SEC Form 4	
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(City)

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)
Instruction 1(b).

(State)

(Zip)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPRO	JVAL
OMB Number:	3235-0287
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			or Section 30(h) of the Investment Company Act of 1940							
	dress of Reporting		2. Issuer Name and Ticker or Trading Symbol <u>Cyclerion Therapeutics, Inc.</u> [CYCN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
IRONWOOD PHARMACEUTICALS		ACEUTICALS			Director	Х	10% Owner			
<u>INC</u>					Officer (give title		Other (specify			
(Last)	(First)	(Middle)	<ul> <li>3. Date of Earliest Transaction (Month/Day/Year)</li> <li>03/29/2019</li> </ul>		below)		below)			
IRONWOOD	PHARMACE	UTICALS, INC.								
301 BINNEY	STREET		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group	Filing (	Check Applicable			
(Street)			_	X	Form filed by One	Repor	ting Person			
CAMBRIDG	E MA	02142			Form filed by More Person	e than (	One Reporting			

### 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)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		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 Amoun		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock	03/29/2019		A <sup>(1)</sup>		15,562,455	Α	\$0.00	15,562,555	D	
Common Stock	04/01/2019		J <sup>(2)</sup>		15,562,555	D	\$0.00	0	D	

#### 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 Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	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				

Explanation of Responses:

1. On March 29, 2019, Cyclerion Therapeutics, Inc. ("Cyclerion") issued a dividend of 155,624.55 shares of its common stock for each share of its common stock outstanding. As the sole holder of Cyclerion's common stock, Ironwood Pharmaceuticals, Inc. ("Ironwood") received 15,562,455 shares of common stock in the dividend.

2. Ironwood distributed all of the issued and outstanding shares of Cyclerion common stock to its stockholders on a pro rata basis as part of the separation of Cyclerion from Ironwood into two independent public companies.

# **IRONWOOD**

PHARMACEUTICALS, INC. 04/02/2019 By: /s/ Conor Kilroy, Vice President, General Counsel and **Secretary** 

\*\* 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.