

Bilenker Joshua H.
Form 4
May 16, 2018

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).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Loxo Oncology, Inc. [LOXO]

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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)
Common Stock	05/14/2018		M ⁽¹⁾	7,500	A \$ 1.184 190,207	D	
Common Stock	05/14/2018		S ⁽¹⁾	100	D \$ 132.58 190,107	D	
Common Stock	05/14/2018		S ⁽¹⁾	2,000 ⁽²⁾	D \$ 134.1845 188,107	D	
Common Stock	05/14/2018		S ⁽¹⁾	2,050 ⁽²⁾	D \$ 135.0827 186,057	D	

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Common Stock	05/14/2018	S ⁽¹⁾	1,525 ⁽²⁾	D	\$ 136.2166 ⁽⁵⁾	184,532	D
Common Stock	05/14/2018	S ⁽¹⁾	1,558 ⁽²⁾	D	\$ 137.2763 ⁽⁶⁾	182,974	D
Common Stock	05/14/2018	S ⁽¹⁾	167 ⁽²⁾	D	\$ 137.8319 ⁽⁷⁾	182,807	D
Common Stock	05/14/2018	S ⁽¹⁾	100 ⁽²⁾	D	\$ 139.0017 ⁽⁸⁾	182,707	D
Common Stock	05/15/2018	M ⁽¹⁾	7,500	A	\$ 1.184	190,207	D
Common Stock	05/15/2018	S ⁽¹⁾	700 ⁽²⁾	D	\$ 133.1065 ⁽⁹⁾	189,507	D
Common Stock	05/15/2018	S ⁽¹⁾	300 ⁽²⁾	D	\$ 134.4067 ⁽¹⁰⁾	189,207	D
Common Stock	05/15/2018	S ⁽¹⁾	1,000 ⁽²⁾	D	\$ 135.828 ⁽¹¹⁾	188,207	D
Common Stock	05/15/2018	S ⁽¹⁾	400 ⁽²⁾	D	\$ 136.72 ⁽¹²⁾	187,807	D
Common Stock	05/15/2018	S ⁽¹⁾	3,297 ⁽²⁾	D	\$ 138.3521 ⁽¹³⁾	184,510	D
Common Stock	05/15/2018	S ⁽¹⁾	1,803 ⁽²⁾	D	\$ 138.8883 ⁽¹⁴⁾	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 of Derivative Securities Acquired (A) or Disposed of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. (Instr. 3 and 4)
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(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	05/14/2018	M	(1)		7,500	(15)	11/14/2023	Common Stock	7,500
Employee Stock Option (right to buy)	\$ 1.184	05/15/2018	M	(1)		7,500	(15)	11/14/2023	Common Stock	7,500

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

****Signature of Reporting Person**

Date _____

Explanation of Responses:

- | | |
|-----|---|
| ** | If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v). |
| ** | Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 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 \$133.59 to \$134.32 per share. Full |
| (3) | 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 \$134.61 to \$135.60 per share. Full |
| (4) | 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 \$135.76 to \$136.71 per share. Full |
| (5) | 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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- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$136.78 to \$137.71 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 \$137.79 to \$137.86 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.
- (8) Represents the weighted average sales price per share. The shares sold at prices ranging from \$139.00 to \$139.01 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 \$132.55 to \$133.20 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.
- (10) Represents the weighted average sales price per share. The shares sold at prices ranging from \$134.32 to \$134.45 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 \$135.55 to \$136.47 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) Represents the weighted average sales price per share. The shares sold at prices ranging from \$136.60 to \$137.08 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.
- (13) Represents the weighted average sales price per share. The shares sold at prices ranging from \$137.70 to \$138.68 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.
- (14) Represents the weighted average sales price per share. The shares sold at prices ranging from \$138.70 to \$139.37 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.
- (15) 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.

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