101)  
**INFORMATION REQUIRED IN PROXY STATEMENT**  
**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

---

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Agios Pharmaceuticals, Inc.**  
(Name of Registrant as Specified in its Charter)

Not applicable.  
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
- 
-



P.O. BOX 8016, CARY, NC 27512-9903

**AgiOS Pharmaceuticals, Inc.  
Important Notice Regarding the Availability  
of Proxy Materials  
for the**

**Stockholders Meeting to be held on  
June 13, 2023**

**For Stockholders of record as of April 17, 2023**

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to register to attend the virtual annual meeting, go to: [www.proxydocs.com/AGIO](http://www.proxydocs.com/AGIO)

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet. We have chosen to use this procedure for our annual meeting.



**For a convenient way to view proxy materials and VOTE go to  
[www.proxydocs.com/AGIO](http://www.proxydocs.com/AGIO)**

Have the 12 digit control number located in the shaded box above available when you access the website and follow the instructions.

**Proxy Materials Available to View or Receive:  
Annual Report and Proxy Statement**

*If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before June 02, 2023.*

*To order paper materials, use one of the following methods.*



**INTERNET**  
[www.investorelections.com/AGIO](http://www.investorelections.com/AGIO)



**TELEPHONE**  
**(866) 648-8133**



**\* E-MAIL**  
[paper@investorelections.com](mailto:paper@investorelections.com)

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.

\* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

**AgiOS Pharmaceuticals, Inc.**

**Meeting Type:** Annual Meeting of Stockholders  
**Date:** Tuesday, June 13, 2023  
**Time:** 9:00 AM, Eastern Time  
**Place:** Annual Meeting to be held live via the Internet  
please visit [www.proxydocs.com/AGIO](http://www.proxydocs.com/AGIO) for more details.

**You must register to attend the meeting online and/or participate at [www.proxydocs.com/AGIO](http://www.proxydocs.com/AGIO)**

**SEE REVERSE FOR FULL AGENDA**

# Agios Pharmaceuticals, Inc.

## Annual Meeting of Stockholders

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:**  
**FOR EACH OF THE NOMINEES LISTED IN PROPOSAL 1, AND FOR PROPOSALS 2, 3, AND 4.**

### PROPOSAL

1. To elect each of the three Class I director nominees set forth in the Proxy Statement for three-year terms expiring at the 2026 annual meeting of stockholders.
  - 1.01 Rahul Ballal
  - 1.02 Brian Goff
  - 1.03 Cynthia Smith
2. To vote, on an advisory basis, to approve named executive officer compensation.
3. To approve the Agios Pharmaceuticals, Inc. 2023 Stock Incentive Plan.
4. To ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the fiscal year ending December 31, 2023.

**Note:** The proxies are authorized to vote, in their discretion, upon such other business that may properly come before the Annual Meeting or any adjournment or postponement thereof.

**Attending and Voting Online During the Meeting:** The annual meeting will be a virtual meeting. You will need your 12 digit control number set forth in the box above in order to attend the meeting and vote online. To participate in the annual meeting, you must register at [www.proxydocs.com/AGIO](http://www.proxydocs.com/AGIO) prior to the deadline of June 11, 2023 at 5:00 p.m. Eastern Time. Upon completing your registration, you will receive further instructions via email, including your unique links that will allow you access to the meeting and will also permit you to submit questions. Please be sure to follow instructions found on your proxy card, this notice and subsequent instructions that will be delivered to you via email.