

Edgar Filing: Flexion Therapeutics Inc - Form SC 13G/A

Flexion Therapeutics Inc
Form SC 13G/A
February 07, 2018

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.1)*

NAME OF ISSUER: Flexion Therapeutics, Inc.

TITLE OF CLASS OF SECURITIES: Common Stock

CUSIP NUMBER: 33938J106

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT: December 31, 2017

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class
of securities, and for any subsequent amendment containing information
which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not
be deemed to be 'filed' for the purpose of Section 18 of the Securities
Exchange Act of 1934 ('Act') or otherwise subject to the liabilities of
that section of the Act but shall be subject to all other provisions of
the Act (however, see the Notes).

CUSIP NUMBER: 33938J106

- (1) Names of Reporting Persons The Bank of New York Mellon Corporation
IRS Identification Nos. of Above Persons IRS No.13-2614959
- (2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a) () (b) ()
- (3) SEC use only
- (4) Citizenship or Place of Organization New York
- | | | |
|------------------|------------------------------|-----------|
| Number of Shares | (5) Sole Voting Power | 2,718,425 |
| Beneficially | (6) Shared Voting Power | 0 |
| Owned by Each | (7) Sole Dispositive Power | 2,694,753 |
| Reporting Person | (8) Shared Dispositive Power | 97,604 |
| With | | |
- (9) Aggregate Amount Beneficially Owned
by Each Reporting Person 2,792,357
- (10) Check if the Aggregated Amount in Row (9) Excludes Certain

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Shares (see Instructions) ()

(11) Percent of Class Represented by Amount in Row (9) 7.44%

(12) Type of Reporting Person (See Instructions) HC

CUSIP NUMBER: 33938J106

(1) Names of Reporting Persons BNY Mellon IHC, LLC
 IRS Identification Nos. of Above Persons IRS No.82-2121983

(2) Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) () (b) ()

(3) SEC use only

(4) Citizenship or Place of Organization New York

Number of Shares (5) Sole Voting Power 2,461,588
 Beneficially
 Owned by Each (6) Shared Voting Power 0
 Reporting Person
 With (7) Sole Dispositive Power 2,437,916
 (8) Shared Dispositive Power 97,604

(9) Aggregate Amount Beneficially Owned
 by Each Reporting Person 2,535,520

(10) Check if the Aggregated Amount in Row (9) Excludes Certain
 Shares (see Instructions) ()

(11) Percent of Class Represented by Amount in Row (9) 6.75%

(12) Type of Reporting Person (See Instructions) HC

CUSIP NUMBER: 33938J106

(1) Names of Reporting Persons MBC Investments Corporation
 IRS Identification Nos. of Above Persons IRS No.51-0301132

(2) Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) () (b) ()

(3) SEC use only

(4) Citizenship or Place of Organization Delaware

Number of Shares (5) Sole Voting Power 2,461,588
 Beneficially
 Owned by Each (6) Shared Voting Power 0
 Reporting Person
 With (7) Sole Dispositive Power 2,437,916
 (8) Shared Dispositive Power 97,604

(9) Aggregate Amount Beneficially Owned
 by Each Reporting Person 2,535,520

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(10) Check if the Aggregated Amount in Row (9) Excludes Certain Shares (see Instructions) ()

(11) Percent of Class Represented by Amount in Row (9) 6.75%

(12) Type of Reporting Person (See Instructions) HC

SCHEDULE 13G

Item 1(a) Name of Issuer: Flexion Therapeutics, Inc.

Item 1(b) Address of Issuer's Principal Executive Office:
10 Mall Road, Suite 301
Burlington, Massachusetts 01803
United States

Item 2(a) Name of Person Filing: The Bank of New York Mellon Corporation and any other reporting person(s) identified on the second part of the cover page(s) and Exhibit I

Item 2(b) Address of Principal Business Office, or if None, Residence:
C/O The Bank of New York Mellon Corporation
225 Liberty Street
New York, New York 10286
(for all reporting persons)

Item 2(c) Citizenship: See cover page and Exhibit I

Item 2(d) Title of Class of Securities: Common Stock

CUSIP Number 33938J106

Item 3 See Item 12 of cover page(s) ("Type of Reporting Person ") for each reporting person.

Symbol Category

BD = Broker or Dealer registered under Section 15 of the Securities Exchange Act of 1934

BK = Bank as defined in Section 3(a)(6) of the Securities Exchange Act of 1934

IV = Investment Company registered under Section 8 of the Investment Company Act of 1940

IA = Investment Advisor registered under Section 203 of the Investment Advisors Act of 1940

EP = Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13 - d(1)(b)(1)(ii)(F)

HC = Parent Holding Company, in accordance with Section 240.13-d(1)(b)(1)(ii)(G)

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Item 4 Ownership: See Item 5 through 9 and 11 of cover page(s)
as to each reporting person.

The amount beneficially owned includes, where appropriate, securities not outstanding which are subject to options, warrants, rights or conversion privileges that are exercisable within 60 days. The securities reported herein as beneficially owned may exclude securities of the issuer with respect to which voting and/or dispositive power is exercised by subsidiaries of The Bank of New York Mellon Corporation, or departments or units thereof, independently from the exercise of those powers over the securities reported herein. See SEC Release No. 34-39538 (January 12, 1998). The filing of this Schedule 13G shall not be construed as an admission that The Bank of New York Mellon Corporation,