FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-028 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

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

| Name and Address of Reporting Person* Cantley Lewis Clayton Jr. | | | | 2. <u>A</u> | 2. Issuer Name and Ticker or Trading Symbol AGIOS PHARMACEUTICALS INC [| | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|---|---|--|---|----------------|---|--|---|-------------------|-----------------------|--|---|---|---|--|--|---|--|
| (Last) | (Last) (First) (Middle) C/O AGIOS PHARMACEUTICALS, INC. | | | | AGIO] 3. Date of Earliest Transaction (Month/Day/Year) 08/17/2015 | | | | | | | C | fficer (give ti elow) | | | r (specify | |
| 88 SIDNEY STREET | | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) CAMBRIDGE MA 02139 | | | | _ | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (Sta | ate) (Z | (ip) | | | | | | | | | | | | | | |
| | | Tabl | e I - Non-Deri | vativ | e Seci | urities A | cquir | ed, Di | | | | ally Ov | vned | | | | |
| Da | | | 2. Transacti Date (Month/Day | h/Day/Year) if | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | action (Instr. | | | | nd Sec Ben Owi | | For (D) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | Rep Tra | owing orted nsaction(s) tr. 3 and 4) | (Ins | tr. 4) | (Instr. 4) | |
| Common stock | | | 08/17/20 |)15 | | | S ⁽¹⁾ | | 2,426 | D | \$94.21 | (2) | 155,132 | | D | | |
| Common stock | | 08/17/20 |)15 | .5 | | S ⁽¹⁾ | | 2,426 | D | \$94.18 | 3(3) | 155,132 | | I | See footnote ⁽⁴⁾ | | |
| Common stock | | | 08/18/20 |)15 | 15 | | S ⁽¹⁾ | | 2,426 | D | \$95.69 | \$95.69(5) | | | D | | |
| Common stock 0 | | | 08/18/20 |)15 | .5 | | S ⁽¹⁾ | | 2,426 | D | \$95.69 |)(6) | 152,706 | | I | See footnote ⁽⁴⁾ | |
| | | Та | ble II - Deriva (e.g., ı | | | | | | osed of, convertib | | | y Own | ed | | | | |
| 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 | Code | nsaction e (Instr. | 5. Number of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5) | f 6. Date Exer Expiration (Month/Day | | | Amoun Securit Underly Derivat | t of ies ying ive y (Instr. | 8. Price of Derivative Security (Instr. 5) | derivativ ve Securitie y Benefici | ve es ally ng d tion(s) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership | |
| | | | | Code | e V | (A) (D) | Date Exe | e rcisable | Expiration Date | Title | Amount or Number of Shares | | | | | | |

Explanation of Responses:

- 1. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- 2. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$92.46 to \$96.24. The reporting person undertakes, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 3. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$92.44 to \$96.27. The reporting person undertakes, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 4. Shares held by Vicki Lee Sato, who is the reporting person's spouse.
- 5. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$95.18 to \$96.80. The reporting person undertakes, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 6. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$95.15 to \$96.80. The reporting person undertakes, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

Remarks:

/s/ Glenn Goddard, as Attomey-in-Fact for Lewis C. 08/19/2015 Cantley Jr.

** 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.

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.