Bilenker Joshua H. Form 4 June 21, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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

(Print or Type Responses)

1(b).

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

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Loxo Oncology, Inc. [LOXO]

(Last)

(Middle)

3. Date of Earliest Transaction

_X__ Director 10% Owner

(Month/Day/Year) C/O LOXO ONCOLOGY, INC., 281

TRESSER BOULEVARD, 9TH

06/19/2018

X_ Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

FLOOR

(Street)

President & CEO

(Check all applicable)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

STAMFORD, CT 06901

(City)	(State)	(Zip) Ta	ble I - N	lon-	d, Disposed of, o	or Beneficially	y Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) or TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
~			Code	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	06/08/2018		G	V	5,000	D	\$ 0	127,707	D	
Common Stock	06/19/2018		M(1)		7,500	A	\$ 1.184	135,207	D	
Common Stock	06/19/2018		S(1)		2,336 (2)	D	\$ 176.2016 (3)	132,871	D	
Common Stock	06/19/2018		S(1)		3,427 (2)	D	\$ 177.0556 (4)	129,444	D	

Common Stock	06/19/2018	S <u>(1)</u>	1,737 (2)	D	\$ 178.1172 (5)	127,707	D	
Common Stock	06/19/2018	S	8,232 (2)	D	\$ 177.4359 (6)	41,768 <u>(7)</u>	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
Common Stock	06/19/2018	S	8,763 (2)	D	\$ 178.297 (8)	33,005	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
Common Stock	06/19/2018	S	3,902 (2)	D	\$ 179.8333 (9)	29,103	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
Common Stock	06/19/2018	S	103 (2)	D	\$ 180.3368 (10)	29,000	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
	06/20/2018	M	28,000	A	\$ 1.184	155,707	D	

06/20/2018	M(1)	7,500	A	\$ 1.184	163,207	D	
06/20/2018	S(1)	2,700 (2)	D	\$ 178.8052 (11)	160,507	D	
06/20/2018	S(1)	4,370 (2)	D	\$ 179.3697 (12)	156,137	D	
06/20/2018	S <u>(1)</u>	430 (2)	D	\$ 180.8965 (13)	155,707	D	
06/20/2018	S	11,336	D	\$ 178.9437 (14)	17,664	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
06/20/2018	S	9,664 (<u>2)</u>	D	\$ 179.773 (15)	8,000	I	By Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17
	06/20/2018 06/20/2018 06/20/2018	06/20/2018 S(1) 06/20/2018 S(1) 06/20/2018 S(1) 06/20/2018 S	06/20/2018 S(1) 2,700 (2) 06/20/2018 S(1) 4,370 (2) 06/20/2018 S(1) 430 (2) 06/20/2018 S(1) 430 (2)	$06/20/2018$ $S_{\underline{(1)}}$ $\frac{2,700}{(2)}$ D $06/20/2018$ $S_{\underline{(1)}}$ $\frac{4,370}{(2)}$ D $06/20/2018$ $S_{\underline{(1)}}$ $430_{\underline{(2)}}$ D $06/20/2018$ $S_{\underline{(2)}}$ D	$\begin{array}{cccccccccccccccccccccccccccccccccccc$	06/20/2018 S(1) 2,700 D 178.8052 160,507 (11) 06/20/2018 S(1) 4,370 D 179.3697 156,137 (2) \$ 06/20/2018 S(1) 430 (2) D 180.8965 155,707 (13) 06/20/2018 S 11,336 D \$ 178.9437 17,664 (14)	06/20/2018 S(1) 2,700 D 178.8052 160,507 D 06/20/2018 S(1) 4,370 D 179.3697 156,137 D 06/20/2018 S(1) 430 (2) D 180.8965 155,707 D 06/20/2018 S 11,336 D \$\binom{\text{\$\text{11}}}{\text{(13)}}\text{\$\chint{\$\text

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

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 control number.

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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.184	06/19/2018		M <u>(1)</u>			7,500	<u>(16)</u>	11/14/2023	Common Stock	7,500
Employee Stock Option (right to buy)	\$ 1.184	06/20/2018		M			28,000	<u>(16)</u>	11/14/2023	Common Stock	28,000
Employee Stock Option (right to buy)	\$ 1.184	06/20/2018		M(1)			7,500	(16)	11/14/2023	Common Stock	7,500

Reporting Owners

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

Signatures

/s/ Jennifer Burstein, by power of attorney 06/21/2018

**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.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$175.60 to \$176.59 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.

Reporting Owners 4

- Represents the weighted average sales price per share. The shares sold at prices ranging from \$176.64 to \$177.44 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 \$177.67 to \$178.56 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 \$177.00 to \$177.99 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) Joshua H. Bilenker, Trustee for the Joshua H. Bilenker 2017 GRAT u/a DTD 06/16/17 previously reported as held directly pursuant to Rule 16a-13.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$178.03 to \$179.00 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 \$179.20 to \$180.15 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 \$180.23 to \$180.34 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 \$178.08 to \$179.07 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 \$179.09 to \$180.02 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 \$180.85 to \$180.90 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 \$178.50 to \$179.48 per share. Full (14) 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 \$179.50 to \$180.04 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.
- (16) The options have fully vested and are immediately exercisable.
- Option exercises that were previously reported by the Reporting Person were attributed to a single option grant in each prior Form 4 filed by the Reporting Person with the Securities and Exchange Commission. This Form 4 combines two option grants with identical terms and reports the respective option exercises in the aggregate on one row. The shares reported in this column as beneficially owned following the reported transaction represents the outstanding shares underlying both option grants.

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.