Bilenker Joshua H. Form 4 December 18, 2017

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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obligations

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Bilenker Joshua H.

2. Issuer Name and Ticker or Trading Symbol

Loxo Oncology, Inc. [LOXO]

Issuer

5. Relationship of Reporting Person(s) to

(Last) (First) (Middle)

3. Date of Earliest Transaction

\_X\_\_ Director

10% Owner Other (specify

C/O LOXO ONCOLOGY, INC., 281

(Street)

12/14/2017

12/14/2017

12/14/2017

(Month/Day/Year)

X\_ Officer (give title below)

President & CEO

Direct (D)

or Indirect

(Instr. 4)

(I)

D

D

Ownership

(Instr. 4)

(Check all applicable)

TRESSER BOULEVARD, 9TH **FLOOR** 

> 4. If Amendment, Date Original Filed(Month/Day/Year)

> > (Instr. 8)

 $S^{(1)}$ 

6. Individual or Joint/Group Filing(Check Applicable Line)

Owned

**Following** 

187,607

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

STAMFORD, CT 06901

Stock

Stock

Common

(City)	(State)	(Zip) Tal	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	onor Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial		

2,600

Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 12/14/2017

 $M_{\underline{-}}^{(1)}$ 7,500 A \$ 1.184 190,207 D \$

82.5465

D

(2) Stock (3) \$ Common

(Month/Day/Year)

2,900  $S^{(1)}$ D 83.4179 184,707 (2) (4)

2,000 12/14/2017  $S^{(1)}$ \$ Common D (2) Stock 84.2935

D 182,707

					(5)		
Common Stock	12/15/2017	M(1)	7,500	A	\$ 1.184	190,207	D
Common Stock	12/15/2017	S <u>(1)</u>	700 (2)	D	\$ 76.9271 (6)	189,507	D
Common Stock	12/15/2017	S <u>(1)</u>	2,268 (2)	D	\$ 78.0645 <u>(7)</u>	187,239	D
Common Stock	12/15/2017	S <u>(1)</u>	3,023 (2)	D	\$ 78.9932 (8)	184,216	D
Common Stock	12/15/2017	S <u>(1)</u>	609 (2)	D	\$ 80.0822 <u>(9)</u>	183,607	D
Common Stock	12/15/2017	S <u>(1)</u>	600 (2)	D	\$ 80.8817 (10)	183,007	D
Common Stock	12/15/2017	S <u>(1)</u>	100	D	\$ 81.72	182,907	D
Common Stock	12/15/2017	S(1)	200	D	\$ 82.86	182,707	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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. Transaction Code (Instr. 8)	5. Number opportunities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock	\$ 1.184	12/14/2017		M <u>(1)</u>		7,500	<u>(11)</u>	11/14/2023	Common Stock	7,500

Option (right to buy)

Employee

Stock Option

\$ 1.184 12/15/2017

M(1)

7,500

(11) 11/14/2023

Common Stock

mon 7,500

(right to buy)

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Bilenker Joshua H.

C/O LOXO ONCOLOGY, INC.
281 TRESSER BOULEVARD, 9TH FLOOR
STAMFORD, CT 06901

Relationships

Other

### **Signatures**

/s/ Jennifer Burstein, by power of attorney

12/18/2017

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* 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).
- (1) The transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person.
- (2) Represents the aggregate of sales effected on the same day at different prices.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$81.96 to \$82.94 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$82.96 to \$83.94 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$83.99 to \$84.74 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$76.43 to \$77.31 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$77.51 to \$78.49 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$78.57 to \$79.38 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

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Represents the weighted average sales price per share. The shares sold at prices ranging from \$79.63 to \$80.50 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- Represents the weighted average sales price per share. The shares sold at prices ranging from \$80.67 to \$81.16 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (11) The stock option is immediately exercisable in full, and vests as to 25% of the shares subject to the option on the one-year anniversary of the vesting commencement date, and thereafter as to 1/48th of the shares in equal monthly installments.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.