

Bilenker Joshua H.
Form 4
January 18, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(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]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O LOXO ONCOLOGY, INC., 281
TRESSER BOULEVARD, 9TH
FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
01/16/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

(Street)
STAMFORD, CT 06901

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/16/2018		M ⁽¹⁾		7,500 A \$ 1.184	D	
Common Stock	01/16/2018		S ⁽¹⁾		2,919 ⁽²⁾ D \$ 86.4236 ⁽³⁾	D	
Common Stock	01/16/2018		S ⁽¹⁾		1,604 ⁽²⁾ D \$ 87.1245 ⁽⁴⁾	D	
Common Stock	01/16/2018		S ⁽¹⁾		600 ⁽²⁾ D \$ 88.7767	D	

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Common Stock	01/16/2018	<u>S</u> ⁽¹⁾	<u>1,577</u> ⁽²⁾	D	<u>\$ 89.9387</u> ⁽⁶⁾	183,507	D
Common Stock	01/16/2018	<u>S</u> ⁽¹⁾	<u>800</u> ⁽²⁾	D	<u>\$ 90.4964</u> ⁽⁷⁾	182,707	D
Common Stock	01/17/2018	<u>M</u> ⁽¹⁾	7,500	A	\$ 1.184	190,207	D
Common Stock	01/17/2018	<u>S</u> ⁽¹⁾	<u>1,104</u> ⁽²⁾	D	<u>\$ 86.1929</u> ⁽⁸⁾	189,103	D
Common Stock	01/17/2018	<u>S</u> ⁽¹⁾	<u>1,042</u> ⁽²⁾	D	<u>\$ 87.1416</u> ⁽⁹⁾	188,061	D
Common Stock	01/17/2018	<u>S</u> ⁽¹⁾	<u>2,672</u> ⁽²⁾	D	<u>\$ 88.8921</u> ⁽¹⁰⁾	185,389	D
Common Stock	01/17/2018	<u>S</u> ⁽¹⁾	<u>2,682</u> ⁽²⁾	D	<u>\$ 89.5249</u> ⁽¹¹⁾	182,707	D

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

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(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 of Derivative 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)	8. Amount or Number of Shares
Employee Stock Option	\$ 1.184	01/16/2018		<u>M</u> ⁽¹⁾	V (A) (D) 7,500	<u>(12)</u> 11/14/2023	Common Stock	7,500

(right to
buy)

Employee

Stock

Option	\$ 1.184	01/17/2018		<u>M</u> ⁽¹⁾	7,500	<u>(12)</u>	11/14/2023	Common Stock	7,500
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(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bilenker Joshua H. C/O LOXO ONCOLOGY, INC. 281 TRESSER BOULEVARD, 9TH FLOOR STAMFORD, CT 06901	X		President & CEO	

Signatures

/s/ Jennifer Burstein, by power of attorney
01/18/2018

 **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.
- (3) Represents the weighted average sales price per share. The shares sold at prices ranging from \$85.88 to \$86.85 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.
- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$86.89 to \$87.52 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.
- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$88.36 to \$89.23 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.
- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$89.40 to \$90.36 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.
- (7) Represents the weighted average sales price per share. The shares sold at prices ranging from \$90.40 to \$90.69 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.
- (8) Represents the weighted average sales price per share. The shares sold at prices ranging from \$85.66 to \$86.61 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.
- (9) Represents the weighted average sales price per share. The shares sold at prices ranging from \$86.70 to \$87.66 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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- (10) Represents the weighted average sales price per share. The shares sold at prices ranging from \$88.26 to \$89.24 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) Represents the weighted average sales price per share. The shares sold at prices ranging from \$89.26 to \$89.86 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.
- (12) 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.