SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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).

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* Bowden Christopher				Issuer Name and Ti <u>GIOS PHAR</u> GIO]			• •		ationship of Reportin k all applicable) Director Officer (give title	10% C Other	Owner (specify	
(Last) (First) (Middle) C/O AGIOS PHARMACEUTICALS, INC. 88 SIDNEY STREET				Date of Earliest Trai 07/2021	nsactio	n (Mor	nth/Day/Year)		below) Chief Mec	below lical Officer)	
(Street) CAMBRIDGE (City)	_ 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)						 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
	Tak	ole I - Non-Deri	vative	e Securities A	cquir	ed, C	isposed o	of, or E	Beneficially	Owned		
1. Title of Security (Instr. 3) Date (Month/Day/Y				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)
Common stock		06/07/2	021		M ⁽¹⁾		4,268	A	\$39.76	19,755	D	
Common stock 06/07/202			021		S ⁽²⁾		4,268	D	\$60.0357 ⁽³⁾	15,487	D	

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

M⁽¹⁾

S⁽²⁾

6.675

6,675

A

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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 Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year) ired r ssed . 3, 4		Amount of			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	4			
Stock option (right to buy)	\$39.76	06/07/2021		M ⁽¹⁾			4,268	(5)	02/15/2026	Common stock	4,268	\$0	39,064	D	
Stock option (right to buy)	\$39.76	06/08/2021		M ⁽¹⁾			6,675	(5)	02/15/2026	Common stock	6,675	\$0	32,389	D	

Explanation of Responses:

Common stock

Common stock

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

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

3. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$60.00 to \$60.10. 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. The price reported is the weighted average of the shares sold. The shares were sold at varying prices in the range of \$60.00 to \$60.13. 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.

5. This option was granted on February 16, 2016. The shares underlying this option vest as to 25% of the underlying shares on February 16, 2017, with the remaining 75% vesting in 36 equal monthly installments thereafter.

Remarks:

<u>/s/ William Cook, as Attorney-</u> in-fact for Christopher Bowden <u>06/09/2021</u>

\$39.76

\$60.0657(4)

22.162

15.487

** Signature of Reporting Person Date

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

06/08/2021

06/08/2021

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.