## SEC Form 4

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

I OMB APPROVAL

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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).

### 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>Washburn Theodore James Jr.</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AGIOS PHARMACEUTICALS, INC.</u> [ AGIO ]		tionship of Reporting Perso all applicable) Director Officer (give title below)	on(s) to Issuer 10% Owner Other (specify below)	
(Last) (First) (Middle) 88 SIDNEY STREET		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2022		Principal Accountin	,	
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	(Check Applicable	
CAMBRIDGE	MA	02139		x	Form filed by One Repor	·	
(City)	(State)	(Zip)			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)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr. 5)		Acquired (D) (Instr	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common stock	02/14/2022		М		360	A	<b>\$0</b> <sup>(1)</sup>	3,413 <sup>(2)</sup>	D	
Common stock	02/14/2022		F		127	D	\$30.5	3,286	D	
Common stock	02/14/2022		S <sup>(3)</sup>		504	D	\$31.25	2,782	D	

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(* 57)	, ,				.,							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	of Expirati Derivative (Month/ Securities Acquired A) or Disposed		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted stock units	(1)	02/14/2022		М			360	(4)	(4)	Common stock	360	\$0	360	D	

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

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

2. Includes 34 shares purchased through the Company's employee stock purchase plan.

3. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

4. The restricted stock units were granted on February 14, 2020. Beginning on February 14, 2021, the shares underlying the restricted stock units will vest in three equal annual installments.

**Remarks:** 

/s/ William Cook, as attorney-<u>02/1</u>6/2022 in-fact for Theodore James Jr. Washburn

\*\* 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 4 (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.

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